TSE: 2344

winbond

We Deliver

Winbond Electronics Corp.
2025 Annual Report
Printed on March 15, 2026

Taiwan Stock Exchange Market Observation Post System:
https: //mops.twse.com.tw
Winbond Website: https: //www.winbond.com

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   E-mail: HYFan@winbond.com

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   Director
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4. Common Stock Transfer Office
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5. Auditor
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   Kenny Hung and Wen-Yea Shyu
   20 F., No. 100, Songren Rd., Xinyi Dist., Taipei City 110016, Taiwan
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6. Foreign securities listing: N/A

7. Company Website: https://www.winbond.com

Table of Contents

Financial Overview

Analysis of Financial Status and Financial Performance and Risk Issues

Important Notice

A

A Letter to Our Shareholders

Dear shareholders,

2025 saw explosive growth in artificial intelligence (AI) technology, driving demand for memory products with record-breaking momentum. This has led to structural shifts in the memory industry, and opened an opportunity to capitalize on the resulting market gap. Winbond seized this opportunity in the second half of 2025, building on years of accumulated R&D investments and expertise to deliver significant results. We will continue to leverage the latest AI trends, strengthen R&D in advanced technologies, and ramp up production capacity to help pioneer a new era of our operations.

Financial Performance

Winbond reported a consolidated revenue of NT$ 89.406 billion in 2025, up 9.55% from the previous year. The increase in revenue can primarily be attributed to rising memory product prices driven by a structural change in market demand. Based on our consolidated income statement, memory products made up 66% of revenue, and logic IC made up 34%. We achieved a gross margin of 35% and an operating margin of 6.2%, and reported a consolidated net income of NT$ 3.18 billion after tax (of which NT$ 3.96 billion is attributed to the parent company), with an EPS of NT$ 0.88.

Market and Product Applications

Our memory product line is headlined by Code Storage Flash Memory and Customized Memory Solution (CMS) design, fabrication, service, and distribution; our logic IC line focuses on microcontroller technologies, hardware security, image sensing, battery and motor solutions, and semiconductor devices. We offer a combination of memory and logic IC products, which, in turn, provides our global clientele with comprehensive solutions across a wide range of products and services.

When it comes to applications, our memory IC products are evenly distributed across communication, automobile/industrial, consumer, and computer/peripheral products. In 2025, these four product categories accounted for 24%, 27%, 29%, and 20% of memory IC revenue, respectively. For our logic IC business, the revenue share of computer/peripheral products rose to 27% thanks to stable demand. Other product categories followed slightly behind, with automobile and industrial control parts accounting for 40% of logic IC revenue, followed by smartphones with 20% and consumer products with 13%.

Product Innovation and Technology Development

We have incorporated green design philosophy as a core aspect of our product development process, utilizing our competitive values to fuel and fulfill our commitment to sustainability. In our memory business, our world-leading NOR Flash business has expanded its product lineup with 45nm process technology, and our 24nm SLC NAND Flash products have entered mass production. Furthermore, our 20nm CMS DRAM has become one of our primary technologies, while our next-generation 16nm technology has completed development and is expected to hit mass production in 2026. In terms of new products, we launched 8Gb LPDDR4 and 8Gb DDR4 to respond to the hottest demand from our clients.

We have also achieved several significant breakthroughs with our logic IC business. We optimized the M55M1 microcontroller platform with NuML Toolkit, a high-performance AI MCU deployment tool, to accelerate the implementation of AI applications. The product is currently used in smart lamps, posture recognition, voice recognition, image sensing, and a wide range of other use cases. At the 2025 OCP Global Summit, we announced our Arbel BMC System-in-Package and showcased our integrated BMC subsystems, which have the capability to support next-generation AI servers and data center infrastructures. In automobile applications, our 4th generation Gerda™ HMI Display IC Series has entered mass production. The series integrates image processing, security safeguards, and display safety functionality, allowing it to be used in smart rear view mirrors, AR-enabled head-up displays, and e-dashboards for enhanced driver safety and user experience. Meanwhile, our battery monitor IC products hit mass production for the first time thanks to orders from American automobile manufacturers, opening up new possibilities for the future of our logic IC business.

Corporate Sustainability

Faced with global climate risks, Winbond is adopting a “digitally driven” and “sustainably innovative” two-pronged approach that converts ESG outcomes into market competitiveness and financial gains. We are sticking to our annual power conservation target of 2–3% while actively seeking to diversify our renewable energy resources. We aim to reach our target of 50% renewable energy usage by 2030 across our Taiwan plants, with the goal of net-zero carbon emissions by 2050.

At the management level, Winbond pioneered a carbon accounting management system, making carbon footprint tracking a transparent and data-based process. This carbon footprint data portal not only improves the efficiency of internal decision-making, but also helps us build stronger green supply chain relationships with our clients. We have already successfully transformed our technological strengths into low-carbon differentiated value. In 2025 alone, we shipped 451 million units of products made with 100% renewable energy, contributing to over 60% reductions of carbon emissions. Our efforts to meet market demand for sustainable products have earned us a spot in the S&P Global Sustainability Yearbook, where we ranked sixth globally in our industry.

Honors and Awards

Winbond's pursuit of product innovation, quality excellence, and sustainable development garnered extensive recognition in 2025. In terms of product innovation, we were named a Top 100 Global Innovator by Clarivate for the third consecutive years, a tribute to our continued dedication to innovative thinking and the improvement of R&D capabilities during product and technology development. As for quality excellence, we won one gold, three silver, and one bronze awards at the 2025 Taiwan Continuous Improvement Awards in recognition of our team efforts in optimizing fabrication process yields. In addition, our NuMicro® M2354 Series, which is equipped with chip-level physical security, was crowned the MCU/Driver IC of the Year at the 2025 EE Awards Asia, and our NPCM8mnx BMC System-in-Package received OCP S.A.F.E. accreditation, indicating the highest level of conformity to hardware/firmware security, openness, and supply chain trust.

When it comes to sustainable development, we place great importance on corporate governance and environmental sustainability, as evidenced by the long list of awards we received in 2025. Winbond's Kaohsiung plant took home the silver award when it competed at the Ministry of Environment's seventh annual National Enterprise Environmental Protection Award for the first time. It also received the gold award at the Ministry of Economic Affairs' Energy Conservation Benchmark Awards. In addition, we received "A" ratings in "climate change" and "water security" from the Carbon Disclosure Project (CDP), making the CDP A List. Other honors that demonstrate our sustainable governance efforts include a number one ranking in Taiwan's semiconductor industry based on CommonWealth Magazine's Temperature Rising Index for Pathways; a consecutive platinum award in ESG Reporting at the Taiwan Corporate Sustainability Awards; and consecutive platinum certifications (highest level of certification) under RBA's Validated Assessment Program. Our subsidiary, Nuvoton Technology, represented our logic IC business at the Net Zero Industry Competitiveness Awards organized by NCU's Research Center for Taiwan Economic Development and the 21st Century Foundation. Nuvoton was also selected for *Business Weekly*'s "2025 Top 100 Carbon Competitive Corporations," marking the third consecutive year the company was chosen.

Future Prospects

The continued growth of AI applications has set the stage for limitless possibilities in technology integration and creative solutions on a global scale, kicking off a new cycle of growth for the memory industry. Adhering to our vision of "being a hidden champion in providing sustainable semiconductors to enrich human life," Winbond and our network of global locations will continue to create sustainable value for generations to come.

Finally, on behalf of our entire management team, I would like to extend my utmost gratitude to all of our shareholders who continue to support and further the growth of Winbond.

Arthur Yu-Cheng Chiao

Chairman and CEO

B

Company Profile

(I) Company History

Winbond was established in September 1987 and listed on Taiwan Stock Exchange in 1995. Winbond operates a 12-inch fab factory with high levels of smart technology and automation in both Central Taiwan Science Park and Southern Taiwan Science Park, with the company headquarters located in Central Taiwan Science Park.

Winbond offers proprietary products and technology in both memory and logic integrated circuits. From product design, research and development, and wafer fabrication, to the marketing of brand name products worldwide, Winbond endeavors to provide its global clientele with total integrated circuits solutions. Its core products include code storage flash memory, TrustME® Secure Flash memory, and customized memory solutions (CMS). The Company also offers a diverse range of logic integrated circuit products and solutions. Our advantages of technological autonomy and prudent capacity strategies enable us to build a highly flexible production system and create synergy among product lines, which allows us to meet the diverse demands of customers while building our brand image. Winbond's products are used extensively in handheld devices, consumer electronics, and computer peripherals. We also focus on high-barrier, high-quality applications, such as automotive and industrial electronics.

Winbond has set up operations and distributor networks in the USA, China, Japan, Germany, India, Korea, Hong Kong, Singapore and Israel to serve clients better and expand the depth and breadth of product sales. Winbond is committed to the pursuit of superior quality with zero defects and is certified as compliant with a number of quality and environmental safety management standards. We are also the first memory manufacturer in Taiwan to obtain certification for ISO 26262, which is the highest standard for automotive functional safety.

Winbond also always adheres to high standards of corporate governance; we have been evaluated by the Taiwan Stock Exchange as one of the top 20% listed corporate governance. Winbond will continue to provide customer-oriented services and strive towards the goal of becoming a hidden champion in providing sustainable semiconductors to enrich human life and incorporating our corporate values—integrity, accountability, curiosity, innovation, and sustainability—into the Company's business activities.

(II) Major business developments in the past year and up to the date of the report

The latest 16nm CMS process has entered mass production.

(III) Investment in affiliates in the past year and up to the date of the report

The investment statuses of our affiliates have been publicly disclosed and reported through the Market Observation Post System. Details of our affiliates' financial reports can be found at the link below: (https://doc.twse.com.tw/server-java/t57sb01?step=1&colorchg=1&co_id=2344&year=&mtype=K&isnew=true)

C

Corporate Governance

I. Profile of the Directors, President, Vice Presidents, Assistant Vice Presidents, and Department and Branch Managers

1. Directors (I)

March 15, 2026

Title		Nationality or place of registration	Name	Gender and age	Date appointed	Tenure (in years)	Date first elected	Shares held when elected: Number of shares	Shares held when elected: Shareholding percentage[1]	Shares currently held: Number of shares	Shares currently held: Shareholding percentage[2]	Shares currently held by spouse and minor children: Number of shares	Shares currently held by spouse and minor children: Shareholding percentage[2]	Shares held in the name of others: Number of shares	Shares held in the name of others: Shareholding percentage[2]	Education/Work experience	Other positions at the Company or elsewhere	Officer, director or supervisor who is the person's spouse or relative within the second degree of kinship: Title	Name	Relationship	Notes
Chairman		R.O.C.	Arthur Yu-Cheng Chiao	M 61 to 70 years old	2023.05.30	3	1987.09.04	63,472,995	1.59%	68,635,673	1.52%	14,000,630	0.31%	-	-	MS in Electrical Engineering, University of Washington (UW) MRes, UW School of Business Administration Chairman of Walsin Lihwa Corp. Chairman of Nuvoton Technology Co. CEO of Winbond; (incumbent)	See note 3	Director Director	Yung Chin Wei-Hsin Ma	Spouse Relative by marriage	See note 16
Vice Chairman	Legal entity	R.O.C.	Chin Xin Investment Corp	–	2023.05.30	3	2014.06.17	240,003,072	6.03%	284,000,493	6.31%	-	-	-	-	–	See note 4	–	–	–	
	Representative	R.O.C.	Tung-Yi Chan	M 61 to 70 years old	-	-	2009.06.19	551,000	0.01%	508,000	0.01%	-	-	-	-	Ph.D. in Electrical Engineering, U.C. Berkeley and Master's in Management Science, Stanford University CEO of BCD Semiconductor President of Winbond Deputy CEO of Winbond; (incumbent)	See note 5	N/A	N/A	N/A	N/A
Independent Director		R.O.C.	Allen Hsu	M 71 to 80 years old	2023.05.30	3	2014.06.17	-	-	-	-	-	-	-	-	MBA, National Chengchi University Graduated from the Advanced Management Program, Wharton School of the University of Pennsylvania Chairman of Altek Corporation Chairman of Taiwan Mask Corporation Chairman of Myson Century, Inc. Convener of Winbond's Audit Committee; (incumbent)	See note 6	N/A	N/A	N/A	N/A
Independent Director		R.O.C.	Stephen T. Tso	M 71 to 80 years old	2023.05.30	3	2019.06.14	-	-	-	-	-	-	-	-	Ph. D. in Materials Science, U.C. Berkeley President of WaferTech President of the CVD Department of Applied Materials, Inc. Vice President of Operations and Organization, TSMC Convener of Winbond's Remuneration Committee; (incumbent)	See note 7	N/A	N/A	N/A	N/A
Independent Director		R.O.C.	Chung-ming Kuan	M 61 to 70 years old	2023.05.30	3	2023.05.30	-	-	-	-	-	-	-	-	Doctor of Economics, UC San Diego Tenured Associate Professor, University of Illinois Urbana-Champaign Professor of Economics, National Taiwan University Distinguished Research Fellow and Director of Institute of Economics, Academia Sinica Minister without Portfolio, Executive Yuan Minister, Council for Economic Planning and Development Minister, National Development Council President, National Taiwan University Chairman/Distinguished Professor of Finance, National Taiwan University (incumbent)	See note 8	N/A	N/A	N/A	N/A

Title	Nationality or place of registration	Name	Gender and age	Date appointed	Tenure (in years)	Date first elected	Shares held when elected		Shares currently held		Shares currently held by spouse and minor children		Shares held in the name of others		Education/Work experience	Other positions at the Company or elsewhere	Officer, director or supervisor who is the person's spouse or relative within the second degree of kinship			Notes
							Number of shares	Shareholding percentage[1]	Number of shares	Shareholding percentage[2]	Number of shares	Shareholding percentage[2]	Number of shares	Shareholding percentage[2]			Title	Name	Relationship	
Independent Director	R.O.C.	John Li	M 61 to 70 years old	2023.05.30	3	2023.05.30	-	-	-	-	-	-	-	-	Doctor of Information Management, National Chengchi University Master of Information Management, Johns Hopkins University Master of Business Administration, George Washington University President, Taiwan Cement Corporation CEO, HSBC Taiwan Chairman, Videoland Television Network (incumbent)	See note 9	N/A	N/A	N/A	N/A
Director	R.O.C.	Yung Chin	W 61 to 70 years old	2023.05.30	3	1996.04.09	11,778,797	0.30%	14,000,630	0.31%	68,635,673	1.52%	-	-	Master of Applied Mathematics, George Washington University Bachelor of Mathematics, National Taiwan University Chief Auditor, Winbond Chairman and CEO of Theaceae Conservation Corporation (incumbent)	See note 10	Director Executive Director	Arthur Yu-Cheng Chiao Wei-Hsin Ma	Spouse Relative by marriage	N/A
Director – Legal entity	R.O.C.	Walsin Lihwa Corp.	-	2023.05.30	3	1987.09.04	883,848,423	22.20%	987,500,540	21.94%	-	-	-	-	-	See note 11	-	-	-	-
Director – Representative	R.O.C.	Fred Pan	M 61 to 70 years old	-	-	2020.06.12	-	-	-	-	-	-	-	-	MBA, Tulane University CFO of Philips Semiconductors Asia Pacific CFO of the Sales and Marketing Division of Philips Semiconductors Taiwan President of Walsin Lihwa CEO and President of Jincheng Construction Co., Ltd. (incumbent)	See note 12	N/A	N/A	N/A	N/A
Director	R.O.C.	Chih-Chen Lin	M 41 to 50 years old	2023.05.30	3	2017.06.13	-	-	-	-	-	-	-	-	MBA, Stern School of Business, New York University BS in Chemical Engineering, National Taiwan University Director and general manager of Taiwan Mobile Co., Ltd. (incumbent) Member of Executive Yuan Smart Taiwan 2.0 Task Force and its Private Sector Advisory Committee	See note 13	N/A	N/A	N/A	N/A
Director	R.O.C.	Wei-Hsin Ma	F 51 to 60 years old	2023.05.30	3	2017.06.13	-	-	-	-	25,839.270	0.57%	-	-	Ph. D., School of Humanities, Tsinghua University Executive MBA, Peking University BA, Department of East Asian Languages, U.C. Berkeley Chairman and President of HannsTouch Holdings Company (incumbent)	See note 14	Chairman and CEO Director	Arthur Yu-Cheng Chiao Yung Chin	Relative by marriage Relative by marriage	N/A
Director	U.S.A.	ELAINE SHIHLAN CHANG	F 41 to 50 years old	2023.05.30	3	2023.05.30	-	-	-	-	-	-	-	-	Master of Business, Wharton School of the University of Pennsylvania Bachelor of Economics, Wellesley College Marketing Manager, Magazine Division of Time Warner Financial Analysis Manager, Alphabet Inc. OBD Director, Chia Hsin R.M.C. Corp. Vice President of LDC Hotels & Resorts Corporation (incumbent)	See note 14	N/A	N/A	N/A	N/A

Notes:
1. "Shareholding percentage when appointed" is based on the number of common shares outstanding (3,980,000,193 shares) as of the period of the person's appointment.
2. "Shareholding percentage" is based on the number of common shares outstanding (4,180,000,193 shares) as of March 15, 2026.

3. Chiao serves concurrently as the Chairman of Chin Xin Investment Corp. and Cheng He Investment Corp. Serves concurrently as a Representative Director of Nuvoton Technology Holdings Japan. Serves concurrently as a Director of Nuvoton Technology Corp, Walsin Lihwa Corp., Walsin Technology Corporation, TCC Group Holdings Co., Ltd., United Industrial Gases Co., Ltd., Jincheng Construction Co., Ltd., Winbond International Corporation, Winbond Electronics Corporation America, Atfields Manufacturing Technology Corporation, Nuvoton Technology Corporation America, and Song Yong Investment Corporation.
4. Chin Xin Investment Corp served as a Supervisor to the Company between June 17, 2014 and June 12, 2017; and is concurrently the Vice Chairman of Walsin Lihwa Corp. and director of Nuvoton Technology Corporation, HannStar Board Corporation, Theaceae Conservation Corporation, Glorystones Inc., and Global Investment Holdings Co., Ltd.
5. Mr. Tung-Yi Chan served as a Director of Winbond from June 19, 2009 to June 12, 2017 and as Deputy Chairman from June 12, 2020 to May 30, 2023. He is serving concurrently as the Chairman of Winbond Electronics Corporation America and Winbond Semiconductor (Suzhou) Co, Ltd. He is also a director of Walton Advanced Engineering Inc, Winbond Electronics Corporation Japan, Winbond International Corporation, and Winbond Technology Ltd.
6. Serves concurrently as the Chairman of Yizhong Technology Inc., Unus Tech Co., Ltd., and You Yuan Investment Ltd. Serves concurrently as Director of Innodisk Corporation and ACME Electronics Corporation.
7. Serves as an Independent Director of AOPEN Inc. Serves concurrently as Chairman of Yesiang Enterprise Co., Ltd.
8. Kuan serves concurrently as the Vice Chairman of Sun Yat-Sun Academic and Cultural Foundation; he also serves as director of the Fair Winds Foundation, Lung Yingtai Cultural Foundation, China Foundation for the Promotion of Education and Culture, Cross-Straits Common Market Foundation, Ting Tsung & Wei Fong Chao Foundation, and Yu Kuo-hwa Foundation. Kuan is also an independent director at aetherAI Co., Ltd. and MiTAC Holdings Corporation, director of Asia-Pacific Political and Economic Research Association, and a member of the Council of Academia Sinica.
9. Li serves concurrently as the Chairman of Videoland Television Network, TCC Information System Corp., ZW ENM Co., Ltd., Yunji Holdings Co., Ltd., Citiesocial Co., Ltd., FW IT Co., Ltd., aQuaveeva Biotech Co., Ltd., and 1 Production Digital Co. He is also a director of 1 Production Film Co., TTS Co., Ltd., Ta-Ho Maritime Corporation, and KGI Life Insurance, KGI Financial Holding Co., Ltd., and Land & Sea Capital Corp.; the representative of Shishosha Nippon Kabushiki Gaisha; and an independent director of KKCompany Technologies Inc. and Tatung Company.
10. Chin serves as the Chair of Winbond Electronics (Hong Kong) and Theaceae Conservation Corporation; a director of Winbond Electronics Corporation America; and a supervisor to Kingon Investments Limited, You Hsiang Investment Co., Ltd., Cheng He Investment Corp., The Dharma Treasure Corporation, and Winbond Semiconductor (Suzhou) Co., Ltd. She is also the CEO of Theaceae Conservation Corporation.
11. Serves concurrently as a director of HannStar Display Corp, Walsin Technology Corporation, Walton Advanced Engineering Inc., Chin Xin Investment Corp., Tsai Yi Corporation, Concord Venture Capital Group, Walsin Energy Cable System Co., Ltd., Waltuo Green Resources Co., Ltd., Walsin Info-Electric Inc., Jincheng Construction Co., Ltd., Min Maw Precision Industry Corp., Global Investment Holdings Co., Ltd., Kuang Tai Metal Industrial Co.,Ltd., and Theaceae Conservation Corporation.
12. Pan serves concurrently as the Deputy Chairman of Walsin (Nanjing) Properties Development Co., Ltd. and a director of Nanjing Walsin Property Management Limited, Walsin International Investments Limited, Joint Success Enterprises Limited, and Walsin (China) Investment Limited.
13. Serves concurrently as the Chairman of AppWorks Ventures Co., Ltd., AppWorks Fund IV(TW) Admin Co., Ltd., AppWorks Fund II Co., Ltd., AppWorks Fund III Co., Ltd., AppWorks School Co., Ltd., Chen Fong Investment Co., Ltd., Chen Yun Investment Co., Ltd., Chen Men Investment Co., Ltd., OMEWA Limited, NTU Ventures Co., Ltd., Taiwan MyVideo Co., Ltd., Taiwan Stampede Franchise Film Co., Ltd., Fusheng Digital Co., Ltd., Taiwan Teleservices & Technologies Co., Ltd., Taiwan Digital Service Co., Ltd., Taiwan Insurance Agent Co., Ltd., TWM Power Co., Ltd., FullSynergy New Retail Co., Ltd., Fu Shu Lin Media Technologies Co., Ltd., Fu Tien Hsia Media Technologies Co., Ltd., Win TV Broadcasting Co., Ltd., Yeong Jia Leh Cable TV Co., Ltd., Phoenix Cable TV Co., Ltd., Union Cable TV Co., Ltd., GlobalView Cable TV Co., Ltd, and Fubon Green Power Co., Ltd., Litong Management Consulting Co., Ltd., and Sumray Power Company. Serves concurrently as director of AppWorks Ventures II Limited, AppWorks Ventures III Limited, AppWorks IV Limited, AppWorks Fund IV Admin Global Limited, AppWorks Global Limited, AWTH Limited, AppWorks Growth Opportunity Limited, 91APP, Inc., Dcard Holdings Ltd., EZTable, Ltd., VIV3 Inc., LetsVibe Pte. Ltd., Soul Parking Technologies Pte. Ltd., Primehealth Innovations Pte. Ltd., Sampingan Pte. Ltd., DotDot Inc., WeMo (Cayman) Corp., WeMo Scooter Corp., LINE Bank Taiwan Ltd., Bridge Mobile Pte Ltd., Taiwan Cellular Co., Ltd., Wealth Media Technology Co., Ltd., Taipei New Horizon Co., Ltd., TFN Media Co., Ltd., and Fubon Multimedia Technology Co., Ltd. Serves concurrently as President of Taiwan Cellular Co., Ltd., Taiwan Stampede Franchise Film Co., Ltd., Wealth Media Technology Co., Ltd., Taiwan Fixed Network Co., Ltd., TFN Media Co., Ltd., Fu Shu Lin Media Technology Co., Ltd., Fu Tien Hsia Media Technology Co., Ltd., and TFN Venture Capital Co., Ltd.
14. Servs concurrently as the Chairman of Jinpingguo Investment Corp., Yin Wang Investment Co., Ltd., and Huo Chu Investment Corp. Serves concurrently as a Director of HannStar Display Corporation, United Integrated Services Co., Ltd., Glorystones Inc., and Hanns Blegrain Ltd.15. Serves concurrently as the director of FDC International Hotels Corporation.
16. The purpose of having the same person serve concurrently as both Chairman and CEO of the Company is to have this individual lead the management team in efficiently executing the board's decisions. With the aforesaid practice in place, the number of independent Directors on the board is currently 4. Moreover, over fifty percent of the seats on the Board are held by Directors who are not employees or managers of the Company.
17. The Directors of this Company are the major shareholders of the institutional shareholder.

March 15, 2026

Name of institutional shareholder	Major shareholders
Walsin Lihwa Corporation	Winbond Electronics Corporation (6.09%), Chin Xin Investment Corporation (6.04%), Rong Chiang International Ltd (5.00%), TECO Electric Machinery Co., Ltd. (4.75%), LGT Bank (Singapore) Investment Fund under the custody of Standard Chartered Bank (4.13%), HannStar Display Corporation (3.09%), Yu-Hwei Chiao (2.73%), You Hsiang Investment Co., Ltd. (1.79%), Kingon Investments Limited (1.79%), and Yun Xing International Ltd. (1.78%)
Chin Xin Investment Corp.	Winbond Electronics Corporation (37.69%), Walsin Lihwa Corporation (36.99%), HannStar Display Corporation (4.43%), Yu-Cheng Chiao (3.14%), Yu-Lon Chiao (3.14%), Yu-Heng Chiao (3.14%), Yu-Chi Chiao (3.14%), Walsin Technology Corporation (1.86%), HannStar Board Corporation (1.34%), and Prosperity Dielectrics Co., Ltd. (0.72%).

18. Major shareholders of institutional investors listed as major shareholders in the table above:

March 15, 2026

Name of institutional shareholder	Major shareholders
Winbond Electronics Corporation	Walsin Lihwa Corp. (21.94%), Chin Xin Investment Corporation (6.31%), Allianz Taiwan Technologies Investment Fund under the custody of Hua Nan Bank's Trust Department (1.72%), National Labor Pension Fund–New System Investment Fund under the custody of Fuh Hwa Securities (1.65%), Morgan Stanley Investment Fund under the custody of HSBC Taiwan (1.59%), Arthur Yu-Cheng Chiao (1.52%), UBS Europe SE Investment Fund under the custody of Citibank Taiwan (1.24%), Mizuho Securities Investment Fund under the custody of Standard Chartered Bank (1.20%), Vanguard Total International Stock Index Fund, a series of Vanguard Star Funds under the custody of Standard Chartered Bank (1.00%), and Pai-Yung Hong (0.96%)
Chin Xin Investment Corp.	See Note 17
Rong Chiang International Ltd.	Tian Jiang Co., Ltd. (48.43%) and Wonderful Assets Co., Ltd. (51.57%)
TECO	PJ Asset Management Co., Ltd. (17.45%), Walsin Lihwa Corp. (10.81%), Yuanta Capital Taiwan Select High Dividend Stock Investment Fund Account (5.45%), Land Union Investment Limited (5.40%), Yuanta Capital Taiwan High Yield ETF Investment Fund under the custody of Hua Nan Bank (2.85%), He Yuan Investment Co., Ltd. (2.36%), Creative Senor Inc. (2.20%), Tung Kuang Investment Co., Ltd. (1.50%), Guang Yuan Enterprise Co., Ltd. (1.25%), and Yingyi International Investment Co., Ltd. (1.05%)
HannStar Display Corporation	Chin Xin Investment Corp. (10.84%), Walsin Lihwa Corp. (10.48%), Winbond Electronics Corporation (5.24%), Yu-Chi Chiao (2.59%), HannsTouch Holdings Company (1.97%), Vanguard Total International Stock Index Fund, a series of Vanguard Star Funds under the custody of Standard Chartered Bank (0.90%), Vanguard Emerging Markets Stock Index Fund under the custody of Standard Chartered Bank (0.90%), iShares Core MSCI Emerging Markets ETF under the custody of Citibank Taiwan (0.89%), Vanguard Institutional Total International Stock Index Trust II investment fund under the custody of Standard Chartered Bank (0.52%), and DFA Dimensional Emerging Markets Core Equity 2 Portfolio Institutional Class investment fund under the custody of Citibank Taiwan (0.49%)
You Hsiang Investment Co., Ltd.	Yu-Heng Chiao (23.03%), Yu-Chi Chiao (23.03%), Arthur Yu-Cheng Chiao (22.78%), Yu-Lon Chiao (22.78%), Kingon Investments Limited (4.58%), Yu-Hui Chiao (3.03%), Yung Chin (0.25%), Shu-Chuan Li (0.25%)
Kingon Investments Limited	Yu-Heng Chiao (22.22%), Yu-Chi Chiao (22.22%), Arthur Yu-Cheng Chiao (21.56%), Yu-Lon Chiao (21.56%), Yu-Hui Chiao (10.00%), You Hsiang Investment Co., Ltd. (1.11%), Yung Chin (0.67%), Shu-Chuan Li (0.67%)
Yun Xing International Ltd.	Wonderful Assets Co., Ltd. (55.94%), Tian Jiang Co., Ltd. (41.70%), Rong Chiang International Ltd. (2.34%), and Su-Fen Chiang (0.02%)

Name of institutional shareholder	Major shareholders
Walsin Technology Corporation	Walsin Lihwa Corp. (18.30%), HannStar Board Corporation (9.03%), Global Brands Manufacture Ltd. (4.36%), Walton Advanced Engineering, Inc. (2.74%), Yu-Heng Chiao (2.65%), Citi Hosting Maybank King Eng Securities Customer Investment Fund (2.61%), Winbond Electronics Corporation (1.72%), Giga Investment Co. (1.37%), Vanguard Emerging Markets Fund Investment Fund held by JPMorgan Chase Bank, N.A. (1.37%), Vanguard Total International Stock Index Fund of the Vanguard Star Fund held by JPMorgan Chase Bank, N.A. (1.35%)
HannStar Board Corporation	Walsin Technology Corporation (20.32%), Walsin Lihwa Corp. (12.06%), Career Technology (Mfg.) Co., Ltd. (5.44%), Chin Xin Investment Corporation (3.55%), Yu-Heng Chiao (2.19%), Hang Hang Investment Co., Ltd. (2.15%), Pai-Yung Hong (1.91%), UBS Europe SE Investment Account under the custody of Citibank Taiwan (1.77%), Prosperity Dielectrics Co., Ltd. (1.07%), and Morgan Stanley Investment Fund under the custody of HSBC Taiwan (1.04%)
Prosperity Dielectrics Co., Ltd.	Walsin Technology Corporation (43.13%), Waton Advanced Engineering, Inc. (0.75%), Sheng-Chi Liao, (0.64%), Yu-Heng Chiao (0.62%), Ta-Ho Maritime Corporation (0.55%), ABC Taiwan Electronics Corp. (0.47%), Barclays SBL/PB Investment Fund under the custody of Citibank Taiwan (0.34%), Zong-Yuan Huang (0.30%), UBS Europe SE Investment Account under the custody of Citibank (Taiwan) (0.25%), and Ying-Ying Su (0.24%)

Directors (II)

Disclosure of the professional qualifications of Directors and the independence of Independent Directors:

Criteria Name	Professional qualifications and experience	Independence	Number of Independent Director Positions Held in Other Public Companies
Chairman Arthur Yu-Cheng Chiao	Mr. Yu-Cheng Chiao has chaired the Company since 1987 and currently serves as its CEO. In the past, he has also served in varying capacities in a range of industries and public organizations and associations. This service includes his tenure as Chairman of Nuvoton Technology Corporation from 2008 to 2019, Chairman of Walsin Lihwa Corporation from 1986 to 1994, and Chairman of the Taiwan Electrical and Electronic Manufacturers' Association (TEEMA) from 2007 to 2013. In 2019, Mr. Chiao received the ERSO Award and was elected as one of the eighth Industrial Technology Research Institute (ITRI) Laureates.	1. Chairman Chiao and Director Yung Chin are in a marital relationship; he is also related to Director Wei-Hsin Ma through affinity. 2. Current CEO of Winbond	–
Vice Chairman Chin Xin Investment Corp (Representative: Tung-Yi Chan)	Mr. Tung-Yi Chan previously served as the President of Winbond and was promoted to the position of Vice CEO in March 2020. Prior to that, Chan served as senior engineer at Intel, technical manager at Cypress, technical manager at Siliconix, Vice President of Winbond's Sales Center, and CEO of BCD Semiconductor, accumulating more than 34 years of technical and managerial experience in this professional field.	Legal entity director Current Vice Chairman of Winbond	-
Independent Director (Convener of the Audit Committee) Allen Hsu	Mr. Allen Hsu chairs the boards of Unus Tech Co., Ltd. and 3R Life Sciences Ltd.; he also serves as director of Innodisk Corporation and ACME Electronics Corporation. Hsu joined the Yulon Group in September 1989 to serve as special advisor to the group's chair. During his tenure at Yulon and until his retirement in 2012, he was responsible for overseeing the group's investment operations and also served as Vice CEO of Yulon Motor Co., Ltd. and deputy CEO of the Administrative Office. During his tenure, Hsu also served as Chairman of several TWSE/GTSM listed companies whose shares are held by the Yulon Group, such as Yulon Finance Corporation, Taiwan Mask Corporation, Altek Corporation, Myson Century Inc., and Lisheng Semiconductor. Prior to taking office in the Yulon Group, Hsu was active in the financial sector and served at the US-based Chase Bank and Bankers Trust from 1978 to 1989, leading their credit investigation, corporate finance, and investment banking department. Hsu also served as deputy Chairman of the Taiwan Venture Capital Association and has had the honor of being recognized as an outstanding alumnus of National Chiao Tung University and an outstanding financial executive as well as being awarded the Mr. Lu Feng-Zhang Memorial Award.	In the two years prior to Hsu's election as Independent Director and during his tenure in this position, the Company verified the internally and externally disclosed information and found that all independence criteria set forth in the *Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies* have been met. In accordance with his legally conferred powers, Hsu has been granted the authority to oversee the Company's operations and participate in major decision-making of the Company during his tenure.	–
Independent Director (Convener of the Remuneration Committee) Stephen T. Tso	Mr. Stephen T. Tso served as the senior Vice President and chief information officer of information technology, materials management, and risk management at Taiwan Semiconductor Manufacturing Company (TSMC) from 2004 up to his retirement in 2018. Tso also held various managerial positions in operational organizations and subsidiaries—including as chair/CEO of TSMC Solid State Lighting Ltd. and TSMC Solar Co., Ltd. from 2014 to 2015; general manager of Wafertech LLC. from 2001 to 2005; senior Vice President of Operations at TSMC from 1998 to 2001; senior Vice President responsible for TSMC's global marketing operations from 1997 to 1998; and Vice President of research and development and technology development at TSMC from 1996 to 1997. Before joining TSMC, Tso served as President of the world's largest semiconductor supplier, Applied Materials, Inc., where he was tasked with heading two divisions, the Metal CVD Division and CVD II-Advanced Technology Division. Dr. Tso was plant manager and Vice President at SGS-Thomson Microelectronics from 1989 to 1994; before that, Tso served at Texas Instruments.	In the two years prior to Tso's election as Independent Director and during his tenure in this position, the Company has verified the internally and externally disclosed information and found that all independence criteria set forth in the *Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies* are met. In accordance with his legally conferred powers, Tso has been granted the authority to oversee the Company's operations and participate in major decision-making of the Company during his tenure.	1

Criteria Name	Professional qualifications and experience	Independence	Number of Independent Director Positions Held in Other Public Companies
Independent Director Chung-ming Kuan	Mr. Chung-ming Kuan has previously served as a Tenured Associate Professor at the University of Illinois Urbana-Champaign, a Professor of Economics at National Taiwan University, a Distinguished Research Fellow and Director of the Institute of Economics (Academia Sinica), a Republic of China Minister without Portfolio, the Minister of the Council for Economic Planning and Development, the Minister of the National Development Council, and the President of National Taiwan University. He is currently a Distinguished Professor at and the Chairman of the Department of Finance, National Taiwan University.	The Company has verified the internally and externally disclosed information for the two years prior to Kuan's election as Independent Director and during his tenure in this position, and has found that all independence criteria set forth in the *Regulations Governing Appointments of Independent Directors and Compliance Matters for Public Companies* are met. In accordance with his legally conferred powers, Tso has been granted the authority to oversee the Company's operations and participate in major decision-making of the Company during his tenure.	2
Independent Director John Li	Mr. John Li is the incumbent chairman of Videoland Television Network, Citiesocial Co., Ltd., and TCC Information Systems Corp. He is also the CEO of 1 Production Film. Li has an extensive background in finance and cross-industry management. He previously served as President of HSBC Taiwan, was the first Taiwanese to have held the position, and held other titles such as Head of Global Banking and Capital Markets. He also served as CFO for Citibank Taiwan and Senior Vice President of Capital Markets Division at CTBC Bank. Li took office as the President of the TCC Group Holdings in 2017, dedicating himself to circular economy, optimizing intelligent systems, and continuously promoting ESG. Later that year, he became the chairman of TCC group, striving for it to become a key partner for enterprise digital transformation and smart manufacturing by providing professional ERP, information system management, cybersecurity, and advanced AI services. In 2022, he began serving as Chairman of Videoland Television Network and Citiesocial Co., Ltd., expanding his portfolio to include the media, film, television, audio, and e-commerce industries, with a focus on integrating artificial intelligence with audiovisual content and e-commerce. Li is a graduate of National Chengchi University (Ph.D. in Information Management), Johns Hopkins University (M.A. in Information Management), and George Washington University (B.A. in Business Administration).	The Company has verified the internally and externally disclosed information for the two years prior to Li's election as Independent Director and during his tenure in this position, and has found that all independence criteria set forth in the *Regulations Governing Appointments of Independent Directors and Compliance Matters for Public Companies* are met. In accordance with his legally conferred powers, Tso has been granted the authority to oversee the Company's operations and participate in major decision-making of the Company during his tenure.	1
Director Yung Chin	Ms. Yung Chin is currently the Chairman of the board and CEO of Theaceae Conservation Corporation. She served as a director at Nuvoton Technology Corp. from 2008 to 2022. Chin has served various positions in the Company, including as Vice President of the Knowledge and Information Management unit from 2002 to 2006, chief auditor in 2001, and Vice President of the Finance Center from 1998 to 2000. During her tenure as Vice President of the Finance Center, she was selected as Financial Officer of the Year. Prior to joining the Company, Chin served as Chief Auditor at Walsin Lihwa Corporation. She has more than 30 years of professional experience in the field.	Director Yung Chin and Chairman Chiao are in a marital relationship; she is also related to Director Wei-Hsin Ma through affinity.	-
Director Walsin Lihwa Corp. (Representative: Fred Pan)	Mr. Fred Pan served as President of Walsin Lihwa Corporation from 2019 up until his retirement in January 2026. During his tenure, he assisted the company's Chairman with the planning and implementation of corporate operations strategies. He continues to serve in various key roles in the Walsin Lihwa Group. Before joining the company, Mr. Pan served as CFO of Philips Semiconductors Asia Pacific and CFO of the sales and marketing division of Philips Semiconductors Taiwan.	Representative of a juristic person	-
Director Jamie Chih-Chen Lin	Mr. Chih-Chen Lin became the President of Taiwan Mobile in 2019. He is the chairman and founding partner of AppWorks, a company	Mr. Lin Chih-Chen was re-elected as a 13th director of the company. The rest is in	-

Criteria Name	Professional qualifications and experience	Independence	Number of Independent Director Positions Held in Other Public Companies
	he co-founded in 2009. Since then, AppWorks has become one of the most active startup accelerators and venture capital institutions in Asia. In 2019, the company formed a strategic alliance with Taiwan Mobile. Under Lin's leadership, Taiwan Mobile's revenue grew by more than 65%, and its market share jumped from 27% to 32%. In addition, through collaborative efforts with startup companies, Taiwan Mobile transformed itself from merely a telecommunication company to a technology group, pushing revenues and profits to new heights. Lin received his bachelor's degree from National Taiwan University, where he majored in Chemical Engineering and minored in Economics. He later received an MBA from NYU's Leonard N. Stern School of Business. He began his entrepreneurial career in 1999 in both Taipei and New York. Notably, he co-founded AI enterprise software provider Intumit and 3D game developer Muse Games. He started his personal blog "Mr Jamie" in 2009 and continues to publish new articles, which are syndicated on his social media pages and which have amassed a global readership. Outside of work, Lin takes an active interest in public affairs, particularly the role of Taiwan in the global economy. Since 2016, he has represented Taiwan in the APEC Business Advisory Council (ABAC), whose objective is to promote the development of the digital economy in the Asia-Pacific region. He also serves on the Executive Yuan Smart Taiwan 2.0 Task Force and its Private Sector Advisory Committee, providing expert advice in frontier technologies such as artificial intelligence, cryptocurrency, and cybersecurity.	compliance with the independence requirements outlined in the "Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies."	
Director Wei-Hsin Ma	Ms. Wei-Hsin Ma currently serves as chairman and President of HannsTouch Holdings Company and Chairman of Jinpingguo Investment Corp., Yin Wang Investment Co., Ltd., and Huo Chu Investment Corp. She also serves as director of HannStar Display Corp., Walsin Lihwa Corp., United Integrated Services Co., Ltd., Glorystones Inc., and Hanns Blegrain Ltd. Dr. Ma served as Chairman of HannStar from March 2012 to March 2015 and chaired the board of Yuanta Securities Investment Trust Co., Ltd. from August 1998 to July 2011.	Director Wei-Hsin Ma is related to Chairman Chiao and Director Yung Chin through affinity.	-
Director Elaine Shihlan Chang	Ms. Elaine Shihlan Chang received her master's degree in business from the Wharton School at the University of Pennsylvania and her bachelor's degree in economics from Wellesley College. Between 2004 and 2016, she served as an account marketing manager in the Magazine Division at Time Warner in the United States, and a financial analysis manager at Alphabet Inc. in Singapore. Chang previously worked as the President of the Overseas Business Division at Chia Hsin Ready-Mixed Concrete Corporation, where she oversaw overseas investments for the company. She currently serves as the Vice President of LDC Hotels & Resorts Group.	Ms. Elaine Shihlan Chang began serving as the director of the Company in 2023. The rest is in compliance with the independence requirements outlined in the "Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies."	

Note: Winbond has carried out due diligence using search engines to verify that, as of the writing of this report, no appointed board member is in violation of the provisions of Article 30 of the *Company Act*.

Directors (III)

Board diversity:

The board member diversity policy stated in Article 20 of the Company's corporate governance principles is as follows:

The Company's Board of Directors reports to the Shareholders' Meeting. Operations and arrangements under the Company's corporate governance policy shall ensure that Directors will exercise their authority and duty in accordance with laws and regulations, the Company's Articles of Incorporation or resolutions adopted in shareholders' meetings.

The structure of the Board of Directors should take into account the company operations, development and business scale, shareholding of major shareholders, and board diversity, for example, different professional backgrounds, gender, age, nationality, race, ethnicity, and culture or field of work. The Company should select an appropriate number of board members, which should not be less than five, given consideration to actual operational needs.

The members of the Board of Directors should be selected with an emphasis on gender equality, and general knowledge, skills, and the competencies required to perform their duties. To achieve an ideal level of corporate governance, the Board of Directors as a whole should be equipped with the following abilities:

- Ability to make sound business judgments
- Ability to conduct accounting and financial analysis
- Ability to manage the business
- Ability to manage a crisis
- Industry knowledge
- An understanding of international markets
- Leadership ability
- Decision-making ability

Administrative goals of the diversity policy of the Company's 13th Board of Directors and their attainment status (2023–2026):

Administrative goal	Goal attainment status
Less than half of independent Directors are appointed for more than three consecutive terms.	Goal attained
Two or more female Directors are appointed.	Goal attained
Less than one-third of board seats are filled by Directors concurrently appointed to other executive positions.	Goal attained
Two board seats are filled by major shareholders.	Goal attained

Implementation of board diversity

Title	Name	Gender	Professional background of individual Directors					Interdisciplinary fields				Percentage of Directors by gender		Percentage of independent Directors	Percentage of Directors who hold concurrent company managerial or employee positions	Percentage of board members by age	
			Business management	Leadership and decision-making	Industry expertise	Finance and accounting	Informatics	Environment	Economy	Humanities	Risk and crisis management	Male	Female			Aged 50 and over	Aged 50 and under
Chairman	Arthur Yu-Cheng Chiao	M	✓	✓	✓	✓	✓	✓	✓	✓	✓	73%	27%	36%	18%	82%	18%
Vice Chairman	Chin Xin Investment Corp (Representative: Tung-Yi Chan)	M	✓	✓	✓		✓	✓	✓	✓	✓						
Independent Director	Allen Hsu (cumulative tenure: 4 terms)	M	✓	✓	✓	✓			✓	✓	✓						
Independent Director	Stephen T. Tso (cumulative tenure: 3 terms)	M	✓	✓	✓		✓	✓		✓	✓						
Independent Director	Chung-Min Kuan (1 terms)	M		✓		✓		✓	✓	✓	✓						
Independent Director	John Li (1 terms)	M	✓	✓	✓	✓	✓	✓	✓	✓	✓						
Director	Yung Chin	F	✓	✓	✓	✓	✓	✓	✓	✓	✓						
Director	Walsin Lihwa Corp. (representative: Fred Pan)	M	✓	✓	✓	✓		✓	✓	✓	✓						
Director	Jamie Chih-Chen Lin	M	✓	✓	✓	✓	✓		✓	✓	✓						
Director	Wei-Hsin Ma	F	✓	✓	✓	✓	✓	✓	✓	✓	✓						
Director	Elaine Shihlan Chang	F	✓	✓		✓	✓	✓	✓	✓	✓						

Implementation of board diversity

The ratio of female Directors in the Company's 13th Board of Directors is less than one-third. The reason for this result and measure to enhance gender diversity are listed below:

1. Reason: The 13th Board of Directors was elected at the shareholders' meeting on May 30, 2023. Three of the board members were female, accounting for 27% of the total seats, in compliance with the applicable regulations at the time.

2. Measure taken: The Board of Directors will follow Article 20 of the Company's Corporate Governance Best-Practice Principles when nominating director and independent director candidates for the next term. The Company's long-term goal is to ensure that at least one-third of the director seats are held by female Directors, while progressively advancing board diversity policies.

Board independence: The Board of Directors is the highest governing body of Winbond Electronics Corporation. The Company's 13th Board of Directors consists of 11 Directors, four of whom are independent Directors and three of whom are female. Over two-thirds of the board members are held by Directors who do not serve any concurrent managerial or employee positions within the Company. Three of the Directors are either spouses or relatives within the second degree of kinship and make up less than half of the board, pursuant to Article 26-3 of the *Securities and Exchange Act*. The board consists of members of varying ages who are highly experienced in business operations and whose knowledge and professional background span a wide range of fields, thus empowering them to perform their board duties, oversee business activities, and give constructive feedback on recommendations and strategies. Institutional Directors Walsin Lihwa Corporation and Chin Xin Investment Corporation are major shareholders of the Company. Walsin Lihwa Corporation is a co-founder and the largest shareholder of the Company and has been a director since the Company's inception. According to the above evaluation results, the Company's Board of Directors meets the criteria for board independence.

2. Profiles of the President, Vice Presidents, Assistant Vice Presidents, and Department and Branch Managers

March 15, 2026

Title	Nationality	Name	Gender	Date first elected	Shares currently held		Shares currently held by spouse and minor children		Shares held in the name of others		Education/Work experience	Concurrent positions held at other companies	Manager who is the person's spouse or relative within the second degree of kinship			Notes
					Number of shares	Shareholding percentage[2]	Number of shares	Shareholding percentage[2]	Number of shares	Shareholding percentage[2]			Title	Name	Relatio	
CEO	R.O.C	Arthur Yu-Cheng Chiao	M	2005.06.10	68,635,673	1.52%	14,000,630	0.31%	-	-	MS in Electrical Engineering, University of Washington (UW) MRes, UW School of Business Administration Chairman of Walsin Lihwa Corp. Chairman of Nuvoton Technology Corp. CEO of Winbond Electronics Corp. (incumbent)	See note 5	N/A	N/A	N/A	See note 3
Deputy CEO	R.O.C	Tung-Yi Chan	M	2009.02.09	508,000	0.01%	-	-	-	-	Ph.D. in Electrical Engineering, U.C. Berkeley and Master's in Management Science, Stanford University CEO of BCD Semiconductor President of Winbond Electronics Corp. Vice Chairman & Deputy CEO of Winbond Electronics Corp. (incumbent)	See note 6	N/A	N/A	N/A	N/A
President	R.O.C	James Pei-Ming Chen	M	2020.03.01	1,084,230	0.02%	-	-	-	-	EMBA, National Taiwan University MSEE, University of Detroit Mercy, USA Vice President of DRAM Product Business Group, Winbond Electronics Corp. Chairman of Nuvoton Technology Corporation President of Winbond Electronics Corp. (incumbent)	Chairman/Director of affiliate of Winbond Electronics Corp.	N/A	N/A	N/A	N/A
CFO and Executive Vice President	R.O.C	Hsiang-Yun Fan[7]	M	2019.08.01	406,933	0.01%	-	-	-	-	MBA, National Chung Cheng University Vice President of Administrative Center, Nuvoton Technology Corporation Vice President of Customized Memory Solution Business Group, Winbond Electronics Corp. Executive Vice President of Winbond Electronics Corp. (incumbent)	Chairman/Director of affiliate of Winbond Electronics Corp.	N/A	N/A	N/A	N/A
Vice President	R.O.C	Jing-Fong Tsai[8]	M	2011.11.01	211,060	0.00%	-	-	-	-	Ph.D. in Materials Science and Engineering, University of Utah, USA Deputy Director, United Microelectronics Corp. Vice President of Eversol Corp. Vice President of Sales Center, Winbond Electronics Corp. Vice President of Quality and ESH Center, Winbond Electronics Corp. (incumbent)	N/A	N/A	N/A	N/A	N/A
Vice President	R.O.C	Wen-Hua Lu	M	2019.11.01	843	0.00%	35,000	0.00%	-	-	MS in Materials Science and Engineering, National Taiwan University Executive of Kaohsiung Fab Factory Planning Team, Winbond Electronics Corp. Executive of Memory IC Manufacturing Business Group, Winbond Electronics Corp. Vice President of Memory IC Manufacturing Business Group, Winbond Electronics Corp. (incumbent)	N/A	N/A	N/A	N/A	N/A
Vice President	R.O.C	Wen-Chang Hung	M	2020.07.01	139,077	0.00%	4,160	0.00%	-	-	MS in Industrial Engineering and System Management, Chung Hua University Assistant Vice President of Flash Memory Product Marketing and Planning Center, Winbond Electronics Corp.	Director of affiliate of Winbond Electronics Corp.	N/A	N/A	N/A	N/A

Title	Nationality	Name	Gender	Date first elected	Shares currently held		Shares currently held by spouse and minor children		Shares held in the name of others		Education/Work experience	Concurrent positions held at other companies	Manager who is the person's spouse or relative within the second degree of kinship			Notes
					Number of shares	Shareholding percentage[2]	Number of shares	Shareholding percentage[2]	Number of shares	Shareholding percentage[2]			Title	Name	Relatio	
											Assistant Vice President of Sales Center, Winbond Electronics Corp. Vice President of Sales Center, Winbond Electronics Corp. (incumbent)					
Vice President	R.O.C	Jen-Lieh Lin	M	2022.10.01	524,225	0.01%	-	-	-	-	MS in Electrical Engineering, National Cheng Kung University Assistant Vice President of the Microcontroller Product Center and Vice President of the Microcontroller Application Business Group, Nuvoton Technology Corporation Vice President of Flash Memory IC Business Group, Winbond Electronics Corp. (incumbent)	Chairman/Director/Supervisor of affiliate of Winbond Electronics Corp.	N/A	N/A	N/A	N/A
Vice President	South Korea	San-Ho Park	M	2024.08.01	100,000	0.00%	10,612	0.00%	-	-	MS in Electrical Engineering, Inha University Technical Supervisor, Mobile Magic Design Corporation Executive of Customized Memory Solution Design Technology Center, Winbond Electronics Corp. Vice President of Customized Memory Solution Business Group, Winbond Electronics Corp. (incumbent)	N/A	N/A	N/A	N/A	N/A
CIO and Vice President	R.O.C	Ming-Yi Tsai[9]	F	2023.08.16	98,000	0.00%	-	-	-	-	Ph.D. in Communication Engineering, National Taiwan University MediaTek Senior Engineer Senior Manager, eBay Inc. Director of Ctrip Data Science Team Executive of Data Science Team, Winbond Electronics Corp. Chief Information Officer of Information Technology Center, Winbond Electronics Corp. (incumbent)	Director of affiliate of Winbond Electronics Corp.	N/A	N/A	N/A	N/A
Assistant Vice President	R.O.C	Shu-Cheng Chang	M	2024.07.16	69,850	0.00%	-	-	-	-	MS in Photonics, National Chiao Tung University Director of Quality Assurance Division, Winbond Electronics Corp. Executive of Supply Chain Management Center, Winbond Electronics Corp. Assistant Vice President of Supply Chain Management Center, Winbond Electronics Corp. (incumbent)	Director of affiliate of Winbond Electronics Corp.	N/A	N/A	N/A	N/A
Corporate Governance Officer, Head of Finance Division, Chief Financial Officer, and Assistant Vice President	R.O.C	Chih-Chung Chou[10]	M	2022.12.01	254,266	0.01%	27,862	0.00%	-	-	EMBA, College of Commerce, National Chengchi University MS in Chemical Engineering, National Taiwan University of Science and Technology Executive of Production and Outsourcing Management Center, Winbond Electronics Corp. CFO of Finance Center, Winbond Electronics Corp. Professional Deputy Director of the Headquarters Functions (incumbent)	Director/Supervisor of affiliate of Winbond Electronics Corp. Director of HannsTouch Holdings Company	N/A	N/A	N/A	N/A

Title	Nationality	Name	Gender	Date first elected	Shares currently held		Shares currently held by spouse and minor children		Shares held in the name of others		Education/Work experience	Concurrent positions held at other companies	Manager who is the person's spouse or relative within the second degree of kinship			Notes
					Number of shares	Shareholding percentage[2]	Number of shares	Shareholding percentage[2]	Number of shares	Shareholding percentage[2]			Title	Name	Relatio	
Chief Accounting Officer and Director	R.O.C	Chin-Feng Yang	F	2020.03.01	226,748	0.01%	-	-	-	-	MS in Accounting, National Chengchi University Professional Supervisor of Finance Center, Winbond Electronics Corp. Vice Director of Accounting Division, Winbond Electronics Corp. Director of Accounting Division, Winbond Electronics Corp. (incumbent)	Director/Supervisor of affiliate of Winbond Electronics Corp. Supervisor of Kai-Hong Energy Co., Ltd. (a Winbond Electronics Corp. representative)	N/A	N/A	N/A	N/A
Chief Strategy Officer	U.S.A	Eungjoon Park[11]	M	2008.08.04	-	-	-	-	-	-	MS in Electrical Engineering, U.C. Berkeley, USA Vice President of Azalea Microelectronics Corp. Executive Vice President of NexFlash Technologies Inc. Executive Vice President of Winbond Electronics Corp. America President of Winbond Electronics Corp. America Chief Strategy Officer of Winbond Electronics Corp. America (incumbent)	President/Director of affiliate of Winbond Electronics Corp.	N/A	N/A	N/A	N/A
R&D Officer and CTO	R.O.C	Pei-Lin Pai	M	2014.10.01	117	0.00%	-	-	-	-	Ph.D. in Electrical Engineering, U.C. Berkeley, USA President of Ascend Semiconductor Corporation Vice President of Nanya Technology Co., Ltd. Vice President of FocalTech Systems Co., Ltd. Vice President of Embedded Memory Business Group, Winbond Electronics Corp. Vice President of Technology R&D Group, Winbond Electronics Corp. CTO of Advanced Technology Development Group, Winbond Electronics Corp. (incumbent)	President of affiliate of Winbond Electronics Corp. Director of Intellectual Property Innovation Corporation	N/A	N/A	N/A	N/A
Corporate Governance Corporate Governance Officer and Director	R.O.C	Liang-Wen Shen[12]	F	2025.03.01	-	-	-	-	-	-	ML in Law, Washington College of Law, American University, USA MS in Intellectual Property, National Taipei University of Technology Professional manager of the Company's Legal and Intellectual Property Departments Vice Director of the Legal and Intellectual Property Division, Winbond Electronics Corp. Director of the Legal and Intellectual Property Division, Winbond Electronics Corp. (incumbent)	Director of Intellectual Property Innovation Corporation (a legal entity director of Winbond's)	N/A	N/A	N/A	N/A

Notes:

1. Pursuant to the Ministry of Finance's official letter Tai-Tsai-Cheng-San-Tzu No. 0920001301, the executive personnel listed above include the President, Vice Presidents, Assistant Vice Presidents, Financial Officers, and Accounting Officers.
2. Shareholding percentage is based on the number of common shares outstanding (4,500,000,193 shares) as of March 15, 2026.
3. The purpose of having the same person serve concurrently as both Chairman and CEO of the Company is to have this individual lead the management team in efficiently executing the board's decisions. With the aforesaid practice in place, the number of independent Directors on the board of the company has been increased from the statutory requirement of 3 to 4, with more than half of the board positions filled by individuals who are not managers of the Company.
4. For more information regarding other positions held by the President, Vice Presidents, Assistant Vice Presidents, and Department and Branch Managers in other Winbond subsidiaries, Please refer to the "Affiliates' Three Reports Section" on the Market Observation Post System for more information.
5. Please refer to note 3 under Directors.
6. Please refer to note 5 under Directors.
7. Mr. Hsiang-Yun Fan began serving as CFO of the Company on March 1, 2025.
8. Mr. Jing-Fong Tsai served as a manager of the Company from November 1, 2011 to September 30, 2025. The information indicated above is based solely on his managerial tenure at the Company.

9. Ms. Ming-Yi Tsai began serving as aVice President of the Company on February 10, 2026.
10. Mr. Chih-Chung Chou served as a manager of the Company from December 1, 2022 to February 28, 2025. The information indicated above is based solely on his managerial tenure at the Company.
11. Mr. Eungjoon Park served as a manager of the Company from August 4, 2008 to July 31, 2025. The information indicated above is based solely on his managerial tenure at the Company.
12. Ms. Liang-Wen Shen began serving as the Corporate Governance Officer of the Company starting on March 1, 2025.

II. Remuneration paid to Company Directors, Supervisors, President, and Vice Presidents in the most recent year

1. Remuneration paid to Directors and Independent Directors

Date: December 31, 2025; unit: TWD in thousands

Title	Name	Directors' remuneration: Remuneration (A)[1] – Winbond	Remuneration (A)[1] – From All Consolidated Entities[9]	Pension (B)[2] – Winbond	Pension (B)[2] – From All Consolidated Entities[9]	Directors' remuneration from distribution of profits (C)[3] – Winbond	Directors' remuneration from distribution of profits (C)[3] – From All Consolidated Entities[9]	Business expenses (D)[4] – Winbond	Business expenses (D)[4] – From All Consolidated Entities[9]	Sum of (A+B+C+D) and percent of net income after tax[5] (%NIAT) – Winbond	Sum of (A+B+C+D) and percent of net income after tax[5] (%NIAT) – From All Consolidated Entities[9]	Remuneration from concurrently held employee positions: Salaries, bonuses, and special expenses (E)[6] – Winbond	Salaries, bonuses, and special expenses (E)[6] – From All Consolidated Entities[9]	Pensions (F)[2] – Winbond	Pensions (F)[2] – From All Consolidated Entities[9]	Employee compensation from distribution of profits (G)[7] – Winbond – Cash	Employee compensation from distribution of profits (G)[7] – Winbond – Stocks	Employee compensation from distribution of profits (G)[7] – From All Consolidated Entities[9] – Cash	Employee compensation from distribution of profits (G)[7] – From All Consolidated Entities[9] – Stocks	Sum of (A+B+C+D+E+F+G) and percent of net income after tax[5] (%NIAT) – Winbond	Sum of (A+B+C+D+E+F+G) and percent of net income after tax[5] (%NIAT) – From All Consolidated Entities[9]	Remuneration received from the parent company or joint ventures (excepting subsidiaries)[8]
Chairman	Arthur Yu-Cheng Chiao	-	-	-	-	34,317	34,317	5,880	6,480	Total: 40,197 Percentage: 1.01%	Total: 40,797 Percentage: 1.03%	15,348	15,348	-	-	235	-	235	-	Total: 55,780 Percentage: 1.41%	Total: 56,380 Percentage: 1.42%	2,820
Vice Chairman – Corporation	Chin Xin Investment Corp																					
Vice Chairman – Representative	Tung-Yi Chan																					
Director	Yung Chin																					
Director – Corporation	Walsin Lihwa Corporation																					
Director – Representative	Fred Pan																					
Director	Jamie Chih-Chen Lin																					
Director	Wei-Hsin Ma																					
Director	ELAINE SHIHLAN CHANG																					
Independent Director	Allen Hsu	2,400	2,668	-	-	17,158	17,158	3,360	3,628	Total: 22,918 Percentage: 0.58%	Total: 23,454 Percentage: 0.59%	-	-	-	-	-	-	-	-	Total: 22,918 Percentage: 0.58%	Total: 23,454 Percentage: 0.59%	-
Independent Director	Stephen T. Tso																					
Independent Director	Chung-Min Kuan																					
Independent Director	John Li																					

1. Pursuant to Winbond's *Rules for Directors' Remuneration and Board Performance Evaluations*, the remuneration paid to Directors and independent Directors is determined based on the Company's long- and short-term development plans, industry standards, business performance, and board performance evaluation results. Individual salaries are determined in a collegial manner consistent with the board's values and in compliance with the principle of equality. If deemed necessary, remuneration may be adjusted to reflect changes in responsibilities or actual needs.
2. Remuneration paid to the Directors of the Company for the services they provide not disclosed in the table above (including service as a non-employee consultant for joint venture, or any of the consolidated entities): 1,326

Notes:
1. Refers to remuneration paid to Directors in the most recent year (including salaries, duty allowance, severance pay, bonuses, etc.)
2. Pensions include:
   a. Contributions (equal to 6% of the employee's monthly salary) paid to an account overseen by the Bureau of Labor Insurance pursuant to the new pension system under the *Labor Pension Act*.
   b. Contributions (equal to 2% of the employee's monthly salary) deposited into an account at the Bank of Taiwan under the name of the Company's Pension Supervisory Committee pursuant to the old pension system under the *Labor Standards Act*.
   c. Other types of pension required by law or stipulated in Winbond's *Retirement Rules* that are not described in the provisions above.
3. The Company's board of directors resolved to allocate 1% of the profit for directors' remuneration for 2025. Based on the profit audited by the CPA, the amount of 1% totals NT$51,475 thousand.
4. Refers to business expenses of Directors in the most recent year (including transportation allowance, special allowance, stipends, housing expenses, vehicle expenses, and the cost of other material items provided).
5. Calculated based on the Company's individual financial statement for 2025, with an after-tax net income of NT$3,961,929 thousand.

6. Refers to the salaries, duty allowance, severance pay, bonuses, transportation allowance, special allowance, stipends, housing expenses, vehicle expenses, and the cost of other material items provided received by Directors who concurrently held an employee position (including President, Vice President, other managerial positions, or employee) in the most recent year. In addition, pursuant to IFRS 2, salary expenses recognized under "share-based payment" are included in the remuneration, including employee stock options, restricted stock awards, and stocks issued through cash capital increases.
7. Winbond's Board of Directors has approved the total employee remuneration for 2025.
8. a. This column details the total remuneration received by the Company's Directors from non-subsidiary joint ventures.
   b. Remuneration refers to the compensation and pay (including salaries paid to employees, Directors, and supervisors) received by the Company's Directors for their service as Directors, supervisors, or in other managerial positions, as well as compensation for business expenses.
9. Refers to the total remuneration received by the Company's Directors from all companies (including Winbond) listed in the consolidated financial statements.

Range of Remuneration Paid to Directors	Names of Directors			
	Directors' Remuneration (A+B+C+D)		Total Remuneration (A+B+C+D+E+F+G)	
	Parent Company	All Companies in the Consolidated Statement	Parent Company	All Companies in the Consolidated Statement
< NT$1,000,000	Tung-Yi Chan, Fred Pan		Tung-Yi Chan, Fred Pan	
NT$1,000,000 (inclusive) – NT$2,000,000 (exclusive)				
NT$2,000,000 (inclusive) – NT$3,500,000 (exclusive)				
NT$3,500,000 (inclusive) – NT$5,000,000 (exclusive)	Chin Xin Investment Corp, Walsin Lihwa Corporation		Chin Xin Investment Corp, Walsin Lihwa Corporation	
NT$5,000,000 (inclusive) – NT$10,000,000 (exclusive)	Arthur Yu-Cheng Chiao, Yung Chin, Allen Hsu, Stephen T. Tso, Chung-Min Kuan, John Li, Jamie Chih-Chen Lin, Wei-Hsin Ma, Elaine Shihlan Chang	Chin Xin Investment Corp, Yung Chin, Walsin Lihwa Corporation, Jamie Chih-Chen Lin, Wei-Hsin Ma, Elaine Shihlan Chang, Allen Hsu, Stephen T. Tso, Chung-Min Kuan, John Li	Yung Chin, Allen Hsu, Stephen T. Tso, Chung-Min Kuan, John Li, Jamie Chih-Chen Lin, Wei-Hsin Ma, Elaine Shihlan Chang	Chin Xin Investment Corp, Yung Chin, Walsin Lihwa Corporation, Jamie Chih-Chen Lin, Wei-Hsin Ma, Elaine Shihlan Chang, Allen Hsu, Stephen T. Tso, Chung-Min Kuan, John Li,
NT$10,000,000 (inclusive) – NT$15,000,000 (exclusive)		Arthur Yu-Cheng Chiao		
NT$15,000,000 (inclusive) – NT$30,000,000 (exclusive)			Arthur Yu-Cheng Chiao	Arthur Yu-Cheng Chiao
NT$30,000,000 (inclusive) – NT$50,000,000 (exclusive)				
NT$50,000,000 (inclusive) – NT$100,000,000 (exclusive)				
≥ NT$100,000,000				
Total	13 persons		13 persons	

2. Remuneration to President and Vice Presidents

December 31, 2025; Unit: TWD in thousands

Title	Name	Remuneration (A) (Note 1)		Pension (B) (Note 2)		Bonus and Special Allowances (C) (Note 3)		Employee Bonus (D) (Note 4)				Total of (A), (B), (C), (D), and Ratio to After-tax Income (%) (Note 6)		Remuneration from Reinvestment or Parent Company other than Subsidiaries (Note 7)
		Company	All Companies In Financial Statements (Note 5)	Company	All Companies In Financial Statements (Note 5)	Company	All Companies In Financial Statements (Note 5)	Company		All Companies In Financial Statements (Note 5)		Company	All Companies In Financial Statements (Note 5)	
								Cash Bonus	Stock Bonus	Cash Bonus	Stock Bonus			
CEO	Arthur Yu-Cheng Chiao	58,276	60,408	1,729	1,836	25,746	25,746	1,335	-	1,335	-	Total: 87,086 Percentage: 2.20%	Total: 89,325 Percentage: 2.25%	14
Vice CEO	Tung-Yi Chan													
President	James Pei-Ming Chen													
CFO and Executive Vice President	Hsiang-Yun Fan													
Vice President	Wen-Hua Lu													
Vice President	Wen-Chang Hung													
Vice President	Jen-Lieh Lin													
Vice President	Jing-Fong Tsai[8]													
Vice President	San-Ho Park													

Notes:

1: The most recent annual salary, managerial bonus, and severance pay of the President and Vice Presidents are presented above.

2: The retirement pension system includes the following:

a. Refers to the pension system under the Labor Pension Act or the new pension fund, for which 6% of the employee's monthly salary in the current year is contributed to the Labor Insurance Bureau.

b. Refers to the pension system under the Labor Standards Act or the old pension fund, for which 2% of the employee's monthly salary is contributed to the Supervisory Committee of Workers' Retirement Reserve Fund to deposit in the Bank of Taiwan under the name of the committee.

c. In addition to the above-mentioned pension contributions made according to law, pensions payable according to law and pensions paid under retirement regulations are also included.

3: Refers to bonuses, incentives, transportation allowance, special allowance, housing, and company vehicles, and other benefits and compensation. The salaries and expenses listed in accordance with IFRS 2 Share-Based Payment include shares acquired under employee stock options, restricted stock awards, and shares acquired from participation in cash capital increase options, which are also included in remuneration.

4: Winbond's Board of Directors has approved the total employee remuneration for 2025.

5: The total amount of remuneration to the President and Vice President from all companies in the consolidated statements (including Winbond).

6: Calculated based on the Company's individual financial statement for 2025, with an after-tax net income of NT$3,961,929 thousand.

7: a. This field shows the amount of related remuneration the President and Vice Presidents received from investees other than subsidiaries.

b. The remuneration refers to pay, bonuses (including bonuses to employees, Directors, and supervisors), and related remuneration for the performance of duties received by the President and Vice President while serving as a director, supervisor, or manager of an investee other than subsidiaries.

8: Mr. Jing-Fong Tsai served as a manager of the Company from November 1, 2011 to September 30, 2025. The information indicated above is based solely on his managerial tenure at the Company.

Range of Remuneration Paid to President and Vice Presidents	Names of President and Vice Presidents	
	The Company	The Company and All Investees (Note)
<NT$1,000,000		
NT$1,000,000 (inclusive) ~ NT$2,000,000 (exclusive)		
NT$2,000,000 (inclusive) ~ NT$3,500,000 (exclusive)		
NT$3,500,000 (inclusive) ~ NT$5,000,000 (exclusive)		
NT$5,000,000 (inclusive) ~ NT$10,000,000 (exclusive)	Tung-Yi Chan, Hsiang-Yun Fan, Wen-Hua Lu, Wen-Chang Hung, Jen-Lieh Lin, Jing-Fong Tsai	Hsiang-Yun Fan, Wen-Hua Lu, Wen-Chang Hung, Jen-Lieh Lin, Jing-Fong Tsai
NT$10,000,000 (inclusive) ~ NT$15,000,000 (exclusive)	Arthur Yu-Cheng Chiao, James Pei-Ming Chen, San-Ho Park	Arthur Yu-Cheng Chiao, Tung-Yi Chan, James Pei-Ming Chen, San-Ho Park
NT$15,000,000 (inclusive) ~ NT$30,000,000 (exclusive)		
NT$30,000,000 (inclusive) ~ NT$50,000,000 (exclusive)		
NT$50,000,000 (inclusive) ~ NT$100,000,000 (exclusive)		
> NT$100,000,000		
Total	9 persons	9 persons

Note: The range of remuneration includes the remuneration received by Presidents and Vice Presidents from re-investment in other than subsidiaries.

3. Distribution of Employee Bonuses to Managers

December 31, 2025; Unit: TWD in thousands

	Title	Name	Stock bonus	Cash Bonus	Total	Percentage of the Total to After-Tax Net Income (%) (Note 2)
Managers	CEO	Arthur Yu-Cheng Chiao	-	1,801	1,801	0.045%
	Vice CEO	Tung-Yi Chan				
	President	James Pei-Ming Chen				
	CFO and Executive Vice President	Hsiang-Yun Fan				
	Vice President	Jing-Fong Tsai[3]				
	Vice President	Wen-Hua Lu				
	Vice President	Wen-Chang Hung				
	Vice President	Jen-Lieh Lin				
	Vice President	San-Ho Park				
	Assistant Vice President and CIO	Ming-Yi Tsai				
	Assistant Vice President	Shu-Cheng Chang				
	Corporate Governance Officer, Head of Finance, Assistant Vice President, and CFO	Chih-Chung Chou[4]				
	Chief Accounting Officer and Director of Accounting Department	Chin-Feng Yang				
	Chief Strategy Officer	Eungjoon Park[5]				
	Head of R&D and Chief Technology Officer	Pei-Lin Pai				
	Corporate Governance Officer and Director	Liang-Wen Shen[6]				

Notes:

1: Winbond's Board of Directors has approved the total employee remuneration for 2025.

2: Calculated based on the Company's individual financial statement for 2025, with an after-tax net income of NT$3,961,929 thousand.

3: Mr. Jing-Fong Tsai served as a manager of the Company from November 1, 2011 to September 30, 2025. The information indicated above is based solely on his managerial tenure at the Company.

4: Mr. Chih-Chung Chou served as a manager of the Company from December 1, 2022 to February 28, 2025. The information indicated above is based solely on his managerial tenure at the Company.

5: Mr. Eungjoon Park served as a manager of the Company from August 4, 2008 to July 31, 2025. The information indicated above is based solely on his managerial tenure at the Company.

6: Ms. Liang-Wen Shen began serving as the Corporate Governance Officer of the Company starting on March 1, 2025.

4. Analysis of total remuneration as a percentage of net income listed in individual financial reports is as paid by all entities in consolidated financial statements during the past 2 fiscal years to Directors, Presidents, and Vice Presidents with the description of policies, standards, packages, procedures for determining remuneration, and linkage to operating performance and future risk exposure.

1 Analysis of total remuneration as a percentage of net income listed in individual financial reports as paid during the past 2 fiscal years to Directors, Presidents, and Vice Presidents.

Title	Total Remuneration as Percentage (%) of After-tax Net Income (%)			
	2025		2024	
	Company	Companies in Consolidated Financial Statements	Company	Companies in Consolidated Financial Statements
Director	1.99%	2.01%	6.13%	6.62%
President/Vice President	2.20%	2.25%	14.80%	14.99%

2 Policies, standards, packages, procedures for determining remuneration, linkage to operating performance, and future risk exposure

(1) Policies, standards, packages, and procedures for determining remuneration

(1.1) Directors

Article 22 of Articles of Incorporation: No over 1% of the pre-tax net profit for the current year before deducting employee's and Directors' remuneration shall be allocated as Directors' remuneration.

The Remuneration Committee recommends Directors' remuneration as per Articles of Incorporation, Rules for Directors' Remuneration and Board Performance Evaluations, board members' self-assessment results, and earnings for the year after deducting the accumulated deficit. Recommended remuneration is reported at shareholders' meetings after the passage of a resolution to that effect by the Board of Directors.

(1.2) President and Vice Presidents

Remuneration paid to managerial personnel is decided as per the Articles of Incorporation and the Rules for Directors' Remuneration and Board Performance Evaluations, including salary, bonuses, and employee compensation systems and standards. Remuneration is distributed after being reported to the Remuneration Committee and approved by the Board of Directors.

(2) Linkage to operating performance and future risk exposure

Established in 2011 to reduce operating risks, the Remuneration Committee annually conducts regular reviews of performance targets, salary, as well as remuneration policy, systems, standards, and structures of Directors and managerial personnel in view of operational status, future risk exposure, and related regulations to seek a balance between sustainability and risk management. Therefore, the remuneration of Directors and managers is linked to the Company's business performance.

III. Corporate Governance Status

1. Overview of Board of Directors Operations

(1) The Board of Directors held 8 meetings in 2025(A). The attendance records of the Directors are as follows:

Title	Name	Attended in Person (B)	Attended by Proxy	Attendance Percentage (%) (B/A)	Remarks
Chairman	Arthur Yu-Cheng Chiao	8	0	100	
Vice Chairman	Chin Xin Investment Corp Tung-Yi Chan (Representative)	8	0	100	
Independent Director	Allen Hsu	8	0	100	
Independent Director	Stephen T. Tso	7	1	88	
Independent Director	Chung-Min Kuan	7	1	88	
Independent Director	John Li	6	2	75	
Director	Yung Chin	7	1	88	
Director	Walsin Lihwa Corporation (Representative: Fred Pan)	8	0	100	
Director	Jamie Lin	8	0	100	
Director	Wei-Hsin Ma	7	0	88	
Director	Elaine Shihlan Chang	8	0	100	

(2) Matters and items stipulated in Article 14-3 of the Securities and Exchange Act: Not applicable since Winbond has established the Audit Committee

(3) In addition to the foregoing, other matters to be resolved by board of director meetings about which an independent director expressed objections or reservations on record or stated in writing: None

(4) Director recusals due to conflicts of interest:

Name(s) of Directors	Proposal	Reason for Recusal	Voting Status	Remarks
Director Chih-Chen Lin and Vice Chairman Chin-Xin Investment Co., Ltd (Representative Tung-Yi Chan)	Removal of Non-compete Clause for Directors at the Company	Personal stake	Recused as required by law	13th Term 14th Meeting
Chairman Arthur Yu-Cheng Chiao, Director Yung Chin, Vice Chairman Chin-Xin Investment Co., Ltd (Representative Tung-Yi Chan), and Independent Director Allen Hsu	Lease of Partial Floor and Parking Space on 14F of the Nangang Global One Building to Subsidiary Nuvoton Technology Corporation for Operational Use	Personal stake	Recused as required by law	13th Term 15th Meeting
Vice Chairman Chin-Xin Investment Co., Ltd (Representative Tung-Yi Chan)	Company Managers' Participation in the Employee Stock Ownership Trust Program	Personal stake	Recused as required by law	13th Term 15th Meeting
Chairman Arthur Yu-Cheng Chiao, Director Yung Chin, and Vice Chairman Chin-Xin Investment Co., Ltd (Representative Tung-Yi Chan)	Remuneration to Manager Arthur Yu-Cheng Chiao	Personal stake	Recused as required by law	13th Term 15th Meeting
Chairman Arthur Yu-Cheng Chiao, Director Yung Chin, Vice Chairman Chin-Xin Investment Co., Ltd (Representative Tung-Yi Chan), and Director Walsin Lihwa Corporation (representative Fred Pan)	Participation in Walsin Lihwa Corporation's Follow-On Offering	Personal stake	Recused as required by law	13th Term 17th Meeting
Independent Director Chung-Min Kuan	Removal of Non-compete Clause for Directors at the Company	Personal stake	Recused as required by law	13th Term 18th Meeting
Chairman Arthur Yu-Cheng Chiao, Director Yung Chin, and Vice Chairman Chin-Xin Investment Co., Ltd (Representative Tung-Yi Chan)	Manager Arthur Yu-Cheng Chiao's participation in the Employee Stock Ownership Trust Program	Personal stake	Recused as required by law	13th Term 18th Meeting

(5) Board performance evaluations:

A board performance evaluation system was established in 2011 to measure board performance in guiding strategic direction and overseeing operations and management to increase long-term value for shareholders. The unit in charge of board meeting affairs compiles and submits results to the Remuneration Committee and the Board of Directors then draws up a board performance improvement plan accordingly.

Frequency	Period	Scope	Method	Item	Result
Once per year (in December)	January 1, 2025 to December 31, 2025	Board, Board Members, Functional Committees	Internal self-evaluation	(1) Board: A. The degree of involvement in the operations of the Company B. Improvement of quality of Board decisions C. Composition and structure of the Board of Directors D. Selection and continuing education of Directors E. Internal controls (2) Individual Board Members: A. Understanding of objectives and tasks B. Awareness of Directors' responsibilities C. Involvement in operations D. Internal relationship management and communication E. Professional and continuing education of Directors F. Internal controls (3) Functional Committee (Audit Committee): A. Involvement in operations B. Awareness of the responsibilities of the functional committees C. Improvement of the quality of decision-making in functional committees D. Composition and selection of functional committee members	(1) Performance evaluations of the Board: 1. Evaluation result: A relatively low score in the composition and structure of the Board of Directors 2. Improvement measures: (1) The entire Board of Directors is up for re-election at the upcoming 2026 Annual General Shareholders' Meeting. Consideration will be given to the scale of business development of the Company, the makeup of major shareholders, and the diversity of Board membership. (2) Directors are invited to participate in the Company's General Shareholders' Meetings, whether in person or via teleconferencing software. (2) Performance evaluations of individual Board members: 1. Evaluation result: Improvement across all six indices compared to the year prior (3) Performance evaluations of Functional Committee (Audit Committee):

Frequency	Period	Scope	Method	Item	Result
				E. Internal controls (4) Functional Committee (Remuneration Committee) A. Involvement in operations B. Awareness of the responsibilities of the functional committees C. Improvement of the quality of decision-making in functional committees D. Composition and selection of functional committee members	1. Evaluation result: Perfect scores for all items except for “involvement in operations,” which received a lower score 2. Improvement measures: Notify committee members of meeting times further in advance to improve attendance rate (4) Performance evaluations of Functional Committee (Remuneration Committee): 1. Evaluation result: Lower scores for “involvement in the operations of the Company” and “improvement of the quality of decision-making in functional committees” 2. Improvement measures: Notify committee members of meeting times further in advance to improve attendance rate; enhance information transparency by inviting management and other stakeholders to attend meetings as necessary Note : The evaluation results were submitted to the Remuneration Committee and the Board of Directors in March.

(6) Target evaluation for strengthening board functions and implementation status during current and preceding fiscal years:

1. We will continue to provide multi-faceted training courses to strengthen the decision-making abilities of board members. In 2024, two sessions were held on May 15 and November 13
2. Quarterly strategy review meetings are held before scheduled board meetings or as needed with Directors’ attendance required so that they can understand the Company’s finances, operations, formulation of major strategies, and execution of relevant business plans. We endeavor to strengthen corporate information transparency by organizing quarterly investor conferences to discuss operations and finances as well as posting relevant information on the Market Observation Post System and the official website.
3. An external performance evaluation of the Board of Directors was conducted in 2025 to leverage expert insights in reviewing and refining practices, with the goal of enhancing the Board’s operational efficiency. Refer to the Company’s website for more details.

2. Operation and Responsibilities of the Audit Committee

The Audit Committee held 8 meetings in 2025(A); member attendance was as follows:

Title	Name	Attended in Person (B)	Attended by Proxy	Attendance rate (%) (B/A)	Remarks
Audit Committee convenor	Allen Hsu	8	0	100	
Audit Committee member	Stephen T. Tso	7	1	88	
Audit Committee member	Chung-Min Kuan	7	1	88	
Audit Committee member	John Li	7	1	88	

Key tasks of the Audit Committee are as follows (operations and proposals listed in the table):

- Fair presentation of financial reports
- Hiring (and dismissal) of certified public accountants with evaluations of independence and performance
- Effective implementation of the Company’s internal control system
- Compliance with relevant laws and regulations
- Management of existing or potential risks
- Other matters that require reporting:

1. If any of the following occurs during the operation of the Audit Committee, the Audit Committee meeting date and number, proposal contents, independent Directors' objections, reservations, and significant recommendations, resolutions, and the handling of opinions shall be clearly described:

(1) Resolutions related to Article 14-5 of the Securities and Exchange Act:

Audit Committee Meeting Date	Proposal Contents	Content of Independent Directors' Objections, Reservations, or Significant Recommendations	Resolution of Audit Committee	Handling of Audit Committee Member Opinions
3rd Term 12th Meeting February 18, 2025	Approval of 2024 annual business report and financial statements	None	Passed	None
	Approval of affiliates' 2024 consolidated business report, financial statements, etc.	None	Passed	None
	Proposal for 2024 earnings distribution plan	None	Passed	None
	Approval of 2024 *Statement of Internal Control System*	None	Passed	None
	Amendment of the Company's internal control system	None	Amended and passed	None
	Increase in capital expenditure budget	None	Passed	None
	Proposal for annual remuneration paid to Deloitte & Touche accounting firm	None	Passed	None
	Removal of non-compete clause for Directors at the Company	None	Passed	None
	Approval of the list (and types) of non-assurance services to be provided by the Company's pre-approved audit accounting firm for 2025	None	Passed	None
	Dismissal of Mr. Chih-Chung Chou as Director of Finance, Corporate Governance Officer, and company manager	None	Passed	None
	Appointment of Mr. Hsiang-Yun Fan as CFO and Director of Finance	None	Passed	None
3rd Term 13th Meeting March 14, 2025	Application for a syndicated loan from financial institutions	None	Passed	None
	Lease of partial floor and parking space on 14F of the Nangang Global One Building to subsidiary Nuvoton Technology Corporation for operational use	None	Passed	None
3rd Term 14th Meeting May 5, 2025	Preparation of the Company's consolidated financial report for Q1 2025	None	Passed	None
	Increase in capital expenditure budget	None	Passed	None
	Acquisition of publicly-traded company shares from the stock exchange	None	Passed	None
3rd Term 15th Meeting June 17, 2025	Participation in Walsin Lihwa Corporation's follow-on offering	None	Passed	None
3rd Term 16th Meeting August 5, 2025	Approval of consolidated financial report for Q2 2025	None	Passed	None
	Approval of non-distribution of earnings and non-compensation of accumulated deficits in H1 FY2025	None	Passed	None
	Increase in capital expenditure budget	None	Passed	None
	Removal of non-compete clause for Directors at the Company	None	Passed	None
3rd Term 17th Meeting October 27, 2025	Increase in capital expenditure budget	None	Passed	None
3rd Term 18th Meeting November 4, 2025	Approval of consolidated financial report for Q3 2025	None	Passed	None
	Increase in promised capital investment in Kai-Hong Energy Co., Ltd	None	Passed	None
	Amendment to internal accounting system	None	Passed	None
	Motion to switch accounting service providers	None	Passed	None
	Finalization of the audit plan for 2026	None	Passed	None
	Proposal for approval to engage CPA Oscar Shih of the accounting firm, Deloitte & Touche, to conduct a review of the non-assurance service provided for the Company's 2025 financial statements	None	Passed	None
3rd Term 19th Meeting December 19, 2025	Change in capital expenditure items and increase in capital expenditure budget	None	Passed	None
	Application for a five-year medium-term loan from a financial institution	None	Passed	None

Audit Committee Meeting Date	Proposal Contents	Content of Independent Directors' Objections, Reservations, or Significant Recommendations	Resolution of Audit Committee	Handling of Audit Committee Member Opinions
	Amendment of internal control mechanisms for the Shareholders’ Affairs Department	None	Passed	None

(2) Except for the above items, items that were not approved by the Audit Committee but were resolved by over 2-thirds of all Directors: None

2. Concerning the recusal of independent Directors from discussing or voting on an agenda item with a conflict of interest, please state the name of the independent director, agenda item, reason for recusal, and votes:

Name of the director	Proposal	Reason for Recusal	Voting Status	Note
Allen Hsu	Lease of partial floor and parking space on 14F of the Nangang Global One Building to subsidiary Nuvoton Technology Corporation for operational use	Personal stake	Recused as provided by law	3rd Term 13th Meeting
Chung-Min Kuan	Removal of non-compete clause for Directors at the Company	Personal stake	Recused as provided by law	3rd Term 16th Meeting

3. Description of communications between independent Directors, internal auditors, and CPA (please include material items, channels of communication, and audit results of corporate finances and/or operations, etc.):

Communication guideline:

(1) Communication on audit implementation is held in separate meetings between independent Directors and the internal audit chief. The internal audit unit conducts audits according to the annual audit plan. The audit chief submits audit reports upon completion to the independent Directors (or the convenor of audit committee) for approval each month and delivers each audit report to the independent Directors for review by the end of the month following the completion of the audit.

(2) The audit chief reports to the Board of Directors and Audit Committee on a quarterly basis.

(2.1)The communications between independent Directors and the internal audit chief in 2025 were as follows:

Date	Topics of communication	Recommendations and actions taken
February 18, 2025 3rd Term, 12th Meeting	• 2024 Q4 internal audit report ➢ 2024 Q4 follow-up on improvement measures taken for deficiencies found in the previous period ➢ Audit findings of 2024 Q4 audit plan ➢ Report on cybersecurity issues for 2024 Q4	• None of the independent Directors expressed dissent.
	• 2024 self-evaluation of the Company’s internal control system	• None of the independent Directors expressed dissent.
	• 2024 *Statement of Internal Control System*	• The Committee consented to the 2024 *Statement of Internal Control System.*
	• Amendment to the Company’s internal control procedures to include provisions for non-management employees	• The statement was submitted to the Board of Directors for approval.
May 5, 2025 3rd Term, 14th Meeting	• 2025 Q1 internal audit report ➢ 2025 Q1 follow-up on improvement measures taken for deficiencies found in the previous period ➢ Audit findings of 2025 Q1 audit plan ➢ Report on cybersecurity issues for 2025 Q1	• None of the independent Directors expressed dissent.

Date	Topics of communication	Recommendations and actions taken
August 5, 2025 3rd Term, 16th Meeting	• 2025 Q2 internal audit report ➢ 2025 Q2 follow-up on improvement actions taken for deficiencies found in the previous period ➢ Audit findings of 2025 Q2 audit plan ➢ Report on cybersecurity issues for 2025 Q2	• None of the independent Directors expressed dissent.
November 4, 2025 3rd Term, 18th Meeting	• 2025 Q3 internal audit report ➢ 2025 Q3 follow-up on improvement actions taken for deficiencies found in the previous period ➢ Audit findings of 2025 Q3 audit plan ➢ Report on cybersecurity issues for 2025 Q3 • Formulation of the Risk Assessment Report for the Company's 2026 audit plan • Finalization of the Company's 2026 audit plan	• None of the independent Directors expressed dissent. • None of the independent Directors expressed dissent. • The Committee reviewed and consented to the 2026 audit plan, which was submitted to the Board of Directors for approval.

(2.2) Communication between independent Directors and CPAs:

Independent Directors communicate directly with the CPAs on the financial situation biannually and as necessary. In 2025, the following communications took place:

Date	Topics of communication	Recommendations and actions taken
February 18, 2025 (3rd Term, 12th Audit Committee Preparatory Meeting)	• CPAs and independent directors discussed the group audit plan and audit results of Key Audit Matters (KAM) for 2024	• None of the independent Directors expressed dissent.
August 5, 2025 (3rd Term, 16th Audit Committee Preparatory Meeting)	• CPAs and independent Directors discussed the audit results of the Q2 2025 consolidated financial statements. • CPAs and independent directors discussed the amendment of the *Industrial Innovation Statute*	• None of the independent Directors expressed dissent.

3. Operational status, duties, and composition of the Remuneration Committee:

(1) Information on members of the Remuneration Committee:
The Remuneration Committee comprises four members, all of whom are independent Directors.

March 15, 2026

Position	Criteria / Name	Professional qualifications and work experience	Independence criteria	# of additional public companies on the Remuneration Committee of which the member also serves
Convenor/Independent director	Stephen T. Tso	Note	Note	1
Member/ Independent director	Allen Hsu	Note	Note	-
Member/ Independent director	Chung-Min Kuan	Note	Note	2
Member/Independent director	John Li	Note	Note	1

Note: Please refer to "Disclosure of Professional Qualifications of Directors and Independence of Independent Directors" on pages 11 to 16

(2) Operational state of the Remuneration Committee:

The Remuneration Committee evaluates the performance of the Directors and managerial personnel, reviews policy, system, standards, structure, and individual remuneration, and presents recommendations to the Board of Directors for discussion.

Key tasks of the Remuneration Committee are as follows:

(1) Periodically review the Remuneration Committee Charter with recommendations for amendment.

(2) Set and regularly review annual performance targets, salary as well as remuneration policy, system, standards, and structure of Directors and managerial personnel.

(3) Periodically evaluate the attainment of performance targets by Directors and managerial personnel, as well as determine the type and amount of remuneration for them.

(4) Current term of office: May 30, 2023–May 29, 2026. The Committee held 5 meetings (A) in 2025. The attendance record is as follows:

Title	Name	Attended in Person (B)	Attended by Proxy	Attendance (%) (B/A)	Remarks
Convenor	Stephen T. Tso	4	1	80	
Member	Allen Hsu	5	0	100	
Member	Chung-Min Kuan	5	0	100	
Member	John Li	4	1	80	

Other matters that require reporting:
4-1. If the Board of Directors did not adopt the recommendations of the Remuneration Committee or revised them, describe the date of the board meeting, term of the board, agenda item, resolutions adopted by the board, and actions taken in response to the opinion of the Remuneration Committee: None
4-2. If any member has a objections or reservations concerning any resolution involving the Remuneration Committee that is on record or stated in a written statement, describe the date of the committee meeting, term of the committee, agenda item, opinions of all members, and actions taken in response to the opinions of members: None
4-3. Proposals of the Remuneration Committee and their resolution in the past year, and the response to member opinions:

Remuneration Committee	Topic	Resolution	Response to Members' Opinions
5th Term, 8th Meeting February 18, 2025	Dismissal of Chih-Chung Chou as CFO, Corporate Governance Officer, and Company Manager	Passed	None
	Appointment of Executive Vice President Hsiang-Yun Fan as CFO and Director of Finance	Passed	None
	Appointment of Vice Director Liang-Wen Shen as Corporate Governance Officer	Passed	None
5th Term, 9th Meeting March 14, 2025	Issuance of individual remuneration to directors for 2024	Passed	None
	Review of individual director's salary for 2025	Passed	None
	Issuance of remuneration to managers	Passed	None
	Review of managers' participation in the Employee Stock Ownership Trust Program	Passed	None
	Remuneration to Manager Arthur Yu-Cheng Chiao	Passed	None
5th Term, 10th Meeting May 5, 2025	Issuance of a special bonus to Chin-Feng Yang, Director of Accounting	Passed	None
5th Term, 11th Meeting August 5, 2025	Amendment to the *Rules for Directors' Remuneration and Board Performance Evaluations*	Passed	None
	Vice President Jing-Fong Tsai's retirement	Passed	None
	Review of remuneration to individual managers	Passed	None
	Manager Arthur Yu-Cheng Chiao's participation in the Employee Stock Ownership Trust Program	Passed	None
5th Term/ 12th Meeting December 20, 2024	Renewal of Pei-Lin Pai's appointment as Director of Research and Development	Passed	None
	Issuance of severance pay to ex-Chief Strategic Officer John Park	Passed	None
	Proposal for Directors' remuneration allocation ratio for 2025	Passed	None
	Proposal for employees' remuneration allocation ratio for 2025	Passed	None

4. Operational status, duties, and composition of the ESG Committee:

(1) Profile of ESG Committee members:

March 15, 2026

Position	Name/Qualifications	Professional qualifications and expertise	Independence
Convenor/Chairman	Arthur Yu-Cheng Chiao	Note	Note
Member/Independent Director	Stephen T. Tso	Note	Note
Member/Independent Director	Allen Hsu	Note	Note

Member/Independent Director	Chung-Min Kuan	Note	Note
Member/Independent Director	John Li	Note	Note

Note: Please refer to "Disclosure of Professional Qualifications of Directors and Independence of Independent Directors" on pages 11 to 16.

(2) The ESG Committee's duties are as follows:

1) Formulation of policies and directives related to corporate sustainability
2) Setting of short-, medium, and long-term sustainability strategies and goals
3) Review, follow-up, and revision of sustainability initiative implementation and outcomes
4) Reporting of outcomes to the Board of Directors on an annual basis

(3) The ESG Committee held four meetings in 2025 with an average attendance rate of 100% (including attendance by proxy). Following is a summary of the principal resolutions adopted by the Committee:

Date	Summary of key resolutions
March 14, 2025	1. Sustainable supply chain report: 1) 2025 Committee KPIs and key strategies 2) 2025 Major quarterly tasks 2. Green product report: 1) Design and innovation plans for new green products 2) Green energy products: carbon emissions data disclosure, customer requirements, and shipment status 3. Progress report of the Company's adoption of *IFRS Sustainability Disclosure Standards*: 1) Pursuant to the *Roadmap for Taiwan listed companies to align with IFRS Sustainability Disclosure Standards* issued by the FSC on August 17, 2023, the disclosure standards will apply to Winbond starting in 2026, as the Company has a paid-in capital above NT$10 billion. (The Company will be required to disclose sustainability information in a dedicated section beginning in 2027, reporting on relevant information from 2026.) The Company continues to monitor the introduction of these standards in accordance with the relevant directives and regulations of the competent authorities. 2) Changes in task force personnel 3) *IFRS Sustainability Disclosure Standards* Adoption Progress Sheet 4) Gap analysis between *IFRS Sustainability Disclosure Standards* and currentsustainability disclosures
May 5, 2025	1. Environmental sustainability report: 1) Progress report on 2025 energy-saving and carbon-reduction execution (including SBTi application progress) 2. Human rights and social inclusion report: 1) Progress on 2025 major tasks2) Review of Q1 2025 human rights practices 3. Corporate governance report: 1) 2025 Materiality analysis report 2) S&P Global's Corporate Sustainability Assessment (CSA) results 4. Progress of the Company's adoption of *IFRS Sustainability Disclosure Standards*: 1) Pursuant to the *Roadmap for Taiwan listed companies to align with IFRS Sustainability Disclosure Standards* issued by the FSC on August 17, 2023, the disclosure standards will apply to Winbond starting in 2026, as the Company has a paid-in capital above NT$10 billion. (The Company will be required to disclose sustainability information in a dedicated section beginning in 2027, reporting on relevant information from 2026.) The Company continues to monitor the introduction of these standards in accordance with the relevant directives and regulations of the competent authorities. 2) Report on sustainability risks and opportunities identification progress 5. Approval of the *2024 Sustainability Report*.
August 5, 2025	1. Green product report: 1) Innovation in the research and development of new green products and their energy efficiency 2) Green energy products: statistics on delivery to strategic clients and product promotion 2. Sustainable supply chain report: 1) H1 2025 Progress and achievements 2) 2025 Strategic goals and KPIs 3. Progress of the Company's adoption of *IFRS Sustainability Disclosure Standards*
December 19, 2025	1. Corporate governance report: 1) 2025 Achievements 2) 2026 Action plan 2. Environmental sustainability report: 1) Progress report on 2025 energy-saving and carbon-reduction execution (including SBTi application progress) 3. Human rights and social inclusion report: 1) Short, medium, and long-term strategy goals

	2) Progress on 2025 major tasks 3) H2 2025 human rights practices 4) 2026 Short-term goals and major tasks 4. Progress of the Company’s adoption of *IFRS Sustainability Disclosure Standards*

Note: On December 19, 2025, sustainable development results for the year were submitted to the 13th Board of Directors at its 21st meeting.

5. Operational status, duties, and composition of the Risk Management Committee:

(1) Profile of Risk Management Committee members:

March 15, 2026

Position	Name/Qualifications	Professional qualifications and expertise	Independence
Convenor/Chairman	Arthur Yu-Cheng Chiao	Note	Note
Member/Independent Director	Allen Hsu	Note	Note
Member/Independent Director	Stephen T. Tso	Note	Note
Member/Independent Director	Chung-Min Kuan	Note	Note
Member/Independent Director	John Li	Note	Note

Note: Please refer to "Disclosure of Professional Qualifications of Directors and Independence of Independent Directors" on pages 11 to 16.

(2) The Risk Management Committee’s duties are as follows:

1) Oversight of overall risk management at the Company; formulation of risk management policies and frameworks; establishment of qualitative and quantitative management standards; adjustment of such standards based on actual needs and/or objective changes in the competitive landscape

2) Implementation of risk management initiatives passed by the Board of Directors; review of the development, establishment, and implementation of the Company’s risk management system

3) Setting of risk appetite; review and control of overall risks

4) Assistance and oversight of department-level risk management; fostering of risk-related interdepartmental engagement and communication

5) Adjustments to risk types and risk-taking methods based on environmental conditions

6) Other risk-related matters entrusted by the Board of Directors

(3) The Risk Management Committee held two meetings in 2025 with an average attendance rate of 100% (including attendance by proxy). The following is a summary of the principal resolutions adopted by the Committee:

Date	Summary of key resolutions
March 14, 2025	Risk management team operation progress report
November 4, 2025	Risk management team operation progress report

Note: On December 19, 2025, the operational status of the Risk Management Committee for the year was presented to the 13th Board of Directors at its 21st meeting.

6. Implementation status, deviations from (reasons for) the Corporate Governance Best-Practice Principles for TWSE/TPEx Listed Companies

Assessment Item	Implementation Status			Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEx Listed Companies
	Yes	No	Explanation	
I. Are corporate governance principles as per Corporate Governance Best-Practice Principles for TWSE/TPEx Listed Companies established and disclosed?	V		Corporate governance principles as per TWSE Corporate Governance Best-Practice Principles for TWSE/TPEx Listed Companies and internal regulations are established and disclosed on the official website.	None
II. Shareholding structure and shareholder equity				
(I) Internal operating procedures established and implemented to handle shareholders' suggestions, concerns, disputes, or litigation matters?	V		(I) The Shareholders' Affairs Department oversees and handles shareholders' services, suggestions, concerns, disputes, or litigation matters as per Regulations Governing the Administration of Shareholder Services of Public Companies and internal control system standards.	None
(II) Is there a roster of major shareholders with controlling power and persons with ultimate control over them?	V		(II) A register of major shareholders with controlling power and persons with ultimate control over them is disclosed as per applicable regulations.	None
(III) Risk management and firewall systems with affiliates established and implemented?	V		(III) Business dealings with affiliates are treated as transactions with independent third parties while abiding by the *Guidelines for Financial Transactions with Affiliates, Specific Companies, and Stakeholders* and the principles of fairness and reasonableness in the formation of written rules, pricing, and payment terms to prevent non-arm's-length transactions; All major transactions were either submitted to the Board of Directors for resolution or reported at the shareholders' meeting, in accordance with the aforementioned regulations.	None
(IV) Internal rules prohibiting insider trading on undisclosed information established?	V		(IV) The Company has implemented "Procedures for the Prevention of Insider Trading" that restricts Directors from engaging in any trading activity involving company-issued securities within the closed period (30 days prior to the publication of the annual financial report and 15 days prior to the publication of the quarterly financial report). Previous to the closure period specified, Directors will receive a reminder from the Company via email to ensure compliance with pertinent regulations. The Company has made the procedure public on its website. Furthermore, on a monthly basis, the Company conducts campaigns to remind all insiders and employees against trading stocks with inside information.	None
II. Composition and responsibilities of Board of Directors				
(I) A diversity policy and set management targets formulated and implemented?	V		(I) Article 20 of Corporate Governance Best Practice Principles stipulates the structure of the Board of Directors shall give due consideration to business scale, major shareholdings, and member diversity (professional backgrounds, genders, age, nationality, race, ethnicity, and culture, and lines of work, etc.). Our board composition meets these targets. See p. 14 of annual report for specific management targets and implementation status pertaining to the 13th Board of Directors (2023–26).	None
(II) Other functional committees in addition to remuneration and audit committee set up voluntarily?	V		(II) ESG Committee, Risk Management Committee, Senior Executive Development Committee, Employee Welfare Committee, Supervisory Committee of Workers' Retirement Reserve Fund, ESH Committee, and Patent Committee have been established.	None
(III) Evaluation rules and methods on annual performance established with results reported back as reference for individual Directors' remuneration and renewal?	V		(III) Performance evaluations of the board, individual Directors, and functional committees (Remuneration Committee/ Audit Committee) are conducted every December as per Rules for Directors' Remuneration and Board Performance Evaluations. The staff in charge of board meeting affairs compile and submit self-assessment results to the Remuneration Committee and the Board of Directors as references for nomination and re-election of Directors. Please refer to the appropriate section under "The Operational Status of the Board of Directors" for more information.	None
(IV) Are CPAs' independence regularly evaluated?	V		(IV) The Rules for Evaluation and Performance Reviews of Accountants have been established as per the Certified Public Accountant Act and the Norm of Professional Ethics for Certified Public Accountants of the Republic of China. Each December, Audit Committee members evaluate the auditors based on criteria such as professional competence, cooperativeness, and independence, in accordance with the aforementioned guidelines. This evaluation includes reviewing whether the auditors are Company Directors, shareholders, salaried employees, or qualify as stakeholders. Results are submitted to the Audit Committee and the Board of Directors. The most recent report was presented to	None

<table>
<tr><th rowspan="2">Assessment Item</th><th colspan="3">Implementation Status</th><th rowspan="2">Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEx Listed Companies</th></tr>
<tr><th>Yes</th><th>No</th><th>Explanation</th></tr>
<tr><td></td><td></td><td></td><td>the Audit Committee and the Board of Directors on February 10, 2026, and was referenced together with the Audit Quality Index (AQI) Report provided by the external audit accounting firm as a basis for appointing independent auditors. The report is in compliance with the directives issued by the Financial Supervisory Commission, and it contains quality constructs such as professionalism (auditing experience, hours of training, employee turnover rate, and professional support), quality control benchmarks (work load, inputs, EQCR, and quality management support), independence (non-audit services and client familiarity), oversight (deficiencies found by external auditors; warnings/advisories issued by the competent authorities), and innovation/creativity. Accountants are required to recuse themselves if either they or their services are directly affiliated with or have a conflict of interest in the matter concerned. Rules concerning accountant rotation are observed.</td><td></td></tr>
<tr><td>IV. Competent and appropriate corporate governance personnel and officers appointed to furnish execution information for Directors, assist Directors, and supervisors, handle board and shareholder meeting matters, as well as record meeting minutes in legal compliance?</td><td>V</td><td></td><td>The position of corporate governance officer was created in March 2019 to comply with board and shareholder meeting procedures and applicable laws as well as facilitate exchange and communication between Directors and management.
Implementation status of activities for the current year is as follows:
1. Compiled board meeting agenda and furnished sufficient materials to send with notices to relevant parties for attendance as needed (8 meetings convened in 2025)
2. Every half fiscal year, accountants are invited to meet privately with all Audit Committee members and attend Board of Directors meetings to present audit findings and discuss other accounting-related matters.
3. Organized preregistration for shareholder meeting dates, prepared notices, agenda, and minutes, and published information by prescribed deadlines with English versions available to investors worldwide (1 convened in 2025)
4. Diverse training programs are held based on the Company's industrial characteristics. (2 sessions were held in 2025, one on May 15 and the other on Nov 13)
5. Pursuant to the Rules for Directors' Remuneration and Board Performance Evaluations, we have authorized Taiwan Corporate Governance Association to conduct an annual self-assessment in December. An external audit was commissioned in 2025 as well.
Continuing studies for corporate governance managers:
<table>
<tr><th>Date</th><th>Organizer</th><th>Course</th><th>Hours</th></tr>
<tr><td>2025/05/02</td><td>Securities and Futures Institute</td><td>2025 Insider Trading Prevention Seminar</td><td>3.0</td></tr>
<tr><td>2025/05/15</td><td>Taiwan Corporate Governance Association</td><td>Emerging Trends in Generative AI Technologies and Their Real-World Deployment: Insights from CES; An Obstacle to the "Democratic Supply Chain"? New Challenges Faced by the Semiconductor Industry in Taiwan and Japan Under Trump's 2nd Term</td><td>3.0</td></tr>
<tr><td>2025/05/15</td><td>Taiwan Corporate Governance Association</td><td>The Impact of the Russia-Ukraine War on European Security and Its Effects on Small and Medium-sized Countries;
South Korean Foreign Policy in Strategic Transition: Responses and Choices amid the US-China Trade War</td><td>3.0</td></tr>
<tr><td>2025/08/22</td><td>Chinese National Association of Industry and Commerce</td><td>2025 TS Holdings Net Zero Summit</td><td>3.0</td></tr>
<tr><td>2025/11/13</td><td>Taiwan Corporate Governance Association</td><td>Challenges and Responses to the Global Economic and Trade Situation;
Strategic Leadership: The Cornerstone of Business Ideas;
Exploring Quantum Physics: Strategic Opportunities Offered by Quantum Computing in the Semiconductor Industry</td><td>4.5</td></tr>
</table></td><td>None</td></tr>
</table>

Assessment Item	Implementation Status			Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEx Listed Companies
	Yes	No	Explanation	
			2025/11/21 | Securities and Futures Institute | 2025 Regulatory Compliance Workshop on Insider Equity Transactions | 3.0 2025/11/27 | BCSD Taiwan | Post-UNFCCC COP30 Insights on Nature Issues and Seminar on Nature-Positive Transformation | 3.0	
V. Means of communication with stakeholders (shareholders, employees, clients, suppliers, etc.) established or a Stakeholders Section created on the official website? Important corporate and social responsibility issues that stakeholders are concerned about addressed?	V		An effective communication channel with stakeholders is maintained with a section set up on the official website to address important corporate and social responsibility issues that stakeholders are concerned about.	None
VI. A professional agency hired to handle tasks and issues related to shareholder meetings?		V	An office that handles shareholder services is available.	Not applicable
VII. Information Disclosure (I) A corporate website established to disclose information on financial, business, and corporate governance status? (II) Other information disclosure channels (an English website maintained, staff designated to collect and disclose information, spokespersons appointed, investor conferences broadcasted, etc.) established? (III) Annual financial statements announced and reported within 2 months after the end of the fiscal year along with first, second, and third quarter financial statements as well as monthly operating status before deadlines?	V V V		(I) Financial status, operations, and corporate governance information are periodically (monthly/quarterly/annually) disclosed on the official website. (II) Material information is collected and disclosed by the Investor Relations Department as per Spokesperson and Deputy Spokesperson Rules. Information about investor conferences is posted on the official website and is available in various languages, such as Traditional Chinese, Simplified Chinese, and English, to facilitate public understanding. (III) Annual financial statements are announced and reported within 2 months of the end of the fiscal year along with the first, second, and third quarter financial statements as well as monthly operating status before the prescribed deadline.	None None None
VIII. Other information disclosed to facilitate a better understanding of corporate governance operations (employee rights and wellness, investor and supplier relations, stakeholder rights, director and supervisor training records, customer /risk management policy implementation and evaluation measures, and insurance purchases for Directors and supervisors)?	V		1. We disclose information on corporate governance, green manufacturing, stakeholders, and relevant internal policies on our website: https://esg.winbond.com/ 2. Continuing education of Directors: We arrange continuing education courses for Directors every year, and regularly provide Directors with information on professional courses offered by external institutions. Continuing education courses attended by Directors and supervisors can be found in the Corporate Governance section of the MOPS website. 3. Attendance records of Directors: Please see p. 25of this report for the operations of the Board of Directors. 4. Purchase of liability insurance for Directors: We have purchased liability insurance starting in 2015. Please refer to the Corporate Governance section of the MOPS website.	None
IX. Describe improvement in response to corporate governance evaluation results published by the TWSE Corporate Governance Center in the most recent year, items prioritized, and future measures. To enhance information disclosure, investor conferences are held quarterly to help external stakeholders stay informed in a timely manner.				

7. Promotion, implementation status, deviations, and reasons of the Sustainable Development Best Practice Principles for TWSE/TPEx Listed Companies

Systems and measures adopted and their implementation status in eco-protection, community engagement, social contributions and service, public and consumer interests, human rights, safety and health, and other social responsibility activities:

Promotion item	Implementation status			Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEx Listed Companies and Reasons
	Yes	No	Summary	
I. Has Winbond established a governance structure that promotes sustainable development, created a full-time (part-time) entity to promote sustainable development and authorized senior management to manage it, and established board oversight? **(TWSE/TPEx Listed Companies must report the status of implementation, not compliance or explanation.)**	V		In 2015, the Company established the Winbond CSR Implementation Committee as its central governing unit to promote sustainable development. As a part of its continuing efforts to develop and improve the Company, Winbond restructured the original CSR Implementation Committee into the Sustainability Development Committee (ESG Committee) in May 2022 and raised the level of the Committee to that of the Board of Directors. The Committee is headed by the Chairman and is composed of four independent Directors. In 2025, four meetings were called. The purpose of the Committee is to plan the Company's sustainable development strategies and goals, formulate corresponding action plans, consolidate the Company's resources, implement sustainable practices, and ultimately, enhance operational competitiveness. The ESG Office and five functional task forces focusing on the areas of Environmental Sustainability, Green Products, Human Rights and Social Inclusion, Sustainable Supply Chain, and Corporate Governance all operate under the purview of the ESG Committee. The Committee presents quarterly reports on the Company's progress in major topics in governance, economy, the environment, and society (including human rights), the Committee's plans for the following quarter, and the Committee's implementation results to the Board of Directors each year to ensure the promotion and implementation of corporate sustainable development initiatives. The Company provides regular reports on sustainability strategies and implementation progress to the Board of Directors. This enables the Board of Directors to keep track of the implementation status of various business units within the Company and to review the formulation and progress of corporate strategies. Eight board meetings were convened in 2025, during which the following sustainability-related issues were reported: ● Implementation of integrity management ● Planning and implementation of intellectual property management ● Planning and progress of renewable energy procurement ● Greenhouse gas inventory implementation status ● *IFRS Sustainability Disclosure Standards* adoption status ● Sustainable development initiatives status ● Stakeholder engagement status The Board of Directors is responsible for the oversight and supervision of sustainability-related tasks through posing key questions and providing real-time feedback. For more information, please refer to the corporate governance pages of Winbond's sustainable governance website. (https://esg.winbond.com/en/our-focuses/governance/board-of-directors)	N/A
II. Does Winbond conduct risk assessments on environmental, social, and corporate governance issues related to operations under the Materiality Principle, and formulate relevant risk management policies and strategies?	V		The Company's Sustainable Development Committee and ESG Office closely follow developments in international sustainability standards and regulations, World Economic Forum (WEF) Global Risks Reports, and the latest industrial development trends. The committee and office also identify and assess the impacts of ESG risk management issues (including supply chain management, climate risks and opportunities, and information security management and personal data protection) in accordance with the materiality principles (issues of high stakeholder concern and significant operational impact, and compliance with Winbond's commitment to	N/A

<table>
<tr><td>(TWSE/TPEx Listed Companies must report the implementation status, not compliance or explanation.)</td><td></td><td></td><td>prioritizing sustainable management development goals) and formulate targets and management strategies accordingly. For more information, please refer to the Sustainability Report.

We also established the Risk Management Committee under the Board of Directors and tasked it with carrying out risk management for the entire scope of operations of the organization's current departments and risk oversight units. In 2023, following approval by the Board of Directors, the "Risk Management Committee Charter" was amended, and the Company established the "Risk Management Policies and Procedures." These policies proactively address four major risk categories faced by modern businesses: "strategies," "operations," "finance," and "information security." The Company also developed comprehensive plans and processes for the pre-evaluations, risk mitigation, loss prevention, and crisis management of its business activities. Regular reports are given to the Company's management and governance units to ensure that all enterprise risk management targets are met. For more information, please refer to the 'Risk analysis and assessment' and 'Risk Management Policies and Procedures' (https://www.winbond.com/export/sites/winbond/about-winbond/investor/compliance/file/Risk-Management-Policy-and-Procedures-C.pdf)section of this annual report or the risk management section on Winbond's sustainable governance website (https://esg.winbond.com/en/our-focuses/governance/risk-management).</td><td></td></tr>
<tr><td>III. Environmental Issues
(I) Has Winbond established a suitable eco-management system that meets the needs of particular industrial characteristics?</td><td>V</td><td></td><td>(I) All Winbond Group manufacturing sites have obtained ISO 14001 environmental management system certification (please refer to the Company's Environmental Sustainability – Energy and Carbon Emissions Management webpage: https://esg.winbond.com/en/our-focuses/environment/energy-and-carbon-emissions-management), reflecting its commitment to management practices. Additionally, regular internal audits are conducted, along with annual external audits performed by international certification bodies, to ensure proper system operations.
<table>
<tr><th>Company</th><th>Plant</th><th>Certification body</th><th>Validity period</th><th>Scope covered</th></tr>
<tr><td rowspan="2">Winbond Electronics Corp.</td><td>CTSP Fab</td><td>DQS Inc.</td><td>2025/06/21–2028/08/11</td><td>No. 8, Keya 1st Rd., Daya Dist., Taichung City</td></tr>
<tr><td>Kaohsiung Fab</td><td>DQS Inc.</td><td>2025/10/03–2028/11/03</td><td>No. 35, Luke 5th Rd., Luzhu Dist., Kaohsiung City</td></tr>
<tr><td rowspan="2">Nuvoton Technology Corporation</td><td>Yanxin plant</td><td>DQS Inc.</td><td>2025/06/26–2028/10/31</td><td>No. 4, Yanxin 3rd Rd., East Dist., Hsinchu City</td></tr>
<tr><td>Nuvoton Technology Corporation Japan</td><td>JQA</td><td>2023/11/21~2026/11/20</td><td>Nagaokakyo City, Kyoto 617-8520, Japan</td></tr>
</table></td><td>N/A</td></tr>
<tr><td>(II) Is Winbond committed to improving energy efficiency and using recycled materials with low impact on the environment?</td><td>V</td><td></td><td>(II) To improve its energy and resource utilization efficiency, the Company established the ISO 46001 Water Efficiency Management System (please see the Company's Environmental Sustainability – Water Management webpage: https://esg.winbond.com/en/our-focuses/environment/water-management) and the ISO 50001 Energy Management System (please see the Company's Environmental Sustainability – Energy and Carbon Emissions Management webpage here). The company also set key performance indicators (KPIs) for the usage rates of all major energy and resource categories, implemented annual targets and management plans aimed at continuously reducing water and electricity consumption, minimizing waste</td><td>N/A</td></tr>
</table>

			generation, and increasing waste reuse rates. The President personally reviews the implementation results and target achievements every quarter. Recycling systems are considered in the plant design phase with priority given to the recovery and reuse of wastewater, waste heat, and solid waste generated during plant operations, thereby reducing resource consumption and environmental impacts. In 2025, Winbond Taiwan's water consumption per unit product was approximately 143 liters per photomask layer (layer – 12-inch wafer-equivalent photomask), with a plant-wide water recycling rate of approximately 82.7%, meeting the Company's internal goal of maintaining a recycling rate of no less than 80% as well as the environmental impact assessment goals for the science park. The Company not only meets legal requirements as a fundamental obligation but also strives to maximize water efficiency and reduce wastewater discharge. In 2025, Winbond Taiwan implemented new energy-saving measures, lowering electricity consumption by approximately 24.5 million kWh. Also, in 2025, the electricity consumption per unit product was 83.9 million joules per photomask layer (layer – 12-inch wafer-equivalent photomask), achieving the internal target of an annual 1% year-over-year (YoY) reduction in unit product electricity consumption (compared with 85.8 million joules per layer in 2024); the YoY reduction in electricity consumption per unit product was approximately 2.2%. Moving forward, the Company will continue to enhance environmental sustainability through equipment upgrades, usage reduction, process optimization, smart energy-saving solutions, and efficiency improvement. Regarding the future research and development of advanced technologies and expansion of production capacity, the Company continues to implement energy-saving plans to increase energy efficiency and reduce environmental impacts. As a part of our ongoing effort to promote waste recycling and reuse, we have adopted reductions in the use of process chemicals, extended the chemical usage cycle, and replaced parts and components to reduce waste generation, and has made improvements to waste recycling through better waste collection and sorting. In 2025, Winbond Taiwan achieved a waste recycling rate of approximately 93.7%, surpassing the self-imposed target of 90% or more.	
(III) Has Winbond assessed the current and future risks and opportunities posed by climate change and taken appropriate action?	V		(III)We are aware of the impact of climate change brought about on the environment and business operations by the greenhouse effect. Aside from undertaking management programs to reduce the consumption of water, electricity, and raw materials, and reducing waste generation to achieve KPI targets, we have participated in the PFC emissions reduction programs advocated by the Taiwan Semiconductor Industry Association and World Semiconductor Council since 2000. Through process adjustment and the use of alternative fuels as well as the installation of PFC reduction equipment, we have been able to reduce greenhouse gas emissions. The PFC emissions reduction results over the years have been validated by an international certification body. We have also been named a "Company with Outstanding Performance in Voluntary Reduction of Greenhouse Gas Emissions" by the Industrial Development Bureau, MOEA. The Company also conducts annual carbon emission inventories and registers the data on the Ministry of Environment's National Greenhouse Gas Registration Platform as well as on the Company's Environmental Sustainability – Energy and Carbon Emissions Management webpage (https://esg.winbond.com/en/our-focuses/environment/waste-management). Pursuant to guidance from the Task Force on Climate-Related Financial Disclosures (TCFD), Winbond examines the potential risks and opportunities that climate change may pose to our operations from a financial perspective in order to assess our operational resilience in the face of climate issues. To fully understand the potential positive and negative impacts of climate change, senior executives from various departments in our parent and subsidiary companies convene to identify the main climate risks and opportunities. Analysis is conducted based on factors such as the degree of impact, probability of	N/A

occurrence, and timing of occurrence, and executives produce a climate risk and opportunity matrix. The assessment results, following approval by the Chief Sustainability Officer, are reported to the ESG Committee and the Board of Directors.

Last year, Winbond identified five major climate risks and three major climate opportunities, with the relevant response measures formulated by the competent departments of the Company. For further details, please refer to Winbond's *Sustainability Report*.

Evaluation item	Yes	No	Explanation	Deviation
(IV) Has Winbond calculated greenhouse gas emissions, water consumption, and total waste w8 over the past 2 years, and formulated policies for reducing greenhouse gas emissions, water consumption, and other waste management?	V		(IV)The eco-protection policy focuses on compliance with the latest international environmental standards and other regulations; consistent improvement, effective eco-protection, the reduction of environmental risks, and the adoption of optimized preventive and improvement measures to become a sustainable green business. Inventories of greenhouse gas emissions, water consumption, and total waste are performed every year at the Company's sites in Taiwan, and key performance indicators (KPI) such as greenhouse gas emissions, water recycling, and waste recycling per unit product are formulated. Greenhouse gas emissions are verified annually by a third-party organization (ISO 14064-1), while water consumption and waste production are self-assessed.	N/A

Please refer to our *Safety, Health, and Environmental Protection Policy* for more details:
https://esg.winbond.com/uploads/files/shares/Other%20File/Certification_and_Verification/ESH_Policy_EN.pdf

Energy and Carbon Emissions Management

Greenhouse gas emissions over the past two years are as follows:

Year / emissions Carbon emissions calculation scope	2024 (validated)		2025 (Unaudited)	
	Winbond	Subsidiary	Winbond	Subsidiary
Scope 1 ($MTCO_2e$)	49,316	40,507	48,536	27,784
Scope 2 ($MTCO_2e$)	346,858	85,390	314,430	81,930

In 2025, the carbon emissions per unit product were 11.6 kg CO_2e per photomask layer (layer – 12-inch wafer-equivalent photomask), meeting the internal target of a 5% YoY reduction in emission intensity (compared with 12.7 kg CO_2e per layer in 2024), with an actual YoY reduction of approximately 8.7%. Moving forward, the Company will continue to reduce its carbon emissions through measures such as reducing fluorinated compounds (FCs) (e.g., through process optimization and exhaust treatment equipment installation), enhancing energy-saving efforts (e.g., process optimization, performance enhancement, and smart energy-saving initiatives), and utilizing renewable energy sources. The reported carbon emissions are self-estimated and will be verified by a third-party audit company and official electricity emission factor announcements.

In 2025, Winbond Taiwan's energy-saving and carbon reduction measures resulted in the reduction of 21,491 metric tons of CO_2 equivalent emissions, which was equivalent to the annual carbon sequestration capacity of 56 Daan Forest Parks (note: the calculations were based on Daan Forest Park absorbing 386 metric tons of CO_2 annually). In 2025, our subsidiary Nuvoton Taiwan implemented energy-saving and carbon-reduction measures that led to a reduction of approximately 9,900 metric tons of CO_2 equivalent emissions–comparable to the annual carbon sequestration of 26 Daan Forest Parks.

More details:
https://esg.winbond.com/en/our-focuses/environment/energy-and-carbon-emissions-management

Water Management

Water consumption over the past two years is as follows:

Year / water usage Water classification	2024		2025	
	Winbond	Subsidiary	Winbond	Subsidiary
Total water withdrawn (million liters)	4,564	3,931	4,432	3,501
Total water consumed (million liters)	1,360	340	1,328	431
Total water discharged (million liters)	3,204	3,591	3,105	3,071

In 2023, Winbond implemented the ISO 46001 Water Efficiency Management System. Later, CTSP Fab and Kaohsiung Fab obtained certification in January and October 2024, respectively, helping to mitigate water supply-related risks, measure and monitor water usage, improve overall performance, and reduce environmental impact (by lowering water consumption). In February 2025, Flash and DRAM Wafer facilities obtained ISO 14046 Product Water Footprint verification, further strengthening Winbond's product water management. "Aqueduct Water Risk Atlas" from the AQUEDUCT website was also used to analyze Taiwan's water distribution, ensuring that all of Winbond's business locations in Taiwan are located in areas with low water stress.

In 2025, Winbond Taiwan's water consumption per unit product was approximately 143 liters per photomask layer(layer – 12-inch wafer-equivalent photomask). The factory-wide water recovery rate was approximately 82.7%, which met the self-imposed target value of no less than 80%. Nuvoton Taiwan's unit water consumption was approximately 201 liters per layer (layer – 12-inch wafer-equivalent photomask). Water consumption is based on water meter readings, and the recovery rate is calculated using the Science Park Administration-mandated water balance chart.

More details: https://esg.winbond.com/en/our-focuses/environment/water-management

Waste Management

Waste generation over the past two years is as follows:

Year / waste generation Waste classification	2024		2025	
	Winbond	Subsidiary	Winbond	Subsidiary
Hazardous waste (metric tons)	9,236	504	10,538	449
Non-hazardous waste (metric tons)	7,815	2,289	6,920	2,111
Recycling rate (%)	92%	27%	94%	29%

To ensure that waste generated during its business operations is managed properly and safely, Winbond established its waste management procedures and conducts both regular and random checks. By reducing or reusing waste and increasing recycling rates, Winbond minimizes waste generation within its plants and lessens environmental pollution. In 2025, Winbond's waste recycling rate in Taiwan was approximately 94%, which met the self-imposed target value of over 90%. The unit waste generation was approximately 0.565 kg per layer (layer – 12-inch wafer-equivalent photomask), while Nuvoton Taiwan's unit waste generation was approximately 0.331 kg per layer (layer – 12-inch wafer-equivalent photomask). The volume of waste output is the declared value stipulated in the *Waste Disposal Act*, while the volume of recycling is calculated after being classified by waste disposal method.

More details: https://esg.winbond.com/en/our-focuses/environment/waste-management

IV. Social Issues (I) Does Winbond have adequate management policies and procedures in place according to applicable laws and regulations and international conventions on human rights?	V		(I) Winbond follows internationally recognized human rights standards, complies with the RBA Code of Conduct and other labor and human rights statutes, and is committed to protecting employees' freedom of association and speech. We strive to create a non-discriminatory work environment that ensures that employees are not treated differently because of their race, age, gender, sexual orientation, disability status, pregnancy, political affiliation, or religious beliefs. Our human rights policy has been published on the Company website and, through the personnel system established by our human resources department, we ensure diversity, equality, and human rights protections within the Company. After completing our human rights due diligence in 2022, we optimized our management measures in 2023 to extend our human rights practices to our suppliers and overseas subsidiaries. In 2024, Winbond strengthened its core human rights measures to improve the workplace experience for our local employees. In 2025, we completed another triennial global human rights due diligence investigation, with an in-depth examination of human rights governance at our international locations to ensure compliance with global standards. For enhanced governance of our global locations and alignment with international human rights standards, we have instituted a triennial human rights due diligence investigation in 2025. The investigation extends to our employees around the globe, and the investigative procedures were designed in accordance with the UN *Global Compact*, the UN *Guiding Principles on Business and Human Rights*, and the OECD *Due Diligence Guidance for Responsible Business Conduct*. In keeping with the risk identification results from 2022, we focused on topics such as work hours, forced labor, discrimination, workplace bullying, collective bargaining, occupational safety, and community rights. To effectively mitigate potential risks, we distributed questionnaires and reviewed documents to create a human rights risk matrix, which serves as a basis for alleviative and remedial measures for future training, internal/external communication, and supplier management initiatives. We launched training courses in human rights and labor ethics for our global employees to strengthen training in and the promotion of labor rights, eco-protection, health and safety, and ethical conduct, as well as to ensure compliance with corporate ethics requirements and government laws and regulations and to improve integrity management.	N/A
(II) Does Winbond develop and implement reasonable employee benefits (including compensation, leave, and other benefits), and does employee compensation adequately reflect business performance and results?	V		(II) We provide well-established employee benefits. In addition to the statutory benefits (e.g., enrollment in the Labor Insurance Program and the National Health Insurance Program and pension contributions), we provide better-than-industry-average group insurance, childcare allowance, marriage and childbirth allowances, and a wellness leave system. A wide range of employee benefits are in place to provide for our employees and their families. Furthermore, the Articles of Incorporation require that not less than 1% of the pre-tax earnings before deducting employee and director remuneration be allocated to employee compensation as a means to ensure that employee compensation reflects business operations performance.	N/A
(III) Does Winbond provide a safe and healthy work environment and organize regular health and safety training for employees?	V		(III) All production sites within the Winbond Group have obtained ISO 45001 Occupational Health and Safety Management System certification (see the table below). Additionally, regular internal audits are conducted, along with annual external audits performed by international certification bodies, to ensure proper system operations. We rigorously observe the government's safety and health regulations and perform associated management tasks, including carrying out safety and health risk assessments, drafting and executing safety and health regulations, and implementing employee safety, sanitation, and health training courses annually.	N/A

Company	Plant	Certification body	Validity period	Scope covered
Winbond Electronics Corp.	CTSP Fab	DQS Inc.	2025/06/21–2028/08/11	No. 8, Keya 1st Rd., Daya Dist., Taichung City
	Kaohsiung Fab	DQS Inc.	2025/10/03–2028/11/03	No. 35, Luke 5th Rd., Luzhu Dist., Kaohsiung City
Nuvoton Technology Corporation	Yanxin plant	DQS Inc.	2025/06/26–2028/10/31	No. 4, Yanxin 3rd Rd., East Dist., Hsinchu City
	Nuvoton Technology Corporation Japan	JQA	2023/11/21~2026/11/20	Nagaokakyo City, Kyoto 617-8520, Japan

In 2025, the total number of fires across the entire Winbond Group was zero, with both the number of casualties and the casualty rate (as a percentage of total employees) being zero. There were six occupational injury incidents, affecting six employees and accounting for 0.07% of the total workforce. Among them, all disability-related injury incidents involving Winbond Taiwan employees were caused by falls. Incident investigations revealed that all three cases were caused by employees accidentally slipping, tripping, or falling at the workplace. Supervisors from all units have since been instructed to emphasize the importance of safety awareness among frontline employees through activities such as supervisory inspections and safety observations. In addition to stressing strict adherence to operational safety protocols, safety reminders and warnings are displayed in public areas wherever possible.

(IV) Does Winbond have effective programs in place to help employees with career planning and development?	V		(IV) We have built a sound learning environment based on education and training management procedures, and provide appropriate training resources to supervisors and colleagues at all levels based on a range of learning methods and resources: 1. We design management development training activities for management-level employees following the management function blueprint. These activities include courses to help front-line supervisors develop appropriate management thinking and improve their management skills as well as experience-sharing sessions for internal supervisors to exchange work experience. In addition, authorities from industry, the government, and academia are invited to give presentations on various topics. Through a variety of training activities, the management skills of managers at all levels undergo continual improvement. 2. To continuously cultivate the professional skills of employees, professional training is put in place under the functional requirements of each unit. Such training includes courses in R&D design and process testing, international seminars, and experience-sharing sessions with both internal employees and external expert lecturers participating. In response to digital transformation trends and the advent of the AI era, we also organize periodic lectures on AI as well as courses/workshops on AI tools to help employees develop foundational skills in data literacy, agile practices, and AI applications. 3. We offer training courses in work systems and norms, corporate culture, and work adaptation, as well as ESG (Environment Social Governance), CSR (Corporate Social Responsibility), industrial safety, legal infringements in the workplace, and other courses, to maintain a healthy and safe workplace for all employees. In addition to basic education and testing for new recruits, a series of activities such as	N/A

			advanced specialization skills examinations continue to be conducted for the training of direct employees.	
(V) Does Winbond comply with applicable laws and international standards regarding customer health and safety, customer privacy, marketing, and labeling of products and services, and has it established appropriate consumer protection policies and complaint procedures?	V		(V)We strictly adhere to the EU's General Data Protection Regulation (GDPR), Registration, Evaluation, Authorization, and Restriction of Chemicals Regulations (REACH), Restriction of Hazardous Substances Directive (RoHS), halogen-free requirements, and other international standards on customer health and safety. We comply with the Fair Trade Act regarding the marketing and labeling of products and services, as well as the anti-trust code of conduct, the Commodity Labeling Act, the Consumer Protection Act, and other relevant regulations. We also conform with the requirements of the Personal Data Protection Act regarding consumer privacy protections. Consumers who wish to inquire about a product or service can access contact information and a complaint hotline by visiting the stakeholder section of the website.	N/A
(VI) Does Winbond implement supplier management policies that require suppliers to comply with eco-protection, occupational health and safety, and worker's rights regulations? Describe the implementation status if affirmative.	V		(VI)In response to the supply chain management challenges exacerbated by extreme climate change events and risks arising from global economics, trade, and geopolitics, we have integrated three major aspects—procurement strategy, sustainable risk assessment, and supplier management digitization—of our existing supplier management policies, and have incorporated Responsible Business Alliance (RBA), Hazardous Substance Free (HSF), and Authorized Economic Operator (AEO) and traditional supplier management concepts (quality, price, delivery, and process technology capabilities) into our sustainable supply chain management framework. In 2025, we implemented the "Co-Sustainability" environmental protection initiative to harness the combined resources of our suppliers to implement power and water savings, waste reduction, and greenhouse gas emissions management. The Company continues to partner with its 13 suppliers in carrying out the “Have Big Businesses Guide Small Businesses” Low-Carbon and Smart Manufacturing Transformation Program launched by the Industrial Development Administration in the Ministry of Economic Affairs. This includes educating suppliers on carbon inventory management and improvement strategies. Over the past two years, the project reached 19,995 tCO_2e in total carbon reduction, exceeding the original target by 240%. Regarding issues involving EHS and labor and human rights, we have implemented three management measures: 1) Continued promotion of Winbond’s EHS policy 2) Core compliance with the RBA Code of Conduct and the compulsory signing of the Supplier Code of Conduct Commitment Letter and Declaration of Non-use of Hazardous Substances by suppliers; due diligence investigations are conducted on minerals originating from conflict-affected and high-risk areas, including tantalum, tin, tungsten, gold, cobalt, mica, copper, and nickel. Suppliers are required not to purchase and use conflict minerals from unqualified smelters/refineries in conflict areas. Detailed information is published on the website (https://esg.winbond.com/en/our-focuses/supply-chain/conflict-minerals). 3) Holding sustainable supply chain upgrade forums that focus on human rights management to improve cohesion among our suppliers in regard to labor and human rights and to inform them of the importance of human rights management to corporate sustainability Regarding issues in corporate governance, we evaluate new suppliers in the environmental, social, and governance areas, The aforementioned aspects are incorporated into existing regular supplier evaluation criteria, supplemented by measures such as key sample audits, semiannual anti-corruption promotion, and third-party on-site inspections to enhance the resilience of our supply chain. In 2025, we continued to perform sustainability risk assessments on our tier-1 key suppliers to use quantitative methods to identify the risks faced by different suppliers and determine the degree of impact different risks have on supply chain resilience. Based on the assessment results, suppliers are required to develop improvement plans, which	N/A

			are incorporated into a management mechanism for guidance and follow-up tracking. For more details, please refer to the Company's website. (https://esg.winbond.com/en/our-focuses/supply-chain/sustainable-risk-assessment).	
V. Does Winbond prepare reports like the sustainability report that disclose non-financial information under international standards and guidelines? Has a third-party verification organization provided verification or assurance for the disclosure report?	V		This report was assessed independently by BSI Taiwan in 2026 in accordance withAA1000 Assurance Standard (AA1000AS v3), Type 2, at a high level of assurance. . The report received a "high level of assurance" rating, which is indicative of the Company's adherence to the *AA1000 AccountAbility Principles* (2018). The Company was assessed in terms of inclusiveness, materiality, responsiveness, and degree of impact. The assessment also considered the reliability and accuracy of key sustainability-related figures and information in the report to ensure its compliance with the *2021 Universal Sustainability Reporting Standards* set by the Global Reporting Initiative (GRI). The following websites provide CSR information disclosure: The Company's sustainable governance website: https://esg.winbond.com/en/ Sustainability Report: https://esg.winbond.com/en/resource/download TWSE MOPS: http://mops.twse.com.tw	N/A

VI. Describe the deviations, if any, between actual practice and the corporate social responsibility principles, if we have implemented such principles based on the Corporate Social Responsibility Best Practice Principles for TWSE/TPEx Listed Companies:

We have established our *Sustainable Development Best Practice Principles* as per the *Sustainable Development Best Practice Principles for TWSE/TPEx Listed Companies* and the Company's internal rules. The implementation of Company operations does not deviate from the established principles. Please refer to the linked file for the Corporate Sustainability Report and the Sustainable Development Best Practice Principles of Winbond:

https://www.winbond.com/export/sites/winbond/about-winbond/investor/compliance/file/Sustainable-Development-Best-Practice-Principles-E.pdf

VII. Other useful information for explaining the status of corporate social responsibility practices:

The issue of climate change has emerged as one of international concern. In light of the increasing complexity of associated risks, we are committed to a corporate sustainability goal of "becoming a hidden champion in providing sustainable semiconductors to enrich human life" and are continually developing responsibilities and assets in the environmental, social, and governance (ESG) domains. In 2024, the Company published its first United Nations Sustainable Development Goals (SDGs) Action Report and released its second independent TCFD report. These reports serve as a foundation to more accurately assess sustainability and climate-related risks and opportunities, strengthening Winbond's operational resilience and forward-looking capacity. Following our participation in the SEMI Semiconductor Industry ESG Sustainability Initiative, we joined the Taiwan Climate Coalition (TCP) in 2022 as a director and group convener. We actively participate in relevant organizations as part of our efforts to contribute to the environment through industry-academia-government collaborations.

Green sustainability has become an important subject for Taiwanese companies wishing to maintain international competitiveness, and their transition to carbon reduction is imperative. We will continue to formulate quantifiable performance goals and management approaches to create sustainable competitiveness for end products and services. In addition, the environmental, social, and governance (ESG) practices and achievements have been recognized by third-party certification bodies.

Sustainability and other key topic-related awards and achievements in 2024:

- The S&P Global Sustainability Yearbook: Inclusion in the S&P Global's Sustainability Yearbook for the second consecutive year
- CDP scores: Climate Change and Water Security: "A" rating (leadership level)
- **Responsible Business Alliance (RBA)**:: Platinum-level certification for the entire Winbond Group (highest possible level of certification)
- **FTSE Russell FTSE4Good Index Series**:: Selected as a constituent of the Emerging Indices and the TIP Taiwan ESG Index
- *Commonwealth Magazine* ESG Summit's Carbon Reduction Meter: Ranked as No. 1 in Taiwan's semiconductor industry
- Taiwan Corporate Sustainability Awards (TCSA): ESG Reporting Award – Platinum Award
- The 7th Ministry of Environment National Enterprise Environmental Protection Award: Kaohsiung Fab received the silver award
- Ministry of Environment–Green Procurement: Both the CTSP Fab and Kaohsiung Fab were named outstanding green procurers
- Ministry of Environment–Energy Conservation Benchmark Award: Kaohsiung Fab received the gold award
- NSTC Southern Taiwan Science Park Bureau: Kaohsiung Fab received the Sustainable Management Award, Outstanding EHS Award, and Energy Conservation Benchmark Award
- 21st Century Foundation: Winbond named one of the winners of the 4th Annual Net Zero Competitiveness Award in 2025

- 1111 Job Bank: Silver Award at the 2025 Happy Enterprise Awards
- Selected as: TWSE RAFI® Taiwan High Compensation 100 Index, Taiwan Index Plus (TIP) TWSE Corporate Governance 100 Index, and TWSE RA Taiwan Employment Creation 99 Index in 2024
- The Clarivate Top 100 Global Innovators: Selected for the third consecutive year since 2023
- Industrial Development Administration, MOEA: Passed TIPS certification (Grade A) in 2025
- EE Awards Asia: Received the Technology Excellence Award and Technology Platform Award (Cybersecurity Platform of the Year) in 2025International Convention on Quality Control Circles (ICQCC): Awarded the Gold Award Taiwan Continuous Improvement Awards (TCIA): 1 gold, 3 silvers, and 1 bronze Awards

System validation and certification:

- ISO 9001 Quality management system
- ISO 14001 Environmental management system
- ISO 14067 Product Carbon Footprint Verification
- ISO 14046 Water footprint assessment
- ISO 14064-1 Greenhouse gas inventory at the organization level
- ISO/SAE 21434 Certification for road vehicles cybersecurity management system
- ISO 26262 Safety standard for automotive electronics
- ISO 27001 Information security management systems
- ISO 45001 Occupational health and safety management systems
- ISO 46001 Water efficiency management systems
- ISO 50001 Energy management
- IATF 16949 Automotive production and relevant service management system
- QC 080000 Hazardous substance management system certification
- SONY Green Partner Certification
- Authorized economic operator certification
- TOSHMS Taiwan Occupational Safety and Health Management System

Winbond's headquarters is located in Taichung's Central Taiwan Science Park, with additional plants and offices in Kaohsiung City and Hsinchu County. As a result, Winbond's community engagement efforts focus on these three regions. For communities outside its headquarters, particularly Kaohsiung and Hsinchu, Winbond aligns its sustainable development initiatives and improvement measures with operational needs and resource allocation . To realize its ESG vision, Winbond integrates the United Nations SDGs into its three core strategies: talent cultivation, nature-centric solutions, and social welfare and environmental protection. Winbond continues to invest resources to drive community development and environmental improvement.

1. Talent cultivation: Fostering the acquisition of new knowledge and skills to create career opportunities. Key projects in 2025 included the "Semiconductor Academy" and "Academic Education."
2. Nature-centric solutions: To achieve its 2050 net-zero goal, Winbond harnessed the Group's power to promote collaborations between the public, private, and academic sectors. In 2025, our efforts included tree-planting and reforestation, and species protection and conservation projects. By removing carbon from the atmosphere, we are also rejuvenating biodiversity.
3. Social welfare and environmental protection: We put resources into providing assistance to the economically disadvantaged and helping people improve their life. In 2025, our efforts included projects offering support for the economically disadvantaged, emergency relief, and environmental protection.

A. Talent Cultivation

<u>**Semiconductor Academy**</u>

- <u>**Establishing semiconductor programs to cultivate the next generation of talent**</u>: Committed to developing Taiwan's semiconductor industry and cultivating talent, Winbond invested nearly NT$10 million in 2025 and assisted NCKU in establishing its Academy of Innovative Semiconductor and Sustainable Manufacturing. Since 2022, Winbond has worked with NCKU to promote the Semiconductor Leadership Program, with practical courses planned by Winbond's own senior executives. The program saw great success in 2025, attracting 729 students to take semiconductor courses offered by 18 faculty members. Winbond continues to collaborate with NCKU on joint research and development projects, enhancing students' R&D capabilities and broadening their horizons.

On-campus Talent Cultivation

- **International exchanges on popular science**: Winbond is committed to promoting semiconductor education for everyone. In 2025, a delegation of 46 students and teachers from Sasebo High School visited the production line at the CTSP Fab. In the same year, Nuvoton Japan organized a series of on-campus in-depth talks at the University of Osaka and other institutions, which were attended by a total of 183 students. Throughout the year, Winbond companies held 33 on-campus events and positively influenced more than 1,000 students, sharing Winbond's core corporate values with the next generation of international talent.

Academic Education

- **Sponsorship of international semiconductor symposiums:** We are a long-time sponsor of the International Symposium on Technology, Systems, and Applications/Design, Automation and Test (VLSI-TSA/DAT) and the Taiwan Semiconductor Industry Association (TSIA) Annual Conference. We hope to accelerate the development of Taiwan's information and communications technology industry and promote in-depth industrial technology exchanges at home and abroad by providing a platform for in-depth discourse on technology and industry.
- **Chairman professor research sponsorship to retain outstanding researchers**: Since 2019, Winbond has sponsored the "Chairman Professor Research Grant" at National Yang Ming Chiao Tung University (NYCU) for seven consecutive years. This initiative supports NYCU in enhancing academic excellence and supporting outstanding scholars as they continuously improve their teaching and research. By integrating academic resources, Winbond hopes to achieve a win-win situation for schools and the semiconductor industry.

B. Nature-Centric Solutions

Winbond is committed to the symbiotic prosperity of biodiversity and the environment, turning the concept of "learning from nature" into concrete action. Through reforestation and habitat conservation, Winbond is building a climate-resilient corporate environment.

- **Expansion of natural carbon sinks and reforestation projects:**
  We have worked with our partners in industry, government, and academia to actively invest in biologically effective reforestation in order to improve natural carbon sinks.
  - **Industry-academia collaboration in reforestation:** We entered a 30-year industry-academia collaboration with National Chung Hsing University to plant native tree species at the Kaohsiung Fab, which is expected to sequester 390 metric tons of CO_2e.
  - **Adopting a state-owned forest:** Winbond actively participates in the Forestry and Nature Conservation Agency's Tree Adoption Program. We have adopted 29,400 square meters of state-owned forest land in Tainan City and Chiayi County and planted over 7,700 trees, with an estimated total carbon sequestration of 990 metric tons of CO_2e.
  - **Riverbed restoration:** Winbond's affiliate, Theaceae Conservation Corporation, is working with National Ilan University to launch a large-scale afforestation initiative in Sanshing, Yilan, aiming to restore the original natural ecosystem and revitalize abandoned sites for an estimated carbon sequestration of 10,477 metric tons of CO_2e.
- **Biodiversity restoration and habitat preservation**:
  We sees our fabs and offices as a part of the bigger urban landscape, and are committed to fostering sustainable ecology by integrating ex-situ conservation of endangered plants.
  - **Native species conservation:** Winbond leveraged its corporate resources to launch a Native Tree Species Conservation and Breeding Project in Baoshan Park, aiming to systematically collect and cultivate native Taiwanese plants.
  - **Ecofriendly habitat management:** Winbond's fabs ban the use of herbicides and adopt flexible lawn mowing practices, fostering wild populations of *Spiranthes sinensis* (a species listed under the *Convention on International Trade in Endangered Species of Wild Fauna and Flora*) and the rare fern species *Ophioglossum petiolatum*. By protecting endangered wild plants, Winbond is preserving an important part of Taiwan's biological history.
  - **Wild Gardening:** Winbond's Zhubei Building has a garden featuring 20 native Taiwanese plant species. Its CTSP Fab also created a green space with plant species found in the foothill forests of central Taiwan, with 149 plants already in place, including endangered species on the *Red List*. Plans are in place to plant 130 more seedlings in 2025 to create a true urban ecological stepping stone that offers tangible benefits such as microclimate regulation and environmental education.

C. For the Greater Good of the Public and the Environment

Support for the economically disadvantaged

- **Fundraising for Financial Aid for Aspiring Students from Disadvantaged Families:** We have collaborated with the Taiwan Fund for Children and Families since 2017 to provide young students from economically disadvantaged families with educational resources and a steady school education. We encourage our employees—from the President to general employees—to participate in the fundraising program with enthusiasm and heartfelt care. In 2025, 1,208 Winbond employees donated NT$4,112 thousand, providing one year of support for 1,028 elementary school students as part of its long-term initiative to share love and help those in need.

- **Breakfast Program for Rural School Children:** To offer meal services to children in remote schools, Winbond has sponsored breakfast programs organized by nonprofit foundations for elementary school students in rural areas such as those in Hsinchu since 2011. The programs aim to care for and safeguard the basic needs and health of rural schoolchildren by ensuring that they get the necessary nutrition they need. In 2025, Winbond donated NT$750,000 in breakfast money and sent employees to conduct on-site visits to ensure that its donations are being used to improve children's health and learning opportunities.

Emergency Relief

- **Emergency relief for employees:** We have set up employee emergency relief and loan programs to alleviate our employees' financial burdens when they or their family members suffer a sudden calamity such as an injury, disability, or death. Our relief programs ensure that they can continue to lead a normal life in spite of potential hardship.
- **Blood donation drives:** We call on employees to donate blood at regular blood drives, which highlights our belief in the value of "life in action." In 2025 alone, 576 employees across the Winbond Group donated a total of 989 bags of blood, giving back to society with real action.

Environmental Protection

- **Zhubei Nanliao Beach and Nanjing Port Cleanup:** Before each beach cleanup, the Company hosts a pre-event briefing on waste reduction and International Coastal Cleanup (ICC) classification methods. At the Nanjing Port Cleanup initiative in 2025, we collected and removed 487 kilograms of waste from the beach. By emphasizing that reducing waste production is much more important than trying to clean up after the fact, we encourage employees and family members to take concrete action and minimize their use of plastic products.
- **Kaohsiung Yuanjhong Wetlands Park cleanup and restoration:** In its first collaboration with The Society of Wilderness, Winbond organized a cleanup effort for a flora- and fauna-rich wetland, removing 147 kilograms of trash and waste from the site. The event helped employee understand the importance of biodiversity preservation, climate regulation, and water quality, and how these factors help stabilize the local ecosystem.
- **Protecting the Fazi River:** To translate environmental awareness into systematic action, Winbond mobilized 85 staff members and volunteers to participate in a Fazi River cleanup campaign. Under professional guidance, volunteers learned about waste source tracing based on International Coastal Cleanup (ICC) methodology. The campaign removed 158 kilograms of waste, safeguarding the creek's ecosystem while serving as an educational opportunity for employees and their children.
- **Houfeng Bike Trail Community Maintenance Program:** We continued to sponsor public facilities through the Houfeng Bike Trail Community Maintenance Program, a cooperative effort with the Taichung City Tourism Bureau. We are responsible for regular road cleaning and tree trimming. Our effects help to maintain the cleanliness and safety of the trail, and improve the quality of public recreational facilities.

VIII. Describe any assurance of corporate social responsibility reports by external verifying institutions:

Winbond's 2025 *Sustainability Report* was assessed by BSI Taiwan in April 2026 in accordance with AA1000 Assurance Standard v3, Type 2. The report achieved a high level of assurance. The assurance scope covered the Company's level of adherence to the AA1000 AccountAbility Principles (2018), including inclusiveness, materiality, responsiveness, and impact. The assessment also evaluated the reliability and accuracy of key sustainability-related data and information disclosed in the report, and confirmed its compliance with the GRI Universal Standards (2021).

8. Climate-related Information of TWSE/TPEx Listed Companies:

Implementation status of climate-related information

Item	Implementation status
(1) Describe the oversight and governance of climate-related risks and opportunities by the board of Directors and management.	The Board of Directors serves as the supreme governing body responsible for matters related to climate change risk management and is tasked with directing the responses to and decision-making regarding climate change. The ESG Committee was established under the Board of Directors and is chaired by the Chairman of the Board. The committee convenes at least twice a year and reports to the Board of Directors annually on the implementation outcomes of measures related to climate change and other sustainable development issues, ensuring the execution and fulfillment of related tasks. In 2025, to actively address the risks and challenges brought on by climate change, the Board of Directors approved several major climate change proposals and reports, including a renewable energy procurement progress report, investment in Kai-Hong Energy Co., Ltd, and a greenhouse gas emissions inventory status report.
(2) Describe how the identified climate-related risks and opportunities affect the organization's businesses, strategy, and financial performance (short-, medium- and long-term).	Short-term is defined as 1 year in the future, medium-term as 2 to 5 years, and long-term as 5 years or longer. For major climate-related risks and opportunities with higher levels of impact and likelihood to occur, Winbond has conducted further assessments of their potential financial and operational impacts, and has formulated appropriate response plans accordingly. In the short- to medium-term, climate-related risks for Winbond include the adoption of SBTi carbon reduction targets, which is expected to increase the Company's capital expenditures and operational costs. However, in terms of climate-related opportunities in the medium-to-long term, investment in green product development will enhance product competitiveness and expand market opportunities, provided that investment in product research and development is sustained.
(3) Describe the impact of extreme climate events and transition on company finances.	**Financial Impact of Extreme Weather Events** Winbond has identified the risks posed by extreme weather events—such as extreme rainfall, drought, and high temperatures—on its operations and finances. While typhoons do not pose a direct threat of flooding, the need for personnel deployment and preventative measures to maintain operational continuity will increase labor costs and potentially drive up long-term insurance premiums. During periods of drought, persistent water shortages will increase water extraction costs and may affect production capacity due to limited access to usable water. Extreme heat increases electricity usage and could lead to power supply anomalies, resulting in equipment downtime or production losses. To mitigate operational impact, Winbond maintains backup power systems, which also increases operating costs. **Financial Impact of Transformation Initiatives** Winbond is actively pursuing low-carbon transformation to meet its SBTi targets, address carbon tariff policies, and fulfill customer sustainability needs. By implementing carbon reduction measures, investing in renewable energy, and developing low-carbon technologies and products, the Company expects an increase in short-term operating costs, R&D investments, and capital expenditures. However, in the medium-to-long term, green products and low-carbon technology R&D will help reduce carbon emissions during the fabrication process, improve production efficiency, and meet low-carbon supply chain needs, which will in turn strengthen product competitiveness, enable new revenue opportunities in sustainability-centric markets, and foster overall operational stability.
(4) Describe how the processes for identifying, assessing, and managing	Winbond has incorporated climate change risks into the scope of its corporate risk management. In 2025, pursuant to the TCFD

climate-related risks are integrated into the organization's overall risk management.	framework and using SASB climate risk identification guidelines, senior executives from Winbond's parent and subsidiary companies convened to assess and prioritize climate risks, and developed appropriate management measures and response strategies.
(5) If scenario analysis is used to assess the organization's resilience in the face of climate change risk, describe the scenarios, parameters, assumptions, and analytical factors used, as well as the main financial impact.	Winbond has adopted a scenario-based risk simulation model to assess the impact of transitional and physical risks on its operational resilience: **Transitional risks (impact of regulatory compliance, technology, markets, and brand reputation on financial robustness):** National Net-Zero Pathway in Taiwan; The SSP1-1.9 scenario from the *Sixth Assessment Report* of the Intergovernmental Panel on Climate Change (IPCC); and the Science-Based Targets Net-Zero (SBT-NZ) Standard for carbon emissions. **Physical climate risks (impact of extreme weather events under various scenarios):** Simulations for 4 different temperature increase scenarios (SSP1–2.6, SSP2–4.5, SSP3–7.0, and SSP5–8.5). Winbond analyzed potential climate risks under each scenario and determined the potential financial and climate impacts. For more information on simulation parameters, assumptions, variables, and main financial impacts, please refer to the *Sustainability Report*.
(6) If there is a transition plan to address climate-related risk, describe the contents of the plan and metrics and targets used to identify and manage physical risks and transitional risks.	To address physical and transitional risks associated with climate change, Winbond actively strives for carbon neutrality with its climate transformation project, aiming to achieve net-zero emissions by 2050. The key tasks under the climate transformation project are: 1. Energy and GHG management: Reducing GHG emissions generated by operational activities through energy-saving and carbon-reduction measures, and an increased reliance on renewable energy 2. Low-carbon green products: Reducing carbon footprint during product manufacturing and use by fine-tuning manufacturing processes and optimizing product design 3. Sustainable supply chain management: Promoting carbon reduction and local sourcing along the supply chain to reduce the impact of transitional requirements and supply disruptions on operations 4. Water management: Enhancing water-saving technologies, improving reclaimed water utilization, and designating backup water source mechanisms for production stability 5. Physical risk mitigation: Reinforcing protective infrastructure and disaster response mechanisms to ensure operational continuity during extreme weather events, such as typhoons and heavy rainfall To effectively manage climate-related transitional risks and physical risks and to track the effectiveness of climate transition plan implementations, Winbond has set the following KPIs and targets: 1. GHG emissions: 42% reduction in Scope 1 and Scope 2 emissions and 25% reduction in Scope 3 emissions by 2030 across the Winbond Group; net-zero emissions by 2050 2. Energy transformation: 50% renewable energy usage and at least 15% energy conservation across Taiwan-based fabs by 2030 3. Low-carbon products: 20% annual carbon reduction across the CMS product line and an annual carbon reduction of 110,000 tCO_2e across our flash memory line by 2030 4. Supply chain resilience: 42% local procurement, with 95% or more of major suppliers disclosing their energy usage and conservation measures by 2030 5. Water management: 80% reclaimed water utilization rate by 2030 6. Operational robustness: Ensuring business continuity despite climate risks

	For more details on implementation progress, please refer to the *Sustainability Report*.
(7) If internal carbon pricing is used as a planning tool, describe the pricing basis.	Internal carbon pricing was not used by Winbond Group as a decision-making tool in 2025.
(8) If climate targets are set, describe the activities and scope of greenhouse gas (GHG) emissions covered, planned schedule and annual progress achieved; if carbon offsets or renewable energy certificates (RECs) are used to achieve related targets, describe the sources and quantity of carbon credits or the number of RECs.	**Climate-related targets** Winbond has set the following GHG reduction and renewable energy targets: · By 2030: 42% reduction in Scope 1 and Scope 2 emissions and 25% reduction in Scope 3 emissions by 2030 · By 2030: 50% green energy usage across Taiwan-based fabs · By 2050: Net-zero emissions Climate-related target activities: · Reduction in GHG and exhaust gas emissions during the manufacturing processes · Increase in energy efficiency, use of renewable energy, and promotion of a low-carbon value chain · Planting trees to reduce CO_2 in the atmosphere Progress on achieving climate-related targets: · For more details on the progress we made in 2025, please refer to the Sustainability Report. · In 2025, we obtained 63,143 National Renewable Energy Certification (T-REC) certificates. Our green energy usage rate reached 8.7% across Taiwan-based fabs.

(9)Greenhouse gas inventory information, assurance status, reduction targets, strategies, and specific action plans

1. Greenhouse gas inventory information and assurance status in the most recent two-year period

1.1 Greenhouse gas inventory information

2025

Scope	Company	Total emissions (metric tons of CO2e)	Intensity (metric tons of CO2e/ million TWD)
Scope 1	Winbond	48,536	0.859
	Subsidiary	27,784	0.844
Scope 2	Winbond	314,430	5.566
	Subsidiary	81,930	2.489

2024

Scope	Company	Total emissions (tons of CO2e)	Intensity (tons of CO2e/ million TWD)
Scope 1	Winbond	49,316	1.039
	Subsidiary	40,507	1.187
Scope 2	Winbond	346,858	7.305
	Subsidiary	86,815	2.544

1.2 Greenhouse gas assurance status

2025

Scope	Company	Assurance organization	Description of assurance status
Scope 1	Winbond	•BSI Taiwan	Assurance is yet to be completed as of the publication of this report. Full assurance information will be disclosed in the Sustainability Report.
	Subsidiary	•DNV Business Assurance Co., Ltd. (DNV Taiwan)	
Scope 2	Winbond	•BSI Taiwan	
	Subsidiary	•DNV Business Assurance Co., Ltd. (DNV Taiwan)	

2024

Scope	Company	Assurance organization	Description of assurance status
Scope 1	Winbond	•BSI Taiwan	The Company disclosed its carbon emission results (i.e., 49,316 metric tons of CO_2e or 100% of total emissions disclosed), which were verified with reasonable assurance in accordance with ISO 14064-3 standards.
	Subsidiary	•DNV GL Business Assurance Co., Ltd. (DNV Taiwan)	The Company disclosed its carbon emission results (i.e., 40,428 metric tons of CO_2e or 99.8% of total emissions disclosed), which were verified with reasonable assurance in accordance with ISO 14064-3 standards.
Scope 2	Winbond	•BSI Taiwan	The Company disclosed its carbon emission results (i.e., 346,858 metric tons of CO_2e or 100% of total emissions disclosed), which were verified with reasonable assurance in accordance with ISO 14064-3 standards.
	Subsidiary	•DNV GL Business Assurance Co., Ltd. (DNV Taiwan)	The Company disclosed its carbon emission results (i.e., 85,008 metric tons of CO_2e or 99.6% of total emissions disclosed), which were verified with reasonable assurance in accordance with ISO 14064-3 standards.

2.Greenhouse gas reduction targets and strategies, and specific action plans:

The Company's primary sources of greenhouse gas emissions are fluorinated compounds (FCs) and externally purchased electricity, which account for over 90% of the Scope 1 and Scope 2 greenhouse gas emissions. Therefore, our strategic plan is mainly focused on the reduction of direct exhaust emissions of FCs (by improving manufacturing processes to reduce the use of greenhouse gases and raw materials as well as installing exhaust gas processing equipment), the cutting of indirect emissions due to energy consumption (by increasing energy efficiency and replacing equipment and components with energy-efficient alternatives), and the increased use of renewable energy. The Sustainable Development Committee has coordinated across different departments to draft energy-saving and carbon reduction strategies and plans, carry out reduction plans, and hold regular meetings to review and follow-up on the implementation status. Winbond Taiwan plans to use 50% of its energy from renewable energy and to reduce its Scope 1 and Scope 2 carbon emissions by 42% by 2030, and for the Company to achieve net-zero emissions by 2050.

For the greenhouse gas reduction targets for the years 2021–2050 and the implementation status of the current year, please refer to section (8) 'Implementation status of climate-related information' on page 49.

9. Implementation status of (and reasons for deviations from) Ethical Corporate Management Best-Practice Principles for TWSE/TPEx Listed Companies

Assessment Item	Implementation Status			Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEx Listed Companies
	Yes	No	Description	
I. Establishment of ethical corporate management policy and approaches				
(I) Board-approved ethical corporate management policy clearly stated in regulations and external correspondence with commitment to enforcing such policy?	V		(I) To ensure ethical business management, we have formulated the Ethical Corporate Management Best Practice Principles, which have been approved by the board of Directors. Customers are served with integrity and good faith while employees are rigorously required to practice self-discipline and observe internal rules to establish good corporate governance, risk management, and a sustainable business environment.	None
(II) Risk assessment mechanism for unethical conduct with regular evaluation of higher-risk business activities? Program to prevent unethical conduct formulated whose scope at least matches that prescribed in Article 7, Paragraph 2 of the Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies?	V		(II) Procedures for higher-risk operations and activities have been established. These include the Procedures for the Acquisition and Disposal of Assets, the Rules for Endorsements and Guarantees, Procedures for Lending Funds to Other Parties, the Operational Guidelines for Transactions with Group Enterprises, Specific Companies, and Related Parties, and the Donation Rules, all of which conform to regulations governing transactions with related parties to prevent unethical conduct.	None
(III) Program of operations, code of conduct, disciplinary actions, and appeal procedures detailed and duly, effectively enforced to prevent unethical conduct, with periodic review and revision?	V		(III) To prevent unethical conduct, we have established the Rules for Conflict-of-Interest Reporting and Recusal, the Procedures for Insider Trading Prevention, the Rules for Reporting Private Financial Transactions between Employees in Specific Positions and Personnel and Suppliers in Related Businesses, the Rules on Accepting and Providing Gifts and Entertainment, the Technical and Classified Data Management Rules, and the Anti-Trust Code of Conduct. The Rules for Handling Ethical Management Violations detail methods and channels for filing complaints, and are regularly promoted, implemented, and reviewed, with action taken in accordance with the applicable rules or regulations in the event of a violation.	None
II. Ethical corporate management				
(I) Ethics records of affiliates assessed; business conduct and ethics clauses included in contracts?	V		(I) All suppliers are required to sign a commitment to integrity statement before commencing any business dealings with the Company.	None
(II) A unit set up under the Board of Directors to promote ethical corporate management with regular (at least annual) reports monitoring the implementation of policies and programs to prevent unethical conduct?	V		(II) The Department of Human Resources formulates, promotes, and enforces ethical management rules including the Corporate Governance Best Practice Principles, the Sustainable Development Best Practice Principles, the Corporate Social Responsibility Best Practice Principles, the Procedures for Corporate Social Responsibility Management, the Code of Ethics for Directors, and the Employee Code of Conduct. All Directors and employees receive annual training to ensure implementation, with results reported by the President to the Board of Directors every fourth quarter.	None
(III) Policies established to prevent conflicts of interest with appropriate communication channels for proper implementation?	V		(III) The Ethical Corporate Management Best Practice Principles and the Rules for Conflict-of-Interest Reporting and Recusal both specify a code of conduct for employees, and an adequate whistleblowing channel and regular training have been established. Internal rules and regulations are published on the Intranet to keep all informed of any amendments, with regular education held on insider trading to prevent inadvertent violations of the law.	None

Assessment Item	Implementation Status			Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEx Listed Companies
	Yes	No	Description	
(IV) Effective accounting and internal control systems in place to enforce ethical management? Internal auditing unit draws up plans based on assessment results of risks of involvement in unethical conduct, and investigates compliance with prevention programs or engages a CPA to execute audits?	V		(IV) Effective accounting and internal control systems have been established, and relevant operating procedures are reviewed and revised as necessary or required by law. Self-evaluations of executive officers, internal units, subsidiaries, and the internal auditing unit are made and reported at least annually. The board-approved annual audit plan is faithfully conducted. The chief auditor submits completed (or follow-up) reports to independent Directors for review and periodically reports implementation status and internal control self-evaluation results to the Audit Committee and Board of Directors.	None
(V) Regular internal and external educational training on ethical management?	V		(V) We place a high value on ethical management and corporate social responsibility. The Department of Human Resources reports to the Board of Directors every fourth quarter on the implementation results of annual ethical management awareness campaigns and training. Promotional and educational efforts for employee rights, eco-protection, health, safety, ethics, and prevention of insider trading have been ramped up to ensure compliance with corporate ethics requirements and government regulations as well as to facilitate sound, ethical management. In 2025, Winbond Global (including Nuvoton and its subsidiaries) conducted 4,015 hours of training, covering 8,030 employees and attaining a 100% employee training rate.	None
III. Whistleblowing system				
(I) A whistleblowing and reward system established with an accessible reporting channel and dedicated personnel appointed to liaise with accused individuals?	V		(I) Several different reporting and complaint channels have been set up, and employees are kept informed of email, suggestion box, and grievance channels as well as reward and disciplinary measures. All are reviewed and revised regularly to achieve effective and adequate workplace communication as well as rapid and effective solutions.	None
(II) Standard operating procedures in place for investigative reports and follow-up action with strict confidentiality measures?	V		(II) Operating procedures for investigative reports and confidentiality measures are in place to form the basis of investigations.	None
(III) Measures taken to protect whistleblowers from retaliation?	V		(III) The identities of whistleblowers are kept confidential to protect them from retaliation.	None
IV. Information Disclosure Guidelines on business ethics and implementation disclosed on the official website and the Market Observation Post System (MOPS)?	V		Ethical Corporate Management Best Practice Principles are publicly accessible on the official website: https://www.winbond.com/hq/about-winbond/investor/compliance/	None
V. Describe any differences between actual practice and principles based on Ethical Corporate Management Best Practice Principles for TWSE/TPEx Listed Companies: Our Ethical Corporate Management Best Practice Principles were formulated under the Ethical Corporate Management Best Practice Principles for TWSE/TPEx Listed Companies and internal rules and regulations, and there have been no deviations in implementation.				
VI. Other important information to facilitate a better understanding of ethical management operations: We keep abreast of the development of ethical management rules and regulations in Taiwan and overseas through policy reviews to improve performance.				

10. Other significant information that may improve understanding of Winbond's corporate governance and implementation:
Please refer to the official website at https://www.winbond.com

11. Implementation of Internal Control System

1 Internal Control System Statement

Winbond Electronics Corporation
Statement of Internal Control System

Date: February 10, 2026

Based on the findings of the Company's self-assessment of its internal control system in 2025, Winbond Electronics Corporation hereby declares:

1. Winbond recognizes that the Board of Directors and management are responsible for establishing, implementing, and maintaining its internal control system and has designed such a system to provide reasonable assurance of operational effectiveness and efficiency (profitability, performance and safeguarding of assets), reliability, timeliness, reporting transparency, and compliance with applicable rulings, laws, and regulations.
2. Despite a perfect design, an effective internal control system has inherent limitations with only reasonable assurance of accomplishing the 3 aforesaid objectives and may be subject to change due to the environment and extenuating circumstances beyond our control. Nevertheless, Winbond takes immediate remedial action in response to any identified deficiencies with self-monitoring mechanisms.
3. Winbond evaluates the design and operational effectiveness of its internal control system based on criteria as per the Regulations Governing Establishment of Internal Control Systems by Public Companies (the Regulations) with 5 key components identified along with several items: (1) control environment, (2) risk assessment, (3) control activities, (4) information and communication, and (5) monitoring activities.
4. Winbond has evaluated the design and operational effectiveness of its internal control system according to the aforesaid criteria.
5. Based on evaluation results, Winbond believes that as of December 31, 2025, its internal control system (including the oversight and management of subsidiaries) is effectively designed and operationally effective, and offers reasonable assurance that our Board of Directors and management understand the degree to which the Company has achieved its operational effectiveness and efficiency objectives, that the reports are reliable, timely, and transparent, and that they comply with applicable rules, laws, regulations, and bylaws.
6. This Statement is an integral part of Winbond’s annual report and prospectus. If the above disclosed contents involve any falsehoods, concealment, or other illegality, legal liability will be entailed under Articles 20, 32, 171, and 174 of the Securities and Exchange Act.
7. This Statement was passed by the Board of Directors in their meeting held on February 10, 2026, with none of the 11 attending Directors expressing dissenting opinions, and the remainder all affirming its contents.

Winbond Electronics Corporation

Chairman: Arthur Yu-Cheng Chiao

President: James Pei-Ming Chen

2 Disclose the CPA’s review report on internal control system: None.

12. Important resolutions adopted in shareholder and board meeting(s) in the past year and up to the date of report

1. Report on the implementation of resolutions passed at the 2025 Shareholders' Meeting (For detailed information, please refer to the Market Observation Post System.)

   1) Subject matter: Approval of Business Report and Financial Statements for 2024

      Resolution: Passed

      Implementation: Details of the resolution are available on the Market Observation Post System (MOPS).

   2) Subject matter: Approval of Distribution of Earnings for 2024

      Resolution: Passed

      Implementation: Details of the resolution are available on the Market Observation Post System (MOPS).

   3) Subject matter: Discussion and Amendment of the Company's Articles of Incorporation

      Resolution: Passed

      Implementation: Change of registration was approved by the NSTC Central Taiwan Science Park Bureau via official letter, Zhong-Shang-Zi No. 1140012809, on June 10, 2025, and the amended articles are available on Winbond's website.

   4) Subject matter: Discussion on Removal of Non-Compete Clause for Directors

      Resolution: Passed

      Implementation: Details of the resolution are available on the Market Observation Post System (MOPS).

2. Significant Resolutions of the Board in 2025 and up to March 15, 2026:

Date	Summary of Significant Resolutions
February 18, 2025	1. Approval of Business Report and Financial Statements for 2024 2. Approval of Consolidated Business Reports, Consolidated Financial Statements of Affiliated Enterprises, and Affiliation Reports for 2024 3. Approval of Distribution of Earnings for 2024 4. Approval of *Statement of Internal Control System* for 2024 5. Approval of Amendment to the Company's *Articles of Incorporation* 6. Approval of Amendment to the Internal Control System 7. Approval of Business Plan and Operating Budget for 2025 8. Approval of Increase in Capital Expenditure Budget 9. Approval of Annual Remuneration for the Appointed Accounting Firm (Deloitte & Touche) 10. Approval of Removal of Non-compete Clause for Directors at the Company 11. Approval of Proposal for the Scheduled Convening of the Company's 2025 Annual Shareholders' Meeting 12. Approval of Purchase of Liability Insurance for Directors, Supervisors, and Key Officers 13. Approval of Amendment to the List of Non-Assurance Service Types and Service Lists Provided by the Pre-Approved Audit Accounting Firm for 2025 14. Approval of the Ratification of the Company's Derivative Financial Instrument Transactions 15. Approval of Dismissal of Mr. Chih-Chung Chou as CFO, Corporate Governance Officer, and Company Manager 16. Approval of Appointment of Executive Vice President Hsiang-Yun Fan as CFO and Head of Finance of the Company 17. Approval of Appointment of Deputy Director Liang-Wen Shen as Corporate Governance Officer of the Company
March 14, 2025	1. Approval of Application for a Syndicated Loan from Financial Institutions 2. Approval of Lease of Certain Areas and Parking Spaces on the 14th Floor of the Nangang Global One Building to Subsidiary Nuvoton Technology Corporation for Operational Use 3. Approval of the Establishment of a Special Non-Resident Rupee Account at DBS Bank India Limited 4. Approval of the Ratification of the Company's Derivative Financial Instrument Transactions 5. Approval to Ratify Obtaining Short-Term General Credit Lines and Derivative Financial Instrument Limits

Date	Summary of Significant Resolutions
	from Financial Institutions and the Signing of Related Documents 6. Approval of Individual Remuneration for the Company's 13th Board of Directors for 2024 7. Approval of Individual Salary Remuneration for the Company's 13th Board of Directors for 2025 8. Approval of Amendment to the Distribution of Variable Bonuses to Company Managers for the Second Half of 2024 to Company Managers 9. Approval of Distribution of Employees' Remuneration and Individual Allocation for Managers for 2024 10. Approval of Individual Remuneration to Managers for 2025 11. Approval of Company Managers' Participation in the Employee Stock Ownership Trust Program 12. Approval of Remuneration for the Company's Manager, Arthur Yu-Cheng Chiao
May 5, 2025	1. Approval of Consolidated Financial Statements for Q1 2025 2. Approval of the Increase in Capital Expenditure Budget 3. Approval of Acquisition of Publicly-traded Company Shares from the Stock Exchange 4. Approval of the *2024 Sustainability Report* 5. Approval of the Ratification of the Company's Derivative Financial Instrument Transactions 6. Approval for the Retroactive Recognition of the Company's Acquisition of a Short-Term General Credit Line from Financial Institutions and the Signing of Related Documents 7. Approval of Special Bonus to Chin-Feng Yang, Director of Accounting
June 17, 2025	1. Approval of Participation in Walsin Lihwa Corporation's follow-on offering 2. Approval of the Ratification of the Company's Derivative Financial Instrument Transactions
August 5, 2025	1. Approval of Consolidated Financial Statements for Q2 2025 2. Approval of Non-distribution of Earnings and Non-compensation of Accumulated Deficits in H1 FY2025 3. Approval of the Increase in Capital Expenditure Budget 4. Approval of the Removal of Non-Compete Clause for Directors at the Company 5. Approval of the Removal of Non-Compete Clause for Managers at the Company 6. Approval of Ratification of the Company's Derivative Financial Instrument Transactions 7. Approval for the Retroactive Recognition of the Company's Acquisition of a Short-Term General Credit Line and Derivative Financial Instrument Limit from Financial Institutions and the Signing of Related Documents 8. Approval of the Amendment to the *Rules for Directors' Remuneration and Board Performance Evaluations* 9. Approval of Vice President Jing-Fong Tsai's Retirement 10. Approval of Remuneration to Individual Managers 11. Approval of Manager Arthur Yu-Cheng Chiao's participation in the Employee Stock Ownership Trust Program
October 27, 2025	1. Approval of the Increase in Capital Expenditure Budget 2. Approval of the Ratification of the Company's Derivative Financial Instrument Transactions
November 4, 2025	1. Approval of Consolidated Financial Statements for Q3 2025 2. Approval of the Increase in Promised Investment in Kai-Hong Energy Co., Ltd. 3. Approval of Amendment to the Company's Accounting System 4. Approval of the Motion to Switch Accounting Service Providers 5. Approval of the Company's 2026 Audit Plan 6. Approval of Review of the Non-Assurance Service Provided for the Company's 2025 Accounting Final Report and Statement by CPA Oscar Shih of the Accounting Firm Deloitte & Touche 7. Approval of the Ratification of Derivative Financial Instrument Transactions 8. Approval for Confirming the Acquisition of a Short-Term General Credit Line and Derivative Financial Instrument Limit from Financial Institutions and the Signing of Related Documents 9. Approval of the Renewal of Pei-Lin Pai's Appointment as Consultant and Director of Research and Development 10. Approval of the Issuance of Severance Pay to ex-Chief Strategic Officer John Park 11. Approval of the Proposal to set the Allocation Ratio for Directors' Remuneration for Fiscal Year 2025 12. Approval of the Proposal to set the Allocation Ratio for Employees' Remuneration for Fiscal Year 2025
December 19, 2025	1. Approval of Changes in Capital Expenditure Items and Increase in Capital Expenditure Budget 2. Approval of a 5-Year Medium-Term Credit Line from a Financial Institution 3. Approval of the Amendment to Internal Control Mechanisms for the Shareholders' Affairs Department 4. Approval of the Ratification of Derivative Financial Instrument Transactions

Date	Summary of Significant Resolutions
February 10, 2026	1. Approval of Business Report and Financial Statements for 2025 2. Approval of Consolidated Business Reports, Consolidated Financial Statements of Affiliated Enterprises, and Affiliation Reports for 2025 3. Approval of Distribution of Earnings for 2025 4. Approval of *Statement of Internal Control System* for 2025 5. Approval of Amendment to the Internal Control System 6. Approval of Business Plan and Operating Budget for 2026 7. Approval of Increase in Capital Expenditure Budget 8. Approval of the Fourth Issuance of Offshore Unsecured Convertible Bonds 9. Approval of a 5-Year Medium-Term Credit Line from a Financial Institution 10. Approval of the Disposal of Common Shares for Walton Advanced Engineering, Inc. 11. Approval of Annual Remuneration for the Appointed Accounting Firm (Deloitte & Touche) 12. Approval of Purchase of Liability Insurance for Directors, Supervisors, and Key Officers 13. Approval of Amendment to the List of Non-Assurance Service Types and Service Lists Provided by the Pre-Approved Audit Accounting Firm for 2026 14. Approval of the Ratification of the Company's Derivative Financial Instrument Transactions 15. Approval of the Amendment to the Company's *Rules for Directors' Remuneration and Board Performance Evaluations* 16. Approval of the Promotion of Ms. Ming-Yi Tsai to Vice President
March 10, 2026	1. Approval to Sign as a Joint and Several Guarantor for a 5-year Syndicated Loan Valued under JPY¥ 48 Billion for Nuvoton Technology Corporation Japan, a Japanese Subsidiary in Which the Company Indirectly Holds a 52.78% Stake 2. Approval of a 5-Year Medium-Term Credit Line from a Financial Institution 3. Approval of a Long-Term Financing Plan 4. Approval of the Establishment of a Wholly-owned Subsidiary in Malaysia 5. Approval of Removal of Non-compete Clause for Directors at the Company 6. Approval of Proposal for the Scheduled Convening of the Company's 2026 Annual Shareholders' Meeting 7. Approval to Hold a Director (and Independent Director) Election in Accordance with Article 13 of the Company's *Articles of Incorporation* for the 14th Board of Directors 8. Approval of the List of Director (and Independent Director) Candidates for the 14th Board of Directors 9. Approval of the Removal of Non-compete Clause for the 14th Board of Directors (Including Independent Directors) and Their Representatives 10. Approval of the Ratification of the Company's Derivative Financial Instrument Transactions 11. Approval to Retroactively Recognize Short-Term General Credit Lines and Derivative Financial Instrument Limits from Financial Institutions and the Signing of Related Documents 12. Approval of Individual Remuneration for the Company's 13th Board of Directors for 2025 13. Approval of Individual Salary Remuneration for the Company's 13th Board of Directors for 2026 14. Approval of the Distribution of Variable Bonuses to Company Managers for H2 2025 15. Approval of the Distribution of Employees' Remuneration for 2025 16. Approval of Individual Remuneration to Managers for 2026 17. Approval of Remuneration for the Company's Manager, Arthur Yu-Cheng Chiao

13.Dissenting or qualified opinion of Directors or supervisors opposing important board-approved resolutions recorded or stated in a written statement in the past year and up to the date of report: None

14.Handling of material information:

The Company handles material information in accordance with rigorous internal procedures made publicly accessible via the Spokesperson and Deputy Spokesperson Rules, with added monthly reminders to all insiders and employees on the Procedures for the Prevention of Insider Trading to prevent violations of relevant regulations.

IV. Certified public accountant's fee information

1. The Company paid the following fees to the certified public account, the certified public accountant's firm, and its affiliates, of which non-audit fees amounted to less than one quarter of audit fees in 2025.

Unit: TWD thousands

Name of accounting firm	Name of accountant	Audit period	Audit fees	Non-audit fees	Total	Notes
Deloitte & Touche	Kenny Hung, Wen-Yea Shyu	2025/01/01–2025/12/31	9,787	5,519	15,306	Non-audit services: cybersecurity management services, master file, country-by-country reports, transfer pricing report, tax consulting, handling of cash capital increases, non-executive salary reporting and review.

1. Change of accounting firm, decrease in amount of paid audit fees after the change of accounting firm compared with that before the change, and the reasons for the decrease: None
2. Amount, percentage, and reasons for a decrease in audit fees of more than 15% from the previous year: None

V. Change of auditors in the most recent two fiscal years (including the period following the close of the previous fiscal year):

Deloitte & Touche notified the Company that, beginning in Q1 2026, **Ke-Chang Wu, CPA and Wen-Hsiang Chen, CPA** would replace **Kuo-Tien Hung, CPA and Wen-Ya Hsu, CPA** as Winbond’s auditors, citing internal human resource adjustments. The Board approved the change on November 4, 2025.

1. Notes on the original auditors:

<table>
<tr><td>Date of change</td><td colspan="3">November 4, 2025 (Board approval date)</td></tr>
<tr><td>Reason(s) for change</td><td colspan="3">Internal human resource adjustments by the accounting firm</td></tr>
<tr><td rowspan="3">Party effecting the change</td><td>Parties
Circumstance</td><td>Auditors</td><td>The Company</td></tr>
<tr><td>Termination by the Company</td><td colspan="2" rowspan="2">Not applicable</td></tr>
<tr><td>Refusal of (re)appointment by auditors</td></tr>
<tr><td>Reason(s) for auditing results other than unqualified opinions in the most recent two fiscal years, if any</td><td colspan="3">None</td></tr>
<tr><td>Differing opinions between auditors and the Company</td><td colspan="3">None</td></tr>
<tr><td>Other disclosures</td><td colspan="3">None</td></tr>
</table>

2. Notes on the replacement auditors:

Name of accounting firm	Deloitte & Touche
Name(s) of auditors	Ke-Chang Wu, CPA and Wen-Hsiang Chen, CPA
Date of appointment	November 4, 2025 (Board approval date)
Advisory regarding potential opinions on accounting methods for specific transactions, applicable accounting principles, and financial statements prior to appointment	None
Written statement on differing opinions between original and replacement auditors	None

3. Statement from original auditors regarding Article 10, Subparagraph 6, Items 1 and 2-3 of the *Regulations Governing Information to be Published in Annual Reports of Public Companies*: None

VI. Chairman, President, or manager in charge of financial or accounting matters who worked in the firm of the certified public accountant’s firm or its affiliates in the past year: None

VII. Changes in the shareholding of Directors, managers, and shareholders holding more than 10% of the shares and pledged shares in the past year as of the publication date of the annual report:

1. **Changes in the shareholding of directors, managers, and shareholders:**
   Navigate to the Market Observation Post System (MOPS) website > Search for Winbond Electronics Corporation (TWSE: 2344) > Click on “Insiders' holding, pledging and transfer of shares” > Click on “Ex-post Filing of Insiders Shareholding Change” (https://emops.twse.com.tw/server-java/t58query)
2. **Information regarding share transfer/pledging recipients who are a related party to the original shareholders:**
   None

VIII. Information on the top ten shareholders who are related to each other or are spouses or second-degree relatives

March 15, 2026; unit: shares

Name	Shares held by the person		Shares held by spouse, minor children		Total shares held in others’ names		Names and relationships (note 3) of the top ten shareholders who are related to other top-ten shareholders or are their spouses or second-degree relatives		Notes
	Number of shares	Shareholding percentage (Note 1)	Number of shares	Shareholding percentage (Note 1)	Number of shares	Shareholding percentage (Note 1)	Name	Relationship	
Walsin Lihwa Corporation	987,500,540	21.94%	-	-	-	-	Chin-Xin Investment Co., Ltd. Arthur Yu-Cheng Chiao Pai-Yung Hong Yu-Lon Chiao Yu-Heng Chiao	The chairs of the two legal entities are second-degree relatives Second-degree relative of the Chairman of the legal entity First-degree relative of the Chairman of the legal entity The Chairman of the legal entity Second-degree relative to the Chairman of the legal entity	-
Walsin Lihwa Corporation (Representative: Yu-Lon Chiao)	25,694,984	0.57%	672	0.00%	-	-	Arthur Yu-Cheng Chiao Pai-Yung Hong Chin-Xin Investment Co., Ltd. Yu-Heng Chiao	The two individuals are second-degree relatives The two individuals are first-degree relatives The chairs of the two legal entities are second-degree relatives The two individuals are second-degree relatives	-
Chin-Xin Investment Co., Ltd.	284,000,493	6.31%	-	-	-	-	Walsin Lihwa Corporation Arthur Yu-Cheng Chiao Pai-Yung Hong Yu-Lon Chiao Yu-Heng Chiao	The chairs of the two legal entities are second-degree relatives The Chairman of the legal entity First-degree relative to the Chairman of the legal entity Second-degree relative to the Chairman of the legal entity Second-degree relative to the Chairman of the legal entity	-
Chin-Xin Investment Co., Ltd. (Representative：Arthur Yu-Cheng Chiao)	68,635,673	1.52%	14,000,630	0.31%	-	-	Walsin Lihwa Corporation Pai-Yung Hong	Second-degree relative to the Chairman of the legal entity The two individuals are first-degree	-

Name	Shares held by the person		Shares held by spouse, minor children		Total shares held in others' names		Names and relationships (note 3) of the top ten shareholders who are related to other top-ten shareholders or are their spouses or second-degree relatives		Notes
	Number of shares	Shareholding percentage (Note 1)	Number of shares	Shareholding percentage (Note 1)	Number of shares	Shareholding percentage (Note 1)	Name	Relationship	
							 Yu-Lon Chiao Yu-Heng Chiao	relatives The two individuals are second-degree relatives The two individuals are second-degree relatives	
Allianz Taiwan Technologies Investment Fund under the custody of Hua Nan Bank's Trust Department	77,500,000	1.72%	-	-	-	-	--	-	-
National Labor Pension Fund–New System Investment Fund under the custody of Fuh Hwa Securities	74,255,277	1.65%							
Morgan Stanley Investment Fund under the custody of HSBC Taiwan	71,705,268	1.59%							
Arthur Yu-Cheng Chiao	68,635,673	1.52%	14,000,630	0.31%	-	-	Walsin Lihwa Corporation Pai-Yung Hong Yu-Lon Chiao Chin-Xin Investment Co. Ltd. Yu-Heng Chiao	Second-degree relative to the Chairman of the legal entity The two individuals are first-degree relatives The two individuals are second-degree relatives The Chairman of the legal entity The two individuals are second-degree relatives	-
UBS Europe SE Investment Fund under the custody of Citibank Taiwan	55,903,049	1.24%	-	-	-	-	--	-	-
Mizuho Securities Investment Fund under the custody of Standard Chartered Bank	54,378,853	1.20 %	-	-	-	-	--	-	-
Vanguard Total International Stock Index Fund, a series of Vanguard Star Funds under the custody of Standard Chartered Bank	45,405,041	1.00%	-	-	-	-	--	-	-
Pai-Yung Hong	43,488,556	0.96%	-	-	-	-	Walsin Lihwa Corporation Arthur Yu-Cheng Chiao	First-degree relative to the Chairman of the legal entity The two individuals are first-degree relatives	-

Name	Shares held by the person		Shares held by spouse, minor children		Total shares held in others' names		Names and relationships (note 3) of the top ten shareholders who are related to other top-ten shareholders or are their spouses or second-degree relatives		Notes
	Number of shares	Shareholding percentage (Note 1)	Number of shares	Shareholding percentage (Note 1)	Number of shares	Shareholding percentage (Note 1)	Name	Relationship	
							Yu-Lon Chiao Chin-Xin Investment Co. Ltd. Yu-Heng Chiao	The two individuals are first-degree relatives First-degree relative to the Chairman of the legal entity The two individuals are first-degree relatives	

Notes:
1. The "shareholding percentage" column was calculated using the total number of issued common stock as of March 15, 2026 (4,500,000,193 shares).
2. The custodian bank cannot provide the final list of ultimate beneficiaries.
3. Relationship disclosure made in accordance with the *Regulations Governing the Preparation of Financial Reports by Securities Issuers*.

IX. Consolidated shareholding percentage

December 31, 2025; unit: shares

Invested Business (Note)	Investment by the Company (A)		Investment by Directors, managers and businesses that are directly and indirectly controlled by the Company (B)		Consolidated Investment (A+B)	
	Number of shares	Shareholding percentage (%)	Number of shares	Shareholding percentage (%)	Number of shares	Shareholding percentage (%)
Atfields Manufacturing Technology Corporation	4,000	100	-	-	4,000	100
Callisto Holdings Limited	19,045,985	100	-	-	19,045,985	100
Miraxia Edge Technology Corporation	4,000	100	-	-	4,000	100
Winbond Electronics Corporation Japan	2,970	100	-	-	2,970	100
Winbond Electronics Germany GmbH	850,000	100	-	-	850,000	100
Winbond International Corporation	87,960,000	100	-	-	87,960,000	100
Winbond Technology Ltd	100,000	100	-	-	100,000	100
Winbond Electronics (HK) Limited	71,150,000	100	-	-	71,150,000	100
Winbond Electronics India Private Limited	27,998,400	99.99	1,600	0.01	28,000,000	100
Nuvoton Technology Corporation	221,554,635	52	5,747,640	1	227,302,275	53
Chin-Xin Investment Co., Ltd	182,840,999	38	194,710,785	40	377,551,784	78
Theaceae Conservation Corporation	27,000,000	15	112,000,000	62	139,000,000	77

Note: Long-term investments over which the Company has significant influence and which are accounted for with the equity method

D

Fundraising Status

I. Capital and Shares

(I) Sources of equity

March 15, 2026; unit: shares; NT$

Month and year	Issue price	Authorized Share Capital		Paid-in Capital		Note		
		Number of shares	Amount	Number of shares	Amount	Source of equity	Use of property other than cash to offset payment for shares	Approval date and document number
2014.02	10	6,700,000,000	67,000,000,000	3,694,023,193	36,940,231,930	Exercise of employee stock options: NT$20,560,000	None	2014/02/19 Zhong-Shang-Zi No. 1030003799
2014.05	10	6,700,000,000	67,000,000,000	3,694,466,193	36,944,661,930	Exercise of employee stock options: NT$4,430,000	None	2014/05/14 Zhong-Shang-Zi No. 1030011345
2014.09	10	6,700,000,000	67,000,000,000	3,694,640,193	36,946,401,930	Exercise of employee stock options: NT$1,740,000	None	2014/09/18 Zhong-Shang-Zi No. 1030021668
2014.11	10	6,700,000,000	67,000,000,000	3,694,982,193	36,949,821,930	Exercise of employee stock options: NT$3,420,000	None	2014/11/20 Zhong-Shang-Zi No. 1030026773
2015.11	10	6,700,000,000	67,000,000,000	3,580,000,193	35,800,001,930	Capital reduction by treasury stock: NT$1,149,820,000	None	2015/11/18 Zhong-Shang-Zi No. 1040028089
2017.12	10	6,700,000,000	67,000,000,000	3,980,000,193	39,800,001,930	Follow-on offering: NT$4,000,000,000	None	2017/12/26 Zhong-Shang-Zi No. 1061000748
2023.11	10	6,700,000,000	67,000,000,000	4,180,000,193	41,800,001,930	Follow-on offering: NT$2,000,000,000	None	2023/11/23 Zhong-Shang-Zi No. 1120026814
2024.08	10	6,700,000,000	67,000,000,000	4,500,000,193	45,000,001,930	Follow-on offering: NT$3,200,000,000	None	2024/08/29 Zhong-Shang-Zi No. 1130019106

March 15, 2026; unit: share

Type of shares	Authorized share capital			Note
	Outstanding shares	Unissued shares	Total	
Ordinary shares	4,500,000,193	2,199,999,807	6,700,000,000	Listed stocks of the Company

Notes:

1. Within the total above-mentioned capital amount, a maximum of NT$5 billion in shares with a par value of NT$10 each may be issued through share subscription warrants, preferred share subscriptions, or corporate bonds with warrants to specific creditors, provided that the aggregate total does not exceed 0.5 billion shares and the shares may be issued in installments. The Board of Directors may adjust the quotas for the aforementioned issuances based on capital market conditions and operational needs.
2. Information on shelf registration to issue corporate bonds: None

(II) List of major shareholders

1. Names of the shareholders who hold more than 5% of total shares, along with their shareholding amounts and percentages:

March 15, 2026

Name	Number of shares held	Shareholding percentage
Walsin Lihwa Corporation	987,500,540	21.94%
Chin-Xin Investment Co., Ltd	284,000,493	6.31%

2. For names of the top ten shareholders ranked by shareholding percentage, along with their shareholding amounts and percentages, please refer to pages 60-62.

(III) Dividend policy and implementation status

1. Dividend policy

Winbond's dividend policy is described in the Articles of Incorporation as follows:

With taxes and accumulated losses deducted, 10% of pre-tax profits at the end of the current year shall be set aside as legal reserve as per applicable laws and regulations unless equal to paid-in capital, after which any remaining balance may be allocated based on orders of competent authorities or business needs as proposed by the Board of Directors in shareholder meeting for a resolution to determine the distribution of bonuses and dividends.

Where earnings, legal reserve, and capital surplus above are to be distributed in cash, the board shall be granted authority to decide a resolution adopted by a majority vote at a meeting attended by over 2/3 of Directors with a distribution report presented at the shareholder meeting.

Winbond's dividend distribution policy conforms to the Company Act and Articles of Incorporation with due consideration to capital and financial structure, operating status, retained earnings, industry characteristics, and the economic cycle. For future operational scale and cash flow, no less than 30% of current year's net profit after tax with losses, legal and special reserves deducted shall be distributed conservatively to shareholders either as stock (no less than NT$0.1 per share) or cash dividend (no less than 50% of total) to promote corporate sustainability.

Earnings may be distributed or losses made up at the end of each half of a fiscal year. Statements and proposals set forth in Article 21 herein shall be prepared and resolved by the Board of Directors.

Employees' and Directors' remuneration and taxes payable shall be estimated and reserved in distributing earnings with losses and legal reserve set aside unless equal to paid-in capital. Cash dividends shall be resolved by the Board of Directors while newly issued shares shall be resolved by the shareholder meeting.

2. Implementation status

Pursuant to the Company's *Articles of Incorporation* and Article 240 of the *Company Act*, Winbond's Board of Directors convened on February 10, 2026 and resolved to distribute earnings for 2025 in the form of cash dividends amounting to NT$ 2,250,000,096 (NT$ 0.5 per common share). In the event of a change in outstanding shares due to buybacks, resulting in a change in the per-share cash dividend available to shareholders, the Chairman is authorized to adjust the per-share dividend based on the actual number of outstanding shares on the ex-dividend date, rounded down to the nearest whole dollar. Any remaining balance less than NT$1 due to rounding will be disregarded for cash dividends, and recorded as Other Revenue on the Company's financial statements. (Note: There were no interim distributions of earnings in FY 2025.)

(IV) Impact of stock dividend issuance on the Company's business performance and EPS: Not applicable

(V) Percentage or range of employee and director remuneration as stipulated in the Company's Articles of Incorporation:

Prior to deducting employee and director remuneration for the year, the Company shall set aside not less than 1% of the pre-tax net profit for director remuneration and not less than 1% for employee remuneration, to be distributed to employees in the form of stock or cash as determined by the Board of Directors. Proposals for the distribution of employee and director remuneration shall be reported to the Shareholders Meeting. However, if the Company has accumulated losses, the amount necessary for offsetting such losses shall be reserved in advance, after which employees' and Directors' remuneration shall be distributed in the aforementioned proportions.

1. The basis for estimating the amount of employee and director profit-sharing remuneration and calculating the number of shares or cash to be distributed as employee profit-sharing remuneration, and the accounting treatment of discrepancies between the actual distributed amounts and the estimated figures:

The Company's financial performance for 2025 has been audited by accountants. In accordance with Article 22 of the Company's *Articles of Incorporation*, 1% of the Company's net profit will be allocated as board compensation, totaling NT$51,474,691; 2% of its net profit will be allocated as employee remuneration, totaling NT$102,949,384,

fully distributed in cash. These allocations have been approved by the Remuneration Committee and the Board of Directors.
If any changes occur after the release of the consolidated annual financial statements, adjustments will be reflected in the following fiscal year in accordance with accounting estimate revisions.

2.Remuneration distribution approved by the Board of Directors:

Year: 2025 Unit: shares; NT$

Employee profit-sharing remuneration				Director profit-sharing remuneration	If there is any discrepancy between the actual distributed and the recognized employee or director profit-sharing remuneration in the financial statements of the year		
Cash amount	Stock amount	Number of shares	Total	Cash amount	Amount of discrepancy	Cause	Treatment
102,949,384	-	-	102,949,384	51,474,691	-	Not applicable	Not applicable

Note: There is no difference between the aforementioned employee and director remuneration and the employee and director remuneration recognized in the consolidated financial statements for 2025.

3. Actual distribution of employee and director remuneration for the previous year:

1) Distribution of cash/stock bonuses for employees and remuneration for directors:

The Company distributed employee cash bonuses in the amount of NT$ 13,399,510, and director remuneration in the amount of NT$ 6,699,755 in 2024.

2) Reason(s) for and treatment of differences between approved and distributed employee bonuses and director remuneration, if any: No differences

(VI) Stock Buybacks: None

II. Issuance of corporate bonds

March 15, 2026; Unit: NT$

Type of corporate bond		First Domestic Secured Corporate Bonds Issued in 2018
Date of issuance (processing)		July 17, 2018
Denomination		1,000,000
Issue price		Issued at par value
Total amount		10,000,000,000
Interest rate		Annual interest rate of 1%
Bond period		Maturity date: July 17, 2025 (7-year term)
Guarantors		Taiwan Cooperative Bank, CTBC Bank, Taishin International Bank, Mega International Commercial Bank, DBS Bank Limited, Bank of Taiwan, Chang Hwa Bank, E.SUN Commercial Bank, First Bank, Taiwan Business Bank
Trustee		Bank SinoPac
Underwriter		Taiwan Cooperative Securities
Certified lawyer		Hsin-Lan Hsu, Partner at Lee and Li, Attorneys-at-Law
Certified public accountant		Hung-Pin Yu, Deloitte & Touche
Repayment method		Bullet
Outstanding principle		0
Redemption or early redemption terms		None
Restrictive covenants		None
Name of credit rating agency, rating date, and corporate bond rating		None
Other attached rights	Amount converted (exchanged or subscribed) to common stock, overseas depositary receipts, or other marketable securities as of the publication date of the annual report	Not applicable
	Method of issuance and conversion (exchange or subscription)	Not applicable
Issuance; conversion, exchange, or subscription rules and possibility of dilution of equity under the terms and conditions of issuance and its effect on existing shareholder equity		None
Name of the entrusted custodian of the subject of the exchange		Not applicable

III. Issuance of Preferred stock: None

IV. Issuance of Depository Receipt: None

V. Status of Employee stock option plan: None

VI. Status of Employee restricted stocks: None

VII. Status of issuance of new shares in connection with Mergers and Acquisitions: None

VIII. Status of implementation of the capital utilization plan:

The Company’s capital utilization plan execution status has been publicly disclosed on the Market Observation Post System and is available in the **Fundraising Plan Execution section**.
(https://mopsov.twse.com.tw/mops/web/bfhtm_q1)

E

Business Overview

I. Description of Business

(1) Scope of Business

1. Main Business and Breakdown of Revenues

Our core products include Code Storage Flash Memory and Customized Memory Solution. Logic ICs are the main products of Nuvoton Technology Corporation ("Nuvoton"), a major subsidiary of Winbond.
Revenue breakdown of each product as a percentage of consolidated operating revenue for 2025 is as follows:

Unit: TWD in thousands

Main Product	Operating Revenue	%
Customized Memory	26,243,596	29
Flash Memory	31,074,913	35
Logic IC	30,249,300	34
Others	1,838,362	2
Operating revenue as reported in consolidated financial statements	89,406,171	100

2. Main Products

(1) Code Storage Flash Memory

- The main products include service codes and related data storage and program execution solutions, such as NOR, NAND, MCP, SpiStack, and TrustME® Secure Flash.
- The primary applications include personal computers and peripherals, servers, data centers, mobile handheld devices and healthcare products, networking products, smart IoT, consumer electronics, and automotive and industrial electronics.

(2) Customized Memory Solution

- Customized Ultra-Bandwidth Elements (CUBE): Primarily applied in various edge AI computing applications, replacing the third or fourth level cache (last level cache) in CPU chiplet design and corresponding silicon-Interposer solutions.
- Specialty Memory: Specialty Memory are mainly applied in 3C products as well as automotive and industrial electronics. Specifications include 64Mb–8Gb SDR & DDR/2/3/4 and Known Good Die (KGD).
- Mobile Memory: Mobile Memory are used primarily in mobile phones, tablet devices, low-power mobile devices, wearable devices, automotive and industrial electronics, and IoT applications. Specifications include 32Mb–512Mb HyperRAM, 128Mb ~ 8Gb mobile DRAM, and Known Good Die (KGD).

(3) Logic IC

Our subsidiary Nuvoton primarily specializes in IC design and sales and IC foundry services with a wide range of applications in microcontrollers (MCU), audio products, and cloud computing products. Since the acquisition of Nuvoton Technology Corporation Japan (NTCJ), our scope of operations has expanded to include image sensing and battery management, thus further broadening the application of MCU products. Nuvoton also owns a 6-inch IC fab with various process technologies for professional IC foundry services.

3. New products and services under development

(1) Code Storage Flash Memory

- Winbond is an IDM memory company with its own wafer fabrication plants, manufacturing process technology, and product development teams. In addition to continuously developing next-generation manufacturing process technology, the Company also utilizes its existing manufacturing process technology to quickly develop derivative manufacturing processes tailored to segmented market needs, driving the development of application-specific Flash memory.
- Currently, the Company is developing products such as high-density Flash memory required by AI servers and IIoT, 1.2V low-voltage interface Flash memory for SoC/MCU and CPU/GPU/DPU products enabled by

advanced fabrication processes developed in response to rapidly growing market demand, to accommodate lower core and I/O interface voltages, and high-reliability, high-density, and high-speed Flash memory necessary for automotive electronics. Additionally, to meet application security needs and regulatory requirements, the Company is continuously developing high-security Flash memory.

(2) Customized Memory Solution

- CUBE: Provides customers with a highly flexible design architecture (channel, bank, IO), ultra- bandwidth, ultra-low transmission power consumption, ultra-small IO area (TSV = 9 μm), and silicon-Interposers, meeting the needs of various edge AI computing applications or CPU chiplet design to replace third- or fourth-level cache (last level cache) memory.
- Specialty Memory: The Company continues to develop low-to-medium density products using the 20nm DRAM manufacturing process. These products mainly have applications in 3C products as well as automotive and industrial electronics. We are also developing next-generation 16nm DRAM process and products.
- Mobile Memory: The Company continues to develop LP-DDR4x 20nm products with various capacities, featuring low power consumption, high bandwidth, and improved data transfer rates for low-power mobile devices, wearable devices, IoT applications, smart cameras, and automotive and industrial electronics.

(3) Logic IC

- Computers and servers: Includes the next-generation embedded controller (EC) for laptops, next-generation trusted platform module (TPM), docking microcontrollers, next-generation satellite management controllers (auxiliary management controllers), next-generation open-source silicon Root of Trust (OpenTitan), and eUSB2 standard hardware interface.
- Automotive and communication: Includes Automotive Grade 1 Class-D audio power amplifiers and next-generation MOSFETs that support audio inputs enabled by advanced 12-inch wafer fabrication processes.
- Consumer electronics: Includes the NuMicro® M3331 MCU based on the Cortex-M33 architecture; price competitive consumer-grade microcontrollers based on the Cortex-M23 architecture; high-performance stereo DAC for high-fidelity audio systems; and audio IC with high volume and high-quality sound, equipped with speaker protection mechanisms and next-generation AI-enabled microcontrollers providing computing power as high as 110 giga operations per second (GOPS).
- Industrial control: Includes 5V high anti-interference microcontrollers; the industrial-grade BM-IC KA49703A suited for data center BBU and ESS; and the development of a TOF-CIS design (KW33003) for AMR and other 3D sensing applications.

(2) Industry Overview

1. Current Industrial Status and Development

(1) Code Storage Flash Memory

The development of emerging applications such as AI servers, AIoT, IIoT, automotive electronics, wearables, and physical AI applications has created new demands for Flash memory. Additionally, the integration of AI technology into existing products is driving increased Flash memory density. With the growing needs for data security, the overall code storage Flash memory market is experiencing steady, long-term growth, with a shift toward more specialized markets.

NOR Flash is widely used in various wearable application markets, focusing on high reliability, fast reading speeds, random reading/writing capabilities, and execute-in-place (XIP) functions. NAND Flash, on the other hand, is used for larger program codes that are loaded into system DRAM for execution (e.g., Linux systems and applications), making it ideal for networking equipment, automotive ADAS systems, and wearables.

Secure Flash is designed for applications requiring high data security, such as servers and connected devices. It plays a key role in facilitating compliance with terminal equipment and confidential data storage-related data security laws. For example, the EU’s Radio Equipment Directive (RED) mandates cybersecurity requirements for wireless access equipment, while the U.S. CNSA 2.0 standards enforce software and firmware signing to counteract post-quantum cryptographic (PQC) threats. With the surge in cybersecurity demands, Secure Flash offers a relatively straightforward solution and is emerging as a key application within the code storage memory segment.

(2) Customized Memory Solution

In H2 2025, we saw a structural shift in DRAM demand driven by AI, and this trend is expected to continue well into 2026, as DRAM manufacturers scramble to increase capacity to meet the exponential growth in demand. This supply-demand gap will continue to widen throughout 2026, and manufacturers might not catch up until 2028.

(3) Logic IC

Driven by advances in AI technology, endpoint AI is experiencing strong growth in industrial automation and smart home appliances due to its advantages of low latency, high reliability, and enhanced privacy. The Company's subsidiary Nuvoton has been deeply engaged in the field of AI for many years and has officially launched its first AI MCU. Compared to traditional MCUs, this AI MCU offers 10 times the AI computing power, filling the market gap in the 50 to 500 GOPS range. It also features a comprehensive ecosystem, including free Keil tools and various third-party solutions, further lowering development barriers and accelerating market deployment.

In the cloud computing sector, product applications range from data centers and AI servers to edge computing and endpoint devices. Our product lines span BMC, eBMC, Super I/O, EC, TPM, and security and power management chips. With the growth in AI servers and PCs, the market is moving towards higher performance, lower power consumption, and greater data integrity. We will continue to work with our international partners to improve embedded processor performance, hardware-software integration, and hardware encryption capabilities to meet the demands of cloud and edge AI while enhancing both performance and security.

Our automotive line focuses on smart vehicles and electric vehicles. In terms of batteries, our power monitoring IC provides highly accurate measurements, SOI insulation, and ample redundant design, enabling our clients to quickly meet ISO 26262 ASIL-D specifications without compromising safety and battery life. Driven by digitalization trends, the demand for HMIs, e-dashboards, HUDs, and DMS/OMS capabilities continues to rise. In response, Nuvoton is actively developing high-performance ECU and 3D ToF sensing technologies in order to capture the future SDV and high-end autonomous vehicle market.

Our motor-driven solutions are widely used in home appliances, industrial control, automotive, and server applications. Leveraging our mature motor control technologies and high integration capabilities, we balance high efficiency, heat dissipation, and footprint miniaturization. In 2025, Winbond simultaneously launched a 48V solution for high-power AI servers with high heat dissipation requirements and a 12V entry-level solution to round out our multi-voltage product range. In the near future, we aim to integrate FOC technologies to enhance energy efficiency and system reliability under high loads.

2. Links between the upstream, midstream, and downstream suppliers

(1) Memory industry

The industry supply chain consists of upstream equipment suppliers who provide fabrication equipment and raw material suppliers who produce silicon wafers, masks, chemicals, metal targets, gases, and other raw materials.

After purchasing equipment and raw materials, midstream memory suppliers use fabrication equipment to develop a series of complex processes including lithography, rapid high-temperature processing, chemical vapor deposition, ion implantation, etching, chemical machinery polishing and grinding, and process control and monitoring. In addition, midstream memory manufacturers will design and develop relevant memory products based on market demand and future market trends. Process technology is used for finished products on wafers to be delivered to downstream suppliers for backend packaging and testing.

Downstream packaging and testing suppliers are responsible for cutting, grinding, packaging, and completing the final tests of wafers fabricated in the preceding stage before delivering them to memory suppliers. The finished products are distributed to end-product system manufacturers, module manufacturers, or distributors who then apply memory products to end products for end customers.

(2) Logic IC industry

The supply chain of the Logic IC industry is roughly composed of upstream IC design companies, midstream IC manufacturers, and downstream IC packaging and testing plants. In terms of the supply chain, MCUs are the core of end products, facilitating control and computing processes. In the area of cloud computing IC, downstream customers consist mainly of industries involved in servers, desktop workstations, personal computers, smart handheld devices, network communications, and industrial computers.

3. Development trends and competition for products

(1) Code Storage Flash Memory

Winbond, one of the three major global suppliers of code storage Flash memory, specializes in NOR Flash and SLC NAND Flash as its core products. As low-density products mature, there exists a demand for higher capacities in lower footprint packaging in order to meet the needs of AI applications. Future product development will focus on low footprint, high density, high reliability, and high performance, while also targeting emerging niche markets. Examples include low-footprint Flash memory for wearables, high-density, high-reliability, and high-performance Flash memory for AI servers and automotive electronics, which utilize advanced logic manufacturing process SoC technology with low-voltage 1.2V interfaces.

Currently, the code storage Flash memory industry is primarily supplied by major international manufacturers, along with some companies from Taiwan and China. The NOR Flash market is dominated by manufacturers from Taiwan, China, Germany, and the United States, along with other smaller-scale Chinese companies. The SLC NAND Flash market is primarily supplied by companies from Japan, the United States, Taiwan, and China. With more Chinese manufacturers entering the market, competition has intensified. The Secure Flash market consists of suppliers from Germany and Taiwan with expertise in information security technology.

Currently, there are two major market trends. The first is the IDM model, which involves independent manufacturing process development and self-owned wafer fabrication capacity, with major manufacturers from Taiwan, the United States, and Germany. The mainstream technology for NOR Flash ranges from 55nm to 45nm, while that for NAND Flash ranges from 46nm to 19nm. The second major trend is the fabless model, in which companies develop products using manufacturing processes provided by wafer foundries. This model is primarily adopted by major Chinese manufacturers and new entrants from China. The mainstream technology for NOR Flash in this segment ranges from 55nm to 48nm, while that for NAND Flash ranges from 46nm to 24nm.

(2) Customized Memory Solution

In terms of product technology, the global DRAM market is currently dominated by three major international manufacturers. However, Chinese DRAM manufacturers are expected to expand their monthly production capacity to 300,000 wafers by the end of 2025, which will make them the world’s third or fourth largest DRAM manufacturers. At present, the four leading DRAM manufacturers have entered mass production for the next-generation DDR5 and LP-DDR5, with mainstream density increasing to 16Gb/24Gb/32Gb. Overall, in 2025, demand for AI server high bandwidth memory (HBMx) and DDR5 remains strong, while demand in other terminal applications remains stable. However, the automotive and industrial sectors are seeing a weaker demand. Notably, significant investments by world-class companies in AI servers are expected to drive HBMx demand, with a projected compound growth rate of 48.5% in revenue from 2024 to 2029.

In terms of manufacturing process technology, in recent years, the three major DRAM manufacturers have continued to increase their advanced 1βnm and 1γnm DRAM node production ratios. Domestic industry players, in addition to introducing 2xnm and 2ynm DRAM technology through licensing agreements, are also independently developing their own 16nm DRAM manufacturing technology, with small-scale productions beginning in 2025.

(3) Logic IC

Competition in the semiconductor industry is accelerating due to AI, electrification, and digitalization trends, marking a shift in focus from the performance of individual components to system integration, power efficiency, security, and comprehensive ecosystems. In the field of AI computing, edge AI, AI servers, and AI PCs are driving demand for MCUs, MPUs, BMCs, ECs, and security ICs. Major international manufacturers are vying to strengthen AI computing power, cybersecurity safeguards, and hardware-software integration, raising the barriers to entry for new players. In this competitive landscape, companies with platform and ecosystem advantages have the edge.

In the automotive market, the move towards electrics and SDVs are pushing battery monitoring, automotive MCUs, sensing technologies, and ECUs toward higher security (ASIL-D) and higher reliability. SOI, high redundancy, and 3D sensing have become our key differentiators as competition shifts from price-driven to technology- and certification-driven.

Demand for green energy electronics is driven by the popularity of high-power consumption AI servers, with a rapid increase in the demand for 48V architecture, advanced motor control, and high-efficiency MOSFETs. Manufacturers must find the sweet spot while balancing heat dissipation, power efficiency, and footprint miniaturization.

In terms of wafer foundry, AI and power management ICs are driving up demand for high-reliability processes, and competition primarily focuses on application-oriented processes, long-term client partnerships, and regional expansion.

The industry as a whole is characterized by a concentration of high technology and differentiated competition. Those with greater ecosystem integration and R&D capabilities can continue to expand their market reach.

(3) Technology and R&D Overview

1. R&D expenditures of Winbond and its subsidiaries, including Nuvoton, during the previous fiscal year and the current fiscal year up to the date of publication of the annual report are as follows:

Unit: TWD in thousands

Item	2025	2026 (as of March 15)
R&D expenses	18,186,458	4,187,911

2. Successfully developed technologies and products

(1) Code Storage Flash Memory

We continue to develop code storage Flash memory products that offer added value, small form-factor, enhanced security, high speeds, low power consumption, low voltage, or encryption functions, and we have also developed advanced processes to secure our leading position in serial NOR Flash memory. In addition, we promoted serial interfaces and cost-effective 1Gb/2Gb/4Gb/8Gb products to meet the needs of different end-user applications.

Our state-of-the-art F45 NOR products have entered mass production and are being shipped in large volumes to key industry-leading clients. Our F24 NAND Flash products also entered mass production in 2025 and have begun shipments. These two key manufacturing process technologies deliver significant improvements in product performance and chip area compared to the previous generation and Winbond competitors, while also meeting industry reliability standards. Winbond is currently leveraging these two leading manufacturing process technologies as a foundation to develop multiple derivative processes and products tailored to emerging application demands, including high bandwidth, low-voltage high performance, and wide-voltage solutions. We also have three other processes entering mass production in 2025, including i) the all-new high-efficiency 8 I/O Octal NOR suitable for emerging automotive electronics, industrial control systems, and emerging applications requiring high I/O efficiency; ii) the 1.2V low-voltage I/O NOR series for SoC/MCU and CPU/GPU/DPU products enabled by advanced fabrication processes developed in response to rapidly growing market demand, to accommodate lower core and I/O interface voltages; and iii) the upgraded 3V NOR with significantly improved efficiency, functionality, and reliability, allowing for broad implementation in AI servers, automotive electronics, industrial control, and other applications.

(2) Customized Memory Solution

Winbond is the first Taiwanese supplier to have successfully developed its own 38nm, 25nm, and 20nm DRAM manufacturing process technology. We have successfully completed development of our latest 16nm process, with mass production beginning in Q1 2026 to meet customer demands for high quality, high reliability products; long product lifecycles; and specialized manufacturing process specifications.

Winbond has completed the development of its through-silicon via (TSV) and silicon-Interposers and is actively developing advanced wafer-level packaging technology (3DIC). Mass production is planned for 2026 to cater to the customization demands for new edge AI electronic devices.

Specialty Memory technology has evolved from SDR/DDR/2/3 to DDR4.

Mobile Memory is also progressing from LP-DDR/2/3 to LP-DDR4 and HyperRAM.

(3) Logic IC

2025 saw the continuation of our R&D achievements and technological breakthroughs in embedded computing, automotive electronics, and Endpoint AI. In terms of cybersecurity and MCU applications, our NuMicro® M2354, with its chip-level physical protection mechanism, won Taiwan MCU of the Year at the EE Awards for its leading position in security design and system reliability. In the same year, we officially launched the M55M1 product for Endpoint AI. Equipped with computing power 100 times that of traditional MCUs, the M55M1 enables intelligent applications that previously relied on high-end processors to be implemented on embedded systems, opening up endless possibilities for product functionality innovation and rapid iteration.

In automotive and audio applications, we launched the automotive-grade, filter-free, 3-watt, Class-D audio amplifier NAU83U25YG, and the NuMicro® M2A23 automotive-grade MCU, targeting the smart lighting, automotive control, and industrial application markets to further strengthen our product line's competitive advantage in the automotive industry. To improve the efficiency of AI application deployment, we also launched the NuML Toolkit, a high-efficiency AI MCU deployment tool, which significantly lowers the development threshold and accelerates the implementation of embedded smart applications.

In terms of industrial and high-security computing, Nuvoton has successfully developed the MA35 microprocessor, which boasts the smallest industrial-grade package in the industry while simultaneously accommodating the highest DRAM density. Our NuMicro® MA35D1 microprocessor enabled our partner, EMAC Inc., to launch new system modules that were previously impossible. Furthermore, the MA35D1's dual-operation system architecture provides enhanced real-time performance, data integrity, and system flexibility for industrial automation and AIoT applications, showcasing our key technological strengths in high-end embedded platforms.

(4) Long- and Short-Term Business Development Plans

1. Short-Term Business Development Plans

(1) Code Storage Flash Memory

- We present to the market new products featuring next-generation 45nm NOR Flash and 24nm NAND Flash, which offer performance and cost advantages. We have actively updated our existing product lines and created new product series to penetrate segmented markets, enhance our competitiveness, and expand into emerging applications.
- We continue to expand our market presence in computers and peripherals, mobile handheld devices, healthcare products, consumer electronics, and communication products. Additionally, we actively explore new domains such as AI servers, AIoT, IIoT, and automotive electronics to increase our market share.
- We segment the market by offering a diverse product portfolio, serving world-class customers, and establishing a comprehensive product and service ecosystem to serve and expand our customer base while ensuring our revenue stability and growth.

(2) Customized Memory Solution

- Focused on meeting client demands for high bandwidth, low transmission power consumption, small I/O area, and flexible design—to develop advanced wafer-level packaging technology (3DIC) and advanced high-K metal gate (HKMG) manufacturing processes.
- We focus on customer demands to design cost-effective, customized memory with precise specifications, along with customized silicon-Interposer products to meet customers' needs of edge AI electronic device applications. This approach enhances our core competitiveness and future profitability.
- We improve our 20nm DRAM manufacturing process mass production yields to lower our production costs and enhance our product quality.

- We continue to develop our 16nm DRAM manufacturing processes while optimizing our 20nm LP-DDR4 product line, Known Good Die (KGD), automotive and industrial electronics, MCP, and other niche market product portfolio to increase our per-unit area output value and profit margins.

(3) Logic IC

- Our short-term strategy focuses on high-growth applications in major global markets by deepening partnerships with key clients across Asia, North and South America, and Europe to enhance market penetration and order intake.
- By leveraging our core technology strengths in computing systems, secure architectures, MCUs, power management, power components, motor control, high-speed interfaces, and spatial sensing, we deliver value-added products and flexible technical support to help customers enhance their product competitiveness.
- We strategically position ourselves to capture structural growth opportunities in every market based on regional industry characteristics, including applications such as AI servers, cloud and edge computing, new energy vehicles, energy storage systems, industrial control, automotive electronics, and high-end consumer electronics.
- We continue to optimize manufacturing processes and product quality, focusing on high-efficiency, low-power, and high-reliability solutions to meet the rapidly changing demands of the market.

2. Long-Term Business Development Plans

(1) Code Storage Flash Memory

- We continue to expand our presence in emerging application markets, including AI servers, data centers, automotive and industrial IoT, AIoT, wearable devices, and healthcare applications.
- We develop high-bandwidth, high-performance, and high-density products to meet the aforementioned demands while ensuring high security. Additionally, we integrate innovative and heterogeneous memory solutions into our products, with a focus on high-speed, low-voltage, low-power consumption, and high-security levels. Moreover, we uphold the vision of being "a hidden champion in providing sustainable semiconductors to enrich human life," manufacturing environmentally friendly memory products through energy-efficient and low-power consumption design, carbon-reducing green manufacturing processes, and green power productions.

(2) Customized Memory Solution

- We develop customized memory and customized silicon-Interposers while actively expanding edge AI applications in new consumer electronics.
- We increase our customized memory and silicon-Interposer KGD 2.0 market share.

(3) Logic IC

- Amid evolving geopolitical dynamics and supply chain restructuring, the Company is actively expanding its business in the European, American, and Southeast Asian markets to enhance its global operational resilience while maintain a stronghold at home in Asia.
- We continue to establish and expand operating bases in Germany, the U.S., and India, expanding our operating and technical support teams to provide services closer to our clients. We emphasize localized marketing, sales, and support efforts based on our clients' design and production needs.
- We continue to invest in key processes and differentiated technologies, focusing on markets with high barriers to entry—such as high-power electronics, automotive, and industrial applications—to enhance the overall value of products and deter potential competitors.
- Leveraging our capabilities in R&D, fabrication, international standards compliance, and distribution, we aim to steadily expand our international customer base and move towards becoming a high-integration, application-oriented global semiconductor supplier.

(5) Intellectual Property (IP)

Under our intellectual property management system, we have formulated IP policies that align with our operational goals to foster an innovative culture. Our system strengthens employees' awareness of IP protection and encourages employees to generate innovative and high-quality IPs in daily operations, strengthening Winbond's sustainable competitive advantage. The IP policy covers (1) IP management implementation; (2) sustainable operations conducive to innovative R&D and IP protection awareness; and (3) continuous deployment of high-quality patent portfolios for key technologies.

In terms of patent management, annual proposal targets are set through a comprehensive assessment of the Company's operational goals and R&D resources. This increases the proportion of patent proposals driven by product development strategies, fostering cohesion between the Company's operational goals and IP management strategies. An Intellectual Property Department and a Patent Committee were established to oversee IP management. Their responsibilities include patent evaluation and review, awarding of prizes, and the planning and implementation of strategies. During the internal proposal stage, applications are rigorously reviewed based on the patent laws and standards of various countries and potential commercial value to improve patent quality and approval rates while ensuring our R&D results are adequately protected. We introduced a generous incentive program to educate employees on patent requirements and encourage them to submit proposals. To further improve the quality of proposals, customized training courses are also provided for specific departments, promoting IP protection awareness among employees through relevant case studies while guiding them to produce high-quality invention proposals. As of the end of 2025, the cumulative number of global patent applications exceeded 7,500, with more than 520 applications filed in 2025 alone. The cumulative number of approved global patents exceeded 5,600, more than 380 of which were granted in 2025.

Since 2022, we have incorporated trade secrets into our IP management strategy, marking the beginning of a strategic plan for a trade secret registration system. We award employees for contributing to outstanding trade secrets and encourage them to register their innovative R&D achievements to help enhance the Company's technological competitive advantage. Furthermore, we have integrated our existing systems of technologies into the trade secret registration system, turning it into a technology and innovation knowledge base while effectively preserving the company's competitive trade secrets.

Winbond attaches great importance to its IP management system. In early 2025, we reviewed internal and external issues and opportunities related to intellectual property, identifying potential risks in order to improve our IP management mechanisms on a rolling basis, strengthen IP protection awareness, and reduce IP-related risks. In response to the aforementioned risks, we conducted IP training and set annual targets for global patent applications/grants to enhance employee understanding of IP, strengthen the Company's patent portfolio, and mitigate unforeseen IP risks. The IP management plan and its implementation status were reported to the 13th Board of Directors at its 20th meeting (on November 4, 2025), and improvement measures will be proposed based on the directors' recommendations.

Winbond passed the Taiwan Intellectual Property Management System (TIPS) re-certification on October 15, 2024. The certificate is valid until December 31, 2026.

II. Market, Production, and Sales

(1) Market Analysis

1. Our consolidated operating revenue, including Nuvoton and other subsidiaries, by sales region for 2025 is as follows:

Unit: TWD in thousands

Region	Sales	%
Asia	83,591,826	94%
North and South America	2,067,282	2%
Europe	3,326,851	4%
Others	420,212	-
Total	89,406,171	100%

2. Market share, future supply and demand situation, and market growth potential

(1) Code Storage Flash Memory

Winbond holds a leading position in the code storage Flash memory market, maintaining its status as the No. 1 serial Flash supplier worldwide. Additionally, the demand for code storage Flash memory continues to shift toward higher density, driving increases in device load capacity. The rapid growth of emerging applications, such as AI servers, emerging AI-powered smart devices, physical AI applications, automotive driver assistance systems, smart cockpits, AIoT/IIoT, IoT connectivity, wearables, and healthcare products, heavily relies on code storage and execution-based SoC integration, ensuring sustained market growth for code storage Flash memory.

Regarding the semiconductor supply and demand situation, there is currently a large concentration of newly built foundries in China, driven by incentives for semiconductor self-sufficiency and geopolitical influences. This raises concerns for overcapacity in the Chinese market. Outside of China, there are no new foundries, keeping the supply and demand in balance. With its brand reputation, quality, and guaranteed capacity, Winbond continues to expand its product portfolio and collaborates with leading end-brand manufacturers to develop customized products. We continue to strategically increase capacity based on customer demands and capacity planning, in order to maintain our competitiveness and ensure production capacity guarantees.

(2) Customized Memory Solution

In 2025, Winbond's market share in the overall DRAM market approached 1%. In H2 2025, we saw a structural shift in DRAM demand driven by AI, and this trend is expected to continue well into 2026, Though DRAM manufacturers will be scrambling to increase capacity to meet the exponential growth in demand, this supply-demand gap is expected to continue to widen throughout 2026, and manufacturers might not catch up until 2028. While AI server platforms are entering an era of high computing power which drives substantial demand for high-bandwidth memory (HBM), the production capacity of older DRAM manufacturing processes—2xnm, 2ynm, 1xnm, and 1ynm—is still expected to fall short of end-user demand. In the long term, AI servers are entering a period of high HBM demand growth, while advancements in 5G, WiFi 6/6e/7, and other technologies are boosting IoT and AI edge computing applications markedly. As AI applications expand into consumer electronics, vehicle-to-everything, and Industry 4.0, the increasing number of memory-equipped devices and higher bit density will contribute to the long-term, stable growth of the DRAM industry.

(3) Logic IC

The logic IC business is the primary responsibility of the Company's subsidiary, Nuvoton Technology, whose products include MCU/MPU, audio, cloud and business computing application-specific IC, automotive BMIC, and in-vehicle HMI/sensing, among other applications. It continues to steadily expand its market share in the automotive, esports, and industrial control industries. According to the latest data, Nuvoton controls approximately 6% of the global market share in the automotive HMI IC market. With increasing demand for dashboards, HUDs, and e-rearview mirrors, it is projecting an approximate 20% CAGR in related markets, stimulating demand for HMI and related automotive IC. Driven by strong demand in China, the global 800V BEV market continues to grow. Nuvoton's Gen4 BMIC 25-channel product provides a streamlined 800V solution to help customers improve integration efficiency and allow us to maintain momentum in China's automotive battery monitoring market.

While shifts in semiconductor capacity and geopolitical factors may continue to drive short-term supply fluctuations, the MCU supply chain is expected to continue shifting towards regionalization and diversification. The increased emphasis on AI, vehicle electrification/digitalization, and data security has increased structural support; we project continued gradual growth in related markets. In the cloud computing sector, AI PCs and AI servers are spurring demand for high performance and high energy efficient solutions. Looking ahead, new products such as OpenTitan, SMC, MPESTI, docking MCUs, and TouchPad KBCs—along with growing product replacement demand from the commercial market—are expected to drive a new wave of growth momentum.

3. Competitive niche, favorable and unfavorable factors for future development, and countermeasures

(1)Code Storage Flash Memory

- Competitive niche: Winbond has been deeply engaged in the Flash market for many years, earning strong brand recognition and a reputation for excellent quality and guaranteed production capacity. In addition to its comprehensive code storage Flash product series, Winbond continues to enhance its product performance, functionality, and miniaturization through iterative updates.
- Favorable factors for future development: In recent years, Winbond Group has maintained its status as the No. 1 serial Flash memory provider worldwide, with its quality and cost-effectiveness highly recognized by its customers, supported by a solid and extensive customer base. Winbond holds over a 40% market share in personal computers and peripherals and is steadily expanding its presence in high-density product

applications, including emerging AI-powered smart devices, physical AI applications, automotive driver assistance systems, smart cockpits, IIOT, wearables, smart healthcare products, and AI servers.

- Unfavorable factors and countermeasures: New manufacturers in China will start supplying new capacities, which will affect supply and demand in the low to medium-density product market and in turn impact end-product demand. Winbond continues to collaborate with its customers to optimize its product portfolio, provide customized products and segmented application products, and expand into markets such as the AI server, emerging AI-powered smart device, physical AI, mobile handheld device, automotive electronics, industrial IoT equipment, and smart IoT application markets. In terms of manufacturing processes, in addition to adopting advanced manufacturing processes to enhance product profitability, Winbond continues to develop new applications and build new customers. The Company also optimizes its existing derivative manufacturing processes based on relevant applications and customer needs to produce the most cost-effective products, thereby mitigating risks arising from market uncertainties.

(2) Customized Memory Solution

- Competitive niche: Winbond's core competitive advantage lies in developing new manufacturing processes and technologies centered on customer demands for high bandwidth, low transmission power consumption, small I/O areas, and flexible design. By offering customized memory, customized silicon-Interposer products, and standard DRAM products, Winbond differentiates itself from its competitors in the market. For standard DRAM products, the Company focuses on KGD as well as automotive and industrial electronics, which require long-term, high-quality supply, thereby enhancing its ability to stably maintain its profitability.
- Favorable factors for future development: With world-class companies investing heavily in AI servers, the demand for edge AI electronic devices is expected to grow exponentially in the coming years. Thus, since 2022, Winbond has been developing ultra-high bandwidth, ultra-low transmission power consumption, ultra-small I/O areas, and highly flexible customized memory to meet edge AI's requirements for high computing power, compact and thin designs, and efficient thermal management. On the supply side, advancement of manufacturing process technologies aimed to reduce production costs has encountered bottlenecks. Consequently, major international DRAM manufacturers have shifted toward producing HBMx required by AI servers, creating opportunities for Winbond's customized memory solutions.
- Unfavorable factors and countermeasures: Currently, the production capacity of old manufacturing processes, including 2xnm, 2ynm, 1xnm, and 1ynm DRAM, exceeds end-market demand, disrupting the supply-demand balance in the DRAM market. To counter this, Winbond continues to optimize its product portfolio, expanding into the KGD, automotive and industrial electronics, and IoT application markets. Additionally, the Company is actively developing advanced packaging technologies required for 3D stacking, enabling the design of high cost-performance customized memory products with appropriate design specifications. Such endeavors foster strong and long-term win-win partnership with its customers.

(3) Logic IC

- Competitive niche: Nuvoton leverages its comprehensive ecosystem and integrated hardware-software solutions to streamline customer onboarding and deepen collaboration with existing clients. By combining MPU products with memory solutions from its parent company, Winbond, Nuvoton offers integrated solutions that help clients reduce product development time and overheads. Through differentiation and specialization, Nuvoton continues to create competitive advantages. When it comes to automotive applications, Nuvoton has established a solid foundation in the Chinese BMIC market, and is praised by its clients for its high-performance and function-oriented products.

- Favorable factors for future development: With the automotive market trending toward electrification, digitalization, and software-driven smart cabins, there is an increasing demand for in-vehicle HMI systems, eCall emergency communication systems, and vehicle displays, providing a favorable landscape for Nuvoton to deepen its market penetration in automative IC. The subsidiary continues to develop its audio products in collaboration with automotive system integrators, launching automotive-grade audio CODECs, audio MCUs, and Class-D speaker amplifiers to drive revenue growth. As global electric vehicle penetration rate increases, battery systems will require higher security (ASIL-D) and monitoring accuracy. The demand for BMIC will continue to grow, and in-vehicle sensor applications will become even more diversified due to improvements in safety features. In the field of computing, participation in international security standards and the open-source community can help us maintain technological leadership and explore cooperation opportunities with international brands.

- Unfavorable factors and countermeasures: To counter diminishing profitability as a result of MPU competitors' predatory pricing strategies, Nuvoton is increasing its R&D investment, improving value-added products, and pursuing product differentiation through efficient, secure, and reliable solutions to neutralize the threat of price wars. On the automotive front, with intensifying technological and cost competition from local Chinese companies, Nuvoton will prioritize strengthening safety and high-performance design, increasing the number of monitoring channels, optimizing power consumption, and enhancing system integration (such as the 800V BMIC solution) to maintain close cooperation with its long-term clients. Finally, rising supply chain costs and raw material shortages may impact the flexibility of general-purpose products. In response, we will improve delivery schedules and supply stability while maintaining service competitiveness through long-term strategic partnerships, large-scale procurement, and supply chain resilience management.

(2) Usage and Manufacturing Processes for Main Products

1. Usage of Main Products

(1) Code Storage Flash Memory

Used in computing and peripheral products, mobile handheld devices and modules, network communications, IoT, consumer electronics, automotive and industrial electronics, household appliance modules, etc.

(2) Customized Memory Solution

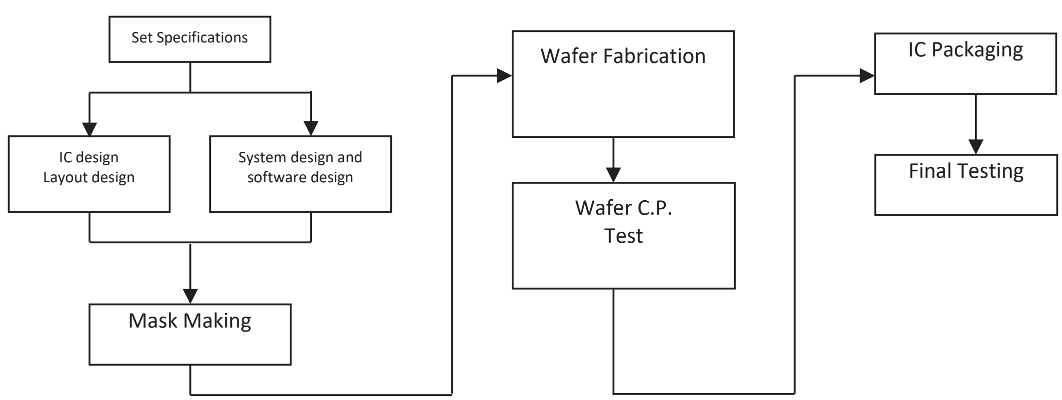
- CUBE: Primarily applied in various edge AI computing applications, replacing the third or fourth level cache (last level cache) in CPU chiplet design and corresponding silicon-Interposer solutions.
- Specialty memory: Primarily used in computers, communication devices, and consumer electronics; and automotive and industrial electronics. Available in SDR & DDR/2/3/4 and KGD specifications ranging from 64 Mb to 8 Gb.
- Mobile memory: Developed mainly for low-level edge AI computing devices, energy-efficient mobile devices, wearable devices, automotive and industrial electronics, and IoT applications. Specifications include 32 Mb–512 Mb HyperRAM and 128Mb–8Gb LP-DDR/2/3/4/4x, and KGD.

(3) Logic IC

Provide customers with industrial controls, consumer electronics, smart home appliances, computer equipment, data centers, servers, edge computing devices, vehicle-mounted equipment, and communication products.

2. Manufacturing processes for main products

The integrated circuit manufacturing process consists of five processes: IC design, mask making, wafer fabrication, packaging, and testing. Flowchart is presented below:



(3) Supply of Main Raw Materials

Our main raw materials include silicon chips, process chemicals, special gases, and targets, all of which are supplied by semiconductor manufacturers based in the USA, Japan, South Korea, and Taiwan. Our suppliers provide materials of considerable quality, which ensures supply stability. Outsourced items include testing and packaging, with at least two different qualified suppliers for each item, so as to ensure source and stability of supply.

(4) List of suppliers accounting for 10% or more of the company's total purchases amount in either of the 2 most recent fiscal years, the amounts bought from each, and the percentage of total purchases accounted for by each

Unit: TWD in thousands

	2025				2024			
Item	Name	Amount	As a percentage of the year's net purchases (%)	Relationship with Issuer	Name	Amount	As a percentage of the year's net purchases (%)	Relationship with Issuer
1	Supplier K	3,477,494	17.2%	Affiliates	Supplier K	3,745,639	19.0%	Affiliates
2	Supplier M	2,526,603	12.5%	None	Supplier M	2,094,529	10.6%	None
	Other	14,262,666	70.3%		Other	13,847,263	70.3%	
	Net purchase	20,266,763	100.0%		Net purchase	19,687,431	100.0%	

Supplier change-related explanation: Adjustments to procurement ratios have been made in response to the Company's wafer input mix and procurement strategies.

(5) List of clients accounting for 10% or more of the company's total sales amount in either of the 2 most recent fiscal years, the amounts sold to each, and the percentage of total sales accounted for by each:

Winbond sold NT$11,176,472 thousand worth of goods to Silicon Application Corp. in 2025, accounting for 12.5% of consolidated sales for the year.

III. Employees

Information about the employees of the Company and its subsidiaries, including Nuvoton Technology:

Year		2024	2025	2026 (as of March 15)
Number of Employees	Technicians (Engineers)	5,465	5,503	5,499
	Administration and sales staff	1,769	1,776	1,792
	Assistant technicians	863	852	837
	Total	8,097	8,131	8,128
Average Age		43.31	43.46	43.52
Average Years of Service		12.79	12.92	12.99
Education Level (%)	PhD	1.42	1.42	1.43
	Master's	43.83	44.72	44.87
	University/College	46.00	45.62	45.61
	Senior High School	8.52	8.05	7.90
	Junior High School and below	0.24	0.19	0.19

IV. Information on Environmental Protection Expenditure

(1) Any losses suffered by Winbond in the most recent fiscal year and up to the annual report publication date due to environmental pollution incidents (including any compensation and violations of environmental protection laws or regulations found in inspection with disposition dates, reference numbers, articles and substances violated, and contents), disclosing an estimate of possible current and future expenses incurred with measures:

No regulatory or administrative fines were issued, as there were no major environmental law violations as of the publication of this report.

(2) Preventive measures taken to ensure a safe working environment and protect employee safety

As a member of the global village in line with the principle of eco-friendly design, we are committed to developing green products and energy-efficient, low-pollution electronic applications to fulfill our vision of corporate sustainability.

The Company has obtained third-party certification for all its fabs under the ISO 14001 Environmental Management Systems, ISO 50001 Energy Management Systems, ISO 46001 Water Efficiency Management Systems, and ISO 45001 Occupational Health and Safety Management Systems. In addition, all Taiwan-based fabs have obtained the Taiwan Occupational Safety and Health Management System (TOSHMS) certification with 100% compliance coverage. We also strictly adhere to the RBA *Code of Conduct* and any applicable local regulations. No regulatory or administrative fines were issued against Winbond in 2025, as there were no major health, occupational safety, or fire code violations. We continue to monitor the latest developments in environmental and occupational safety legislation. Additionally, we conduct regular regulatory compliance and impact analyses to formulate and implement corresponding measures, ensuring that every aspect of our operations meet or exceed what is expected by law and by our stakeholders. Throughout operations, we rely on process optimization to reduce water/power consumption, use of raw materials, and carbon footprint per output unit. Concerning organizational management, we have established a Quality & ESH Center to oversee environmental, health, and safety management. We have also appointed suitable environmental management specialists to oversee air/water pollution control, waste disposal, and toxic chemicals management. We have obtained all environmental protection permits and licenses required by law. The manufacturing process integrates a comprehensive recycling system for wastewater, exhaust emissions, and waste disposal from the initial plant design, ensuring reduced resource consumption and minimized pollution emissions. Going forward, we will continue to uphold our spirit of corporate sustainability, respond to growing environmental awareness by investing in appropriate environmental protection expenditure when needed, adopt innovative technologies to improve the efficiency of pollution control, and strive to minimize the environmental impact of our activities.

We have won various awards from the Ministry of Environment and Ministry of Economic Affairs (MOEA), including the National Enterprise Protection Award, National Industrial Waste Minimization Excellent Performance and Group Performance Award, Industry Outstanding Voluntary Greenhouse Gas Emission Reduction Factory Award, and been rated as a Friendly Workplace by the Ministry of Labor, been issued Environmental Protection Excellence Award by the Science Park Administration; an Excellent Rating for Labor Health and Safety, and an Outstanding Healthy Workplace by the Health Promotion Administration.

In 2025, Winbond was included in the Carbon Disclosure Project's (CDP) "A List" for climate change and water security-related disclosures, a top honor that demonstrates our excellence in managing environmental sustainability, information transparency, and climate-related risks. We also received a wide range of other accolades, including a silver award at the Ministry of Environment's 7^{th} National Enterprise Environmental Protection Awards, a gold award at the MOEA Energy Conservation Benchmark Awards, and three awards from the NSTC Southern Taiwan Science Park Bureau: the Sustainable Management Award, Outstanding EHS Award, and Energy Conservation Benchmark Award.

V. Labor relations

(1) Employee benefit plans, continuing education, training, retirement systems, and implementation status

1. Employee benefit plans

(1) We have established an Employee Welfare Committee, Retirement Reserve Fund Supervisory Committee, and Environmental, Health, Safety, and Risk Management Committee. Labor management meetings, feedback boxes, complaint hotlines, and Sexual Harassment Complaints Committee are channels for maintaining effective communication with employees.

(2) We provide a comprehensive and high-quality benefit package for our employees and their families. In addition to statutory benefits including labor insurance, national health insurance, and pension reserve, we also have an above-average child care subsidy system.

(2.1) Child care subsidy: In support of the government's efforts to increase birth rates, we have set up child care subsidies for employees to support their family. Employees who have been with Winbond for over one year are entitled to a subsidy of NT$6,000 per month for each newborn until the child reaches the age of four. Such measure makes us one of the best companies to work for.

(2.2) Marriage and childbirth subsidies: In addition to child care subsidies, marriage and childbirth allowances are also provided when employees get married or have children.

2. Employee training and continuing education

In accordance with the Company's *Education and Training Management Procedures*, we have established a well-equipped learning environment with an expansive range of learning modes that include in-person training, live streaming, and digital courses. In addition, external resources are utilized to train employees, cultivate in-house lecturers and employee competencies, thereby promoting a learning-oriented corporate culture. The Company has adopted the following learning channels:

(1) In-person courses: Each year, the Company plans and implements professional, QC, workplace safety, management, and general education training programs as needed. Employees may sign up for these courses according to their needs. The types of courses offered are summarized as follows:

(1.1) Management training involves a range of training exercises related to management skills development that are based on the company's management competency blueprint. These exercises include courses that help junior managers establish correct management concepts and hone their management skills, seminars in which in-house managers share their work experiences, and lectures on a variety of topics given by experts from industry, government, and academia. The wide range of training activities are aimed at enhancing the managerial capabilities of all management levels.
(1.2) General education, QC, and workplace safety training programs are designed and established as needed by the company in accordance with the company's quality policy and government laws and regulations. These programs include work skills training, awareness-raising courses on the Act of Gender Equality in Employment and sexual harassment prevention, statistical analysis methods, and emergency response safety training classes.
(1.3) Professional training is planned as per each unit's specific needs. Examples of professional training courses include R&D design, process testing, international seminars, and experience-sharing sessions. In-house employees and external experts are invited to share their knowledge and experience.
(1.4) Orientation training covering job systems and rules, corporate culture, and work adaptation to help new employees assimilate into their new work environment. Courses related to ESG, workplace safety, and unlawful infringement in the workplace are also provided to create a positive work environment that ensures the health and safety of employees.
(1.5) Basic training assessments and continuing advanced skills assessments are conducted on direct employees, including new employees.

(2) Learning platform: Information on online courses is provided on the Company's training platform to encourage learning. Employees can learn anywhere at any time and choose courses according to their needs. A diverse range of courses are offered, including general education courses on the corporate environment and management system, laws and regulations and code of conduct, process R&D development and quality training, data science, languages, and other elective courses.

(3) Lifelong learning: To encourage continuous development and personal growth, we provide reference to employees studying for a domestic or international Master's or PhD degree accredited or approved by the Ministry of Education as per our In-service Continuing Education Regulations. Tuition fees are covered by Winbond. We also provide subsidies for employees to hone their work skills at external or foreign organizations.

3. Retirement system

We have established retirement regulations as per Labor Standards Law and Labor Pension Act with pension fund for employees under the old or new system:

(1) Employees applicable to the old pension system under the Labor Standards Act: *Employees who qualify for retirement under the Labor Standards Act may apply to retire from the Company.* The base amount of an employee's pension payment is their average monthly salary in the six-month period prior to the retirement date. Employees who have served at the Company for 15 years or less are entitled to a pension payment of two base amounts for every year served. Employees who have served for more than 15 years at the Company shall receive an additional pension payment of one base amount for every additional year served (up to a combined total of up to 45 base amounts). Pension payments will begin within 30 days of the retirement date. The contribution rate, in addition to 2% of monthly salary, is regularly audited every year along with application reviews by the Retirement Reserve Fund Supervisory Committee.

(2) Employees applicable to the new pension system under the Labor Pension Act: Monthly contributions are 6% of the pay grade into personal pension accounts with an another optional 6% from the employees themselves.

(2) Certifications obtained by personnel responsible for financial transparency

The license acquisition statuses of Winbond Taiwan and Nuvoton Taiwan are as follows:

Certification	Number of People
Certified Internal Auditor (CIA)	6
Certification in Control Self-Assessment (CCSA)	1
Certification in Risk Management Assurance (CRMA)	1
Certified Information Systems Auditor (CISA)	5
Certified Information Security Manager (CISM)	3
CPA of the Republic of China	7
CPA of the United States of America	3

(3) The status of labor-management agreements and measures for preserving employees' rights and interests

1. We have established Rules for Labor-Management Meetings and regularly convenes meetings to discuss and mediate related issues. Items resolved must be addressed by relevant units within a limited time.

2. We have established Internal Grievance Rules to safeguard employees' legal rights and interests, eliminate illegal and unreasonable treatment, and provide a compliant, reasonable, and fair working environment.

(4) List any losses suffered by Winbond in the most recent fiscal year and up to the annual report publication date due to labor disputes (including any violations of the Labor Standards Act found in inspection with disposition dates, reference numbers, articles and substances violated, and contents): Through the end of 2025 and as of the publication date of this annual report, the Company has not incurred any losses attributable to labor disputes.

(5) An estimate of possible current and future expenses incurred with measures

The Company has established labor-management communication channels to promote the mutual exchange of opinions. Since its founding, the Company has maintained positive communication and consistently reached mutual agreements with employees. Moving forward, the Company will continue to enhance labor-management communication, uphold legal compliance, and advance both the Company's prosperity and employee welfare. This includes enforcing policies related to attendance, working hours, and personnel management.

(6) Employee Code of Conduct

We have established the Employee Code of Conduct to regulate work ethics, protection of intellectual property rights/business secrets, and workplace order, etc. This is accessible for review via our documentation system, Intranet announcements or bulletin boards as detailed below:

1. Work ethics

(1) Work Rules: service rules and general principles for prevention of sexual harassment.

(2) Workplace Sexual Harassment Prevention Regulations: established as per relevant government laws with a dedicated awareness website, and appropriate prevention, correction, and punishment for events.

(3) Employment contracts: specifies agreements with respect to faithful duty performances.

(4) Code of Conduct for Human Resource Management: a series of courses set up as per relevant government laws and regulations with topics on eliminating discrimination, fair treatment, and prohibition of involuntary work. All employees are made aware to ensure that everyone can work in a fair and lawful environment.

2. Rules for protection of intellectual property rights and business secret confidentiality

(1) Work Rules: general principles for confidentiality.

(2) Employment contracts: specify agreements concerning duties, document ownership, confidential information, ownership of intellectual or industrial property, and non-compete terms.

3. Order of work

(1) Allocation of responsibilities: Guidelines for Stratification of Responsibilities specify the division of labor, providing a basis for performance of duties.

(2) Duties of individual units: clearly allocate mission and tasks

(3) Restrictions on employment of relatives: Rules on Avoiding Employment of Relatives state that relatives shall not be hired to fill certain positions to ensure effectiveness and efficiency of internal management is not unnecessarily compromised by nepotism.

(4) Attendance management

(4.1) Leave Rules: specify principles and regulations regarding leave of absence.

(4.2) Rules on Business Travel in Taiwan and Rules on Foreign Business Travel: To facilitate personnel management and substitute mechanism, we have established operating procedures for business travel applications to grant appropriate subsidies and facilitate task completion.

(4.3) Overtime Rules: specify principles and regulations regarding overtime.

(4.4) Rules for Cancellation of Work in the Event of Natural Disasters and Emergency Incidents: criteria for cancelling work in the event of (or after) a natural disaster and emergency incident.

(5) Performance management

Performance Management and Evaluation Regulations: aim to determine employees' strengths and weaknesses based on the degree of target achievement, and in turn help develop capabilities. Employees' contributions to the organization are determined based on peer comparison, while improvement guidance and measures will be provided for underperformance.

(6) Reward and disciplinary actions

Reward and Punishment Rules: prescribe appropriate rewards for excellent performance or disciplinary actions against violators of regulations to encourage and maintain morale and workplace order.

(7) Workforce development

(7.1) In-service Continuing Education Regulations: channels are established to build a pool of high-caliber talents needed for our long-term development.

(7.2) Rules on Application for Participation in Academic Organizations: promotes diffusion of knowledge and experience with access to latest information on various areas of expertise.

(7.3) Rules for Attending and Managing Conferences and Seminars: Participation in international conferences or seminars enables employees to acquire the latest information on their area of expertise.

(8) Communication channels

(8.1) Rules for Labor-Management Meetings: to establish consensus on moral conducts, promote teamwork for business development and employee well-being, maintain effective two-way communication, eliminate disputes, ensure harmonious relations, and encourage maximal productivity.

(8.2)Internal Grievance Rules: provide channels for employees to express opinions, file complaints directly to protect their rights and interests, and promote feedback.

(8.3) Employee Suggestion Rules: Employees' ideas and creative thinking can help us improve continuously. Employees are rewarded for making suggestions that benefit our overall operations to encourage them to contribute their wisdom and experience.

VI. Cybersecurity Management

(1) Information security policy and organization

The Company is committed to strengthening its defense-in-depth approach to information security and governance, ensuring the confidentiality, integrity, and availability of both physical and electronic data, while meeting the information security requirements of clients and complying with relevant laws and regulations. We have an *Information Security Policy* and *Data Management Regulations* in place to keep our IT environment secure, protect the Company's information and computer systems, and ensure that customer privacy is properly protected. We sign confidentiality agreements with our suppliers and customers to collectively protect confidential information and prevent the disclosure of sensitive information.

In addition, to strengthen information security management, the Company adheres to the ISO/IEC 27001 Plan-Do-Check-Act (PDCA) cycle in establishing and operating its Information Security Management System (ISMS) and related organizational framework. Annual compliance audits are conducted to ensure the effective implementation of the system and adherence to relevant regulations. Furthermore, Company executives are updated on information security issues during management meetings so that security-related issues and strategies can be reviewed on a regular basis.

In 2022, we established a dedicated unit to oversee information security operations, and appointed a Chief Information Security Officer (CISO) to oversee the effectiveness of the company's cybersecurity operations and cybersecurity risk management mechanisms.

(2) Information security management framework and tangible achievements

Winbond obtained ISO 27001 Information Security Management System certification in 2021, adopted the system in our Kaohsiung Fab plant in November 2022, and passed a subsequent certification review in December 2023. Currently, the certification covers our Zhubei Building, CTSP Fab, and the Kaohsiung Fab. In 2025, we transitioned to ISO 27001:2022, and expanded the scope of certification to include our wafer fabrication systems. Under the ISMS framework, the Company also discusses and executes improvement plans for various information security issues and incidents. The Company's subsidiary Nuvoton Taiwan obtained ISO 27001 (Information Security Management System) certification in July 2024. The Company's subsidiary Nuvoton Japan also received the same certification in January 2022 and passed a recertification in 2025 to ensure the continued validity of the certification.

To tighten control of cybersecurity risks associated with the electrical and electronic systems of road vehicles, we obtained the ISO 21434 Road vehicles—Cybersecurity engineering certification in August 2022, becoming the first memory manufacturer in the world to obtain this certification.

In addition, the design & development, production, and delivery processes—along with the related operating environments—of the Company's Secure Flash products and Nuvoton Japan's ICs, as well as smart card-related devices and systems, have passed the Common Criteria EAL 5+ high-level international security certification. Furthermore, the design & development, production, and delivery processes, along with the related operating environments of Nuvoton's TPM products have obtained Common Criteria EAL 4+ high-level certification, which means that Winbond's control over product information security meets the Common Criteria, and that Winbond is able to manufacture internationally trusted products that ensure the security of customer information and assets.

In 2022, Winbond launched a business secret management system to prevent theft or leaks of trade secrets and intellectual property. The system received TIPS Grade-A certification in November 2023.

For the purpose of safeguarding critical product information, we work continuously to strengthen access control and monitoring systems, IT access authorization management, and access record keeping and review. We exercise stringent control of both personnel access and data access to prevent unauthorized access to company information and data tampering.

In response to remote work models, the Company reduced the cybersecurity risks of remote Internet connections by adopting such mechanisms as device management, identity verification, multi-factor authentication, and source IP addresses. We also strengthen the monitoring and reporting of cloud services to minimize the probability of cyberattacks.

To strengthen the cybersecurity awareness of employees, the Company organizes monthly awareness campaigns on cybersecurity topics. Information security-related training is conducted annually, and participants must pass the assessments. The Company also sends out periodic bulletins on emerging technologies and applications to keep employees up to date. The Company has entered into confidentiality agreements with its business partners and clients to jointly protect confidential information and prevent the improper disclosure of sensitive data. In the event that a supplier's systems, equipment, or services are attacked, the Company is able to coordinate with the supplier to resolve the issue promptly and minimize its impact on the Company's operations.

Systems that provide external services are scanned using cloud monitoring services. When major risks are identified, updates are scheduled immediately and vulnerabilities patched as soon as possible. Internal systems are subject to vulnerability scanning in conjunction with major risk alerts provided by our IT suppliers; monthly updates are scheduled to repair any vulnerabilities.

(3) Information security management resources

The Company has an Information Security Division that continuously strengthens its in-depth defense framework against cyberattacks and data breaches. By using a cloud-based service security mechanism, we have enhanced identity verification and detection of irregular login activities to reduce the risk of cyberattacks. The Company also employs a self-built SIEM system, outsourced SOC services, and cloud-based monitoring services to provide 24/7 monitoring of suspicious activities and incident reporting. Regular internal audits, offsite backups, data restoration drills, information security emergency response exercises, and business continuity planning are conducted to continuously strengthen the overall information security resilience of the Winbond Group.

In 2025, the Company and subsidiary Nuvoton invested approximately NT$89.39 million in information security management, involving around 208 personnel—marking an increase of 9% in personnel compared to 2024.

(4) Impacts of major cybersecurity incidents and response measures

As of 2025 and the annual report publication date, the Company has not experienced any information security incidents that significantly impacted its business operations.

VII. Important Contracts

Nature of Contract	Parties	Contract Commencement and Expiration Dates	Content	Restrictive Covenants
Investment contract	Kai-Hong Energy Co., Ltd.	2024.04~2032.04	Green Power procurement	Winbond has a confidentiality obligation.
		2024.04~2032.04	Joint venture agreement	
		2024.12~2033.04	First amendment to the joint venture agreement	
		2025.11~2033.04	Increase in promised investment	
	JVP Growth Opportunity X. L.P.	2020.10~2028.12	Investment in a venture capital fund, with phased investments over five years after the fund's establishment, up to a maximum of US$15 million	None
	JVP VIII, L.P.	2017.02~2027.12		
Ministry of Economic Affairs subsidy program	Taipei Computer Association	2024.04~2027.09	Project plan	Performance of the project shall be provided as agreed upon.
Lease agreement	Central Taiwan Science Park Administration, National Science and Technology Council	2024.01~2043.12	Land lease	Rent shall be paid as agreed upon.
	South Taiwan Science Park Administration, National Science and Technology Council	2018.01~2038.12		
Procurement /sales agreement	Chenhwa Power Co., Ltd.	2024.04~2029.03	Solar power procurement	Winbond has a confidentiality obligation.
	Sustainable Energy Solution Co., Ltd.	For each wind turbine in the cooperative projects, the contract term extends from the commencement of operation under the power wheeling agreement to 30 years following the issuance of the electricity business license	Offshore wind power procurement	
		2025.01~2055.01	Offshore wind power procurement	
		2029.01~2058.12	Renewable energy procurement and sale	
		2026.01~2055.12	Renewable energy procurement and sale	
	Energy Helper TCC Corporation	2023.09~2026.08	Onshore wind power procurement	
		2024.09~2029.08		
		2024.10~2029.09		
Joint guarantee	Taiwan Cooperative Bank and 9 other banks	2018.07~2025.07	A joint mandated guarantee of NT$10.15 billion	Financial ratios, etc.
Syndicated loan	Bank of Taiwan and 18 other banks	2019.09~2026.09	A syndicated loan of NT$42 billion	
	Bank of Taiwan and 10 other banks	2023.12~2030.12	A syndicated loan of NT$20 billion	

Nature of Contract	Parties	Contract Commencement and Expiration Dates	Content	Restrictive Covenants
	CTBC Bank and 13 other banks	2025.07~2032.07	A syndicated loan of NT$25 billion	
Licensing agreement Authorization agreement	Company A	2008.07~Indefinite	Technology licensing	Winbond may not sublicense to others and has a confidentiality obligation.
	Company B	2009.06~Indefinite		
		2012.06~Indefinite		
		2016.03~Indefinite		
	Company C	2009.11~Indefinite		
	Company D	2023.06 ~ 2026.06	Software licensing	Winbond has a confidentiality obligation.
	Company B	2024.08 ~ 2027.07		
	Microchip Technology Incorporated	2020.03~Until patent expiration	Patent licensing	Winbond may not sublicense to others.
Loan agreement	Eximbank	2020.05~2027.08	Loan	Interest and repayment shall be made as agreed upon.
	CTBC Bank	2026.03~2032.03	Loan	Financial ratios, etc.
Syndicated loan agreement	7 banks	2021.05 ~ 2026.05	Financing	Winbond has a confidentiality obligation.
Development agreement	Company E	2024.03 ~ 2026.08	Development agreement	
Sales and purchase agreement	Company M	2025.11 (one-off purchase)	Procurement of used ASML	
		2025.11 (one-off purchase)	Procurement of used ASML	
	Company F	2025.01~Indefinite	Bond issuance	

F

Financial Overview

I. Consolidated Financial Statements of 2025

Winbond Electronics Corporation and Its Subsidiaries

Consolidated Financial Statements of 2025

WINBOND ELECTRONICS CORPORATION AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2025 AND 2024
(In Thousands of New Taiwan Dollars)

	2025		2024	
ASSETS	**Amount**	**%**	**Amount**	**%**
CURRENT ASSETS				
Cash and cash equivalents (Notes 4 and 6)	$ 15,733,774	8	$ 14,100,396	8
Current financial assets at fair value through profit or loss (Notes 4 and 7)	196,442	-	201,804	-
Current financial assets at fair value through other comprehensive income (Notes 4 and 8)	13,150,290	7	8,318,400	5
Accounts receivable, net (Notes 4 and 9)	16,038,146	8	10,010,017	6
Accounts receivable due from related parties, net (Note 31)	33,008	-	28,329	-
Finance lease receivables - current (Notes 4, 10 and 31)	-	-	22,506	-
Other receivables (Notes 11 and 31)	678,355	-	700,684	-
Inventories (Notes 4, 5 and 12)	25,758,040	14	24,201,163	13
Other current assets (Note 31)	1,603,074	1	1,932,190	1
Total current assets	73,191,129	38	59,515,489	33
NON-CURRENT ASSETS				
Non-current financial assets at fair value through profit or loss (Notes 4 and 7)	248,357	-	-	-
Non-current financial assets at fair value through other comprehensive income (Notes 4 and 8)	2,985,536	2	3,442,851	2
Investments accounted for using equity method (Notes 4 and 13)	16,031,734	8	7,390,428	4
Property, plant and equipment (Notes 4 and 14)	93,800,188	49	100,252,092	56
Right-of-use assets (Notes 4, 15 and 31)	1,997,192	1	1,984,623	1
Investment properties (Notes 4 and 16)	1,188,544	1	1,369,827	1
Intangible assets (Notes 4 and 17)	864,491	-	815,589	1
Deferred income tax assets (Notes 4 and 25)	599,652	-	1,665,713	1
Other non-current assets (Notes 6 and 31)	1,285,244	1	1,347,536	1
Total non-current assets	119,000,938	62	118,268,659	67
TOTAL	$ 192,192,067	100	$ 177,784,148	100
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term borrowings (Note 18)	$ 2,739,451	1	$ 2,119,990	1
Current financial liabilities at fair value through profit or loss (Notes 4 and 7)	135,470	-	142,481	-
Notes and accounts payable	6,906,840	4	5,506,722	3
Accounts payable due to related parties (Note 31)	1,316,751	1	1,554,595	1
Payables on machinery and equipment	1,067,378	-	2,064,502	1
Other payables (Note 31)	9,459,694	5	8,170,293	5
Current tax liabilities (Notes 4 and 25)	206,028	-	280,031	-
Lease liabilities - current (Notes 4, 15 and 31)	297,218	-	287,101	-
Long-term borrowings and bonds payable - current portion (Notes 18 and 19)	22,991,607	12	19,960,335	11
Other current liabilities (Note 31)	1,494,787	1	1,675,665	1
Total current liabilities	46,615,224	24	41,761,715	23
NON-CURRENT LIABILITIES				
Non-current financial liabilities at fair value through profit or loss (Notes 4 and 7)	10,277	-	-	-
Bonds payable (Notes 4 and 19)	4,865,294	3	-	-
Long-term borrowings (Notes 18 and 28)	21,533,637	11	31,127,718	18
Provisions - non-current (Notes 4 and 20)	1,628,075	1	1,970,859	1
Lease liabilities - non-current (Notes 4, 15 and 31)	1,809,324	1	1,803,971	1
Net defined benefit liabilities - non-current (Notes 4 and 21)	1,135,838	1	1,278,185	1
Other non-current liabilities	464,267	-	682,279	-
Total non-current liabilities	31,446,712	17	36,863,012	21
Total liabilities	78,061,936	41	78,624,727	44
EQUITY ATTRIBUTABLE TO OWNERS OF THE PARENT (Notes 4 and 22)				
Share capital	45,000,002	23	45,000,002	25
Capital surplus	13,751,860	7	13,699,048	8
Retained earnings				
Legal reserve	4,823,815	3	4,772,874	3
Unappropriated earnings	26,869,003	14	23,212,159	13
Exchange differences on translation of the financial statements of foreign operations	(1,264,774)	(1)	(906,715)	-
Unrealized gains on financial assets measured at fair value through other comprehensive income	18,756,061	10	5,874,120	3
Total equity attributable to owners of the parent	107,935,967	56	91,651,488	52
NON-CONTROLLING INTERESTS (Note 22)	6,194,164	3	7,507,933	4
Total equity	114,130,131	59	99,159,421	56
TOTAL	$ 192,192,067	100	$ 177,784,148	100

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

WINBOND ELECTRONICS CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)
FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2025		2024	
	Amount	**%**	**Amount**	**%**
OPERATING REVENUE (Notes 4, 23 and 31)	$ 89,406,171	100	$ 81,609,768	100
OPERATING COSTS (Notes 12 and 31)	58,210,043	65	57,608,659	71
GROSS PROFIT	31,196,128	35	24,001,109	29
OPERATING EXPENSES (Note 31)				
Selling expenses	2,448,236	3	2,283,103	3
General and administrative expenses	4,903,701	6	4,792,444	6
Research and development expenses	18,186,458	20	16,406,503	20
Expected credit (gain) loss (Note 9)	123,277	-	11,576	-
Total operating expenses	25,661,672	29	23,493,626	29
INCOME FROM OPERATIONS	5,534,456	6	507,483	-
NON-OPERATING INCOME AND EXPENSES				
Interest income (Note 31)	356,544	-	334,399	-
Dividend income (Note 31)	216,299	-	363,064	-
Other income (Notes 15, 28 and 31)	474,463	1	377,018	1
Share of profit (loss) of associates	119,769	-	221,165	-
Gains (losses) on disposal of property, plant and equipment (Note 31)	467	-	1,019,587	1
Gains (losses) on disposal of intangible assets	1,073	-	-	-
Gains (losses) on foreign exchange (Note 34)	(478,369)	-	596,702	1
Gains (losses) on financial instruments at fair value through profit or loss	47,680	-	(758,204)	(1)
Interest expense (Notes 15, 28 and 31)	(1,387,102)	(2)	(1,206,792)	(1)
Other expenses (Note 31)	(274,795)	-	(342,758)	-
Total non-operating income and expenses	(923,971)	(1)	604,181	1
INCOME BEFORE INCOME TAX	4,610,485	5	1,111,664	1
INCOME TAX EXPENSE (Notes 4 and 25)	1,433,037	1	402,043	-
NET INCOME	3,177,448	4	709,621	1

(Continued)

WINBOND ELECTRONICS CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)
FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2025		2024	
	Amount	**%**	**Amount**	**%**
OTHER COMPREHENSIVE INCOME (LOSS)				
Components of other comprehensive income (loss) that will not be reclassified to profit or loss:				
Gains on remeasurement of defined benefit plans (Note 21)	$ 72,518	-	$ 62,332	-
Unrealized gains (losses) from investments in equity instruments at fair value through other comprehensive income	3,737,035	4	(4,360,223)	(5)
Share of other comprehensive income (loss) of associates accounted for using equity method	8,601,008	10	(3,641,686)	(5)
Income tax related to items that will not be reclassified (Note 25)	81,628	-	(563)	-
Components of other comprehensive income (loss) that will be reclassified to profit or loss:				
Exchange differences on translation of the financial statements of foreign operations	(542,477)	(1)	73,888	-
Other comprehensive income (loss)	11,949,712	13	(7,866,252)	(10)
TOTAL COMPREHENSIVE INCOME (LOSS)	$ 15,127,160	17	$ (7,156,631)	(9)
NET INCOME (LOSS) ATTRIBUTABLE TO:				
Owners of the parent	$ 3,961,929	5	$ 601,001	1
Non-controlling interests	(784,481)	(1)	108,620	-
	$ 3,177,448	4	$ 709,621	1
TOTAL COMPREHENSIVE INCOME (LOSS) ATTRIBUTABLE TO:				
Owners of the parent	$ 16,295,891	18	$ (7,252,894)	(9)
Non-controlling interests	(1,168,731)	(1)	96,263	-
	$ 15,127,160	17	$ (7,156,631)	(9)
EARNINGS PER SHARE (Note 26)				
Basic	$ 0.88		$ 0.14	
Diluted	$ 0.88		$ 0.14	

The accompanying notes are an integral part of the consolidated financial statements. (Concluded)

WINBOND ELECTRONICS CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024
(In Thousands of New Taiwan Dollars)

	Equity Attributable to Owners of the Parent								
			Retained Earnings		Other Equity				
	Share Capital	Capital Surplus	Legal Reserve	Unappropriated Earnings	Exchange Differences on Translation of the Financial Statements of Foreign Operations	Unrealized Gains (Losses) on Financial Assets Measured at Fair Value Through Other Comprehensive Income	Total	Non-controlling Interests	Total Equity
BALANCE AT JANUARY 1, 2024	$ 41,800,002	$ 10,135,865	$ 4,772,874	$ 22,702,753	$ (1,007,855)	$ 13,893,178	$ 92,296,817	$ 8,163,361	$ 100,460,178
Net income for the year ended December 31, 2024	-	-	-	601,001	-	-	601,001	108,620	709,621
Other comprehensive income (loss) for the year ended December 31, 2024	-	-	-	65,270	101,140	(8,020,305)	(7,853,895)	(12,357)	(7,866,252)
Total comprehensive income (loss) for the year ended December 31, 2024	-	-	-	666,271	101,140	(8,020,305)	(7,252,894)	96,263	(7,156,631)
Issuance of ordinary shares for cash	3,200,000	3,503,392	-	-	-	-	6,703,392	-	6,703,392
Share-based payment (Notes 24 and 27)	-	60,712	-	-	-	-	60,712	-	60,712
Changes in ownership interests in subsidiaries	-	(921)	-	-	-	-	(921)	941	20
Adjustments of the difference between the carrying amount and consideration in disposal or acquisition of interests in subsidiaries	-	-	-	(155,618)	-	-	(155,618)	(138,200)	(293,818)
Disposal of investments in equity instruments designated at fair value through other comprehensive income (Note 13)	-	-	-	(1,247)	-	1,247	-	-	-
Cash dividends distributed by subsidiaries to non-controlling interests	-	-	-	-	-	-	-	(614,432)	(614,432)
BALANCE AT DECEMBER 31, 2024	45,000,002	13,699,048	4,772,874	23,212,159	(906,715)	5,874,120	91,651,488	7,507,933	99,159,421
Appropriation of 2024 earnings Legal reserve appropriated	-	-	50,941	(50,941)	-	-	-	-	-
Net income (loss) for the year ended December 31, 2025	-	-	-	3,961,929	-	-	3,961,929	(784,481)	3,177,448
Other comprehensive income (loss) for the year ended December 31, 2025	-	-	-	54,074	(358,059)	12,637,947	12,333,962	(384,250)	11,949,712
Total comprehensive income (loss) for the year ended December 31, 2025	-	-	-	4,016,003	(358,059)	12,637,947	16,295,891	(1,168,731)	15,127,160
Changes in ownership interests in subsidiaries	-	53,150	-	-	-	-	53,150	49,077	102,227
Adjustments of the difference between the carrying amount and consideration in disposal or acquisition of interests in subsidiaries	-	-	-	(64,224)	-	-	(64,224)	(114,831)	(179,055)
Changes in equity of associates accounted for using equity method	-	(338)	-	-	-	-	(338)	-	(338)
Disposal of investments in equity instruments designated at fair value through other comprehensive income (Note 8)	-	-	-	(243,994)	-	243,994	-	-	-
Cash dividends distributed by subsidiaries to non-controlling interests	-	-	-	-	-	-	-	(79,284)	(79,284)
BALANCE AT DECEMBER 31, 2025	$ 45,000,002	$ 13,751,860	$ 4,823,815	$ 26,869,003	$ (1,264,774)	$ 18,756,061	$ 107,935,967	$ 6,194,164	$ 114,130,131

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

WINBOND ELECTRONICS CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024
(In Thousands of New Taiwan Dollars)

	2025	2024
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	$ 4,610,485	$ 1,111,664
Adjustments for:		
Depreciation expense	12,308,228	12,272,420
Amortization expense	374,605	414,563
Carbon offset	43	54
Expected credit (gain) loss recognized on accounts receivable	123,277	11,576
Interest expense	1,387,102	1,206,792
Interest income	(356,544)	(334,399)
Dividend income	(216,299)	(363,064)
Share-based payment	-	60,712
Share of (profit) loss of associates	(119,769)	(221,165)
(Gains) losses on disposal of property, plant and equipment	(467)	(1,019,587)
(Gains) losses on disposal of intangible assets	(1,073)	-
(Gains) on lease modification	(3,303)	(9,372)
Other income under government grants	(255,747)	(70,304)
Others	-	2,133
Changes in operating assets and liabilities		
(Increase) decrease in financial assets and liabilities at fair value through profit or loss	(7,304)	358,348
(Increase) decrease in accounts receivable	(6,249,490)	(676,774)
(Increase) decrease in accounts receivable due from related parties	(4,679)	16,378
(Increase) decrease in other receivables	39,622	56,248
(Increase) decrease in inventories	(1,556,877)	(331,194)
(Increase) decrease in other current assets	208,203	(537,965)
(Increase) decrease in other non-current assets	17,670	52,487
Increase (decrease) in notes and accounts payable	1,532,805	329,649
Increase (decrease) in accounts payable due to related parties	(237,844)	240,121
Increase (decrease) in other payables	1,295,881	397,026
Increase (decrease) in other current liabilities	(220,256)	(84,466)
Increase (decrease) in other non-current liabilities	(310,994)	(680,941)
Cash flows generated by (used in) operations	12,357,275	12,200,940
Interest received	359,517	342,963
Dividends received	216,299	454,485
Interest paid	(1,387,749)	(1,349,720)
Income taxes paid	(362,580)	(522,788)
Net cash flows generated by (used in) operating activities	11,182,762	11,125,880
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisitions of financial assets at fair value through profit or loss	(248,357)	-
Acquisitions of financial assets at fair value through other comprehensive income	(888,074)	(136,792)

(Continued)

WINBOND ELECTRONICS CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024
(In Thousands of New Taiwan Dollars)

	2025	2024
Proceeds from disposal of financial assets at fair value through other comprehensive income	$ 164,847	$ 30,000
Proceeds from capital reduction of financial assets at fair value through other comprehensive income	800	450
Acquisitions of property, plant and equipment	(6,496,025)	(17,056,675)
Proceeds from disposal of property, plant and equipment	3,870	1,030,341
Increase (decrease) in unearned receipts - disposal of assets	-	(95,862)
Acquisitions of government grants	151,425	21,000
(Increase) decrease in refundable deposits	(4,216)	(40,922)
(Increase) decrease in other receivables - time deposits	7,662	(278)
Acquisitions of intangible assets	(373,767)	(476,202)
(Increase) decrease in finance lease receivables	23,989	67,120
Net cash flows generated by (used in) investing activities	(7,657,846)	(16,657,820)
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase (decrease) in short-term borrowings	776,567	1,105,310
Proceeds from long-term borrowings	13,896,990	5,000,000
Repayments of long-term borrowings	(10,538,128)	(8,980,184)
Proceeds from issuance of bonds payable	4,883,290	-
Repayments of bonds payable	(10,000,000)	-
Change in non-controlling interests	(79,284)	(614,432)
Proceeds from issuance of ordinary shares	-	6,703,392
Acquisitions of additional interests in subsidiaries	(179,055)	(293,818)
Repayments of lease liabilities	(328,066)	(314,823)
Increase (decrease) in guarantee deposits	6,275	(78,529)
Net cash flows generated by (used in) financing activities	(1,561,411)	2,526,916
EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS	(330,127)	142,822
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	1,633,378	(2,862,202)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	14,100,396	16,962,598
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	$ 15,733,774	$ 14,100,396

The accompanying notes are an integral part of the consolidated financial statements. (Concluded)

Winbond Electronics Corporation

Individual Financial Statements of 2025

WINBOND ELECTRONICS CORPORATION

PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2025 AND 2024
(In Thousands of New Taiwan Dollars)

	2025		2024	
ASSETS	**Amount**	**%**	**Amount**	**%**
CURRENT ASSETS				
Cash and cash equivalents (Notes 4 and 6)	$ 7,045,172	4	$ 6,740,151	4
Current financial assets at fair value through profit or loss (Notes 4 and 7)	15,466	-	15,467	-
Current financial assets at fair value through other comprehensive income (Notes 4 and 8)	13,150,290	8	8,318,400	5
Accounts receivable, net (Notes 4 and 9)	7,659,214	4	4,037,218	3
Accounts receivable due from related parties, net (Note 27)	3,169,019	2	1,294,578	1
Other receivables (Note 27)	403,942	-	371,737	-
Inventories (Notes 4, 5 and 10)	19,547,650	12	17,087,143	11
Other current assets	960,180	1	1,149,784	1
Total current assets	51,950,933	31	39,014,478	25
NON-CURRENT ASSETS				
Non-current financial assets at fair value through profit or loss (Notes 4 and 7)	248,357	-	-	-
Non-current financial assets at fair value through other comprehensive income (Notes 4 and 8)	717,022	-	647,991	-
Investments accounted for using equity method (Notes 4 and 11)	25,710,511	15	18,136,381	12
Property, plant and equipment (Notes 4 and 12)	87,143,361	52	93,531,107	60
Right-of-use assets (Notes 4 and 13)	1,365,873	1	1,405,180	1
Investment properties (Notes 4 and 14)	616,892	-	323,344	-
Intangible assets (Notes 4 and 15)	5,973	-	7,525	-
Deferred income tax assets (Notes 4 and 21)	314,000	-	1,345,000	1
Other non-current assets (Notes 6 and 27)	834,452	1	874,942	1
Total non-current assets	116,956,441	69	116,271,470	75
TOTAL	$ 168,907,374	100	$ 155,285,948	100
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term borrowings (Note 16)	$ 1,133,052	1	$ -	-
Current financial liabilities at fair value through profit or loss (Notes 4 and 7)	122,173	-	104,448	-
Accounts payable	5,549,965	3	4,055,351	3
Accounts payable due to related parties (Note 27)	511,117	-	534,484	-
Payables on machinery and equipment	808,271	-	1,785,948	1
Other payables (Note 27)	6,347,362	4	4,855,631	3
Lease liabilities - current (Notes 4 and 13)	108,645	-	90,465	-
Long-term borrowings and bonds payable - current portion (Notes 16 and 17)	22,991,607	14	19,674,621	13
Other current liabilities	136,339	-	119,862	-
Total current liabilities	37,708,531	22	31,220,810	20
NON-CURRENT LIABILITIES				
Long-term borrowings (Notes 16 and 24)	21,533,637	13	30,556,289	20
Lease liabilities - non-current (Notes 4 and 13)	1,353,344	1	1,406,281	1
Net defined benefit liabilities - non-current (Notes 4 and 18)	194,536	-	220,515	-
Other non-current liabilities (Note 27)	181,359	-	230,565	-
Total non-current liabilities	23,262,876	14	32,413,650	21
Total liabilities	60,971,407	36	63,634,460	41
EQUITY (Note 19)				
Share capital	45,000,002	27	45,000,002	29
Capital surplus	13,751,860	8	13,699,048	9
Retained earnings				
Legal reserve	4,823,815	3	4,772,874	3
Unappropriated earnings	26,869,003	16	23,212,159	15
Exchange differences on translation of the financial statements of foreign operations	(1,264,774)	(1)	(906,715)	(1)
Unrealized gains on financial assets measured at fair value through other comprehensive income	18,756,061	11	5,874,120	4
Total equity	107,935,967	64	91,651,488	59
TOTAL	$ 168,907,374	100	$ 155,285,948	100

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

WINBOND ELECTRONICS CORPORATION

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2025		2024	
	Amount	%	Amount	%
OPERATING REVENUE (Notes 4 and 27)	$ 56,491,482	100	$ 47,479,392	100
OPERATING COSTS (Notes 10 and 27)	39,114,657	69	37,929,203	80
GROSS PROFIT	17,376,825	31	9,550,189	20
OPERATING EXPENSES (Note 27)				
Selling expenses	1,234,347	2	1,127,350	2
General and administrative expenses	1,759,000	3	1,354,083	3
Research and development expenses	8,218,049	15	7,168,491	15
Expected credit (gain) loss (Note 9)	72,910	-	10,000	-
Total operating expenses	11,284,306	20	9,659,924	20
INCOME (LOSS) FROM OPERATIONS	6,092,519	11	(109,735)	-
NON-OPERATING INCOME AND EXPENSES				
Interest income	130,077	-	147,154	-
Dividend income (Note 27)	147,206	-	294,622	1
Other income (Notes 24 and 27)	279,926	1	187,714	-
Share of profit (loss) of subsidiaries and associates	(352,468)	(1)	664,614	1
Gains (losses) on disposal of property, plant and equipment (Note 27)	177	-	925,413	2
Gains (losses) on foreign exchange (Note 30)	(110,613)	-	487,743	1
Gains (losses) on financial instruments at fair value through profit or loss	120,796	-	(618,624)	(1)
Interest expense (Notes 13, 24 and 27)	(1,203,660)	(2)	(1,157,313)	(3)
Other expenses	(110,915)	-	(171,712)	-
Total non-operating income and expenses	(1,099,474)	(2)	759,611	1
INCOME BEFORE INCOME TAX	4,993,045	9	649,876	1
INCOME TAX EXPENSE (Notes 4 and 21)	1,031,116	2	48,875	-
NET INCOME	3,961,929	7	601,001	1

(Continued)

WINBOND ELECTRONICS CORPORATION

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2025		2024	
	Amount	**%**	**Amount**	**%**
OTHER COMPREHENSIVE INCOME (LOSS)				
Components of other comprehensive income (loss) that will not be reclassified to profit or loss:				
Gains on remeasurement of defined benefit plans (Note 18)	$ 31,910	-	$ 68,704	-
Unrealized gains (losses) from investments in equity instruments at fair value through other comprehensive income	4,458,230	8	(4,435,160)	(9)
Income tax of subsidiaries and associates accounted for using equity method related to items that will not be reclassified	42,715	-	-	-
Share of other comprehensive income (loss) of subsidiaries and associates accounted for using equity method	8,159,166	15	(3,588,579)	(7)
Components of other comprehensive income (loss) that will be reclassified to profit or loss:				
Exchange differences on translation of the financial statements of foreign operations	(86,633)	-	32,013	-
Share of other comprehensive income (loss) of subsidiaries and associates accounted for using equity method	(271,426)	(1)	69,127	-
Other comprehensive income (loss)	12,333,962	22	(7,853,895)	(16)
TOTAL COMPREHENSIVE INCOME (LOSS)	$ 16,295,891	29	$ (7,252,894)	(15)
EARNINGS PER SHARE (Note 22)				
Basic	$ 0.88		$ 0.14	
Diluted	$ 0.88		$ 0.14	

The accompanying notes are an integral part of the parent company only financial statements. (Concluded)

WINBOND ELECTRONICS CORPORATION

PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024
(In Thousands of New Taiwan Dollars)

			Retained Earnings		Other Equity		
	Share Capital	Capital Surplus	Legal Reserve	Unappropriated Earnings	Exchange Differences on Translation of the Financial Statements of Foreign Operations	Unrealized Gains (Losses) on Financial Assets Measured at Fair Value Through Other Comprehensive Income	Total Equity
BALANCE AT JANUARY 1, 2024	$ 41,800,002	$ 10,135,865	$ 4,772,874	$ 22,702,753	$ (1,007,855)	$ 13,893,178	$ 92,296,817
Net income for the year ended December 31, 2024	-	-	-	601,001	-	-	601,001
Other comprehensive income (loss) for the year ended December 31, 2024	-	-	-	65,270	101,140	(8,020,305)	(7,853,895)
Total comprehensive income (loss) for the year ended December 31, 2024	-	-	-	666,271	101,140	(8,020,305)	(7,252,894)
Issuance of ordinary shares for cash	3,200,000	3,503,392	-	-	-	-	6,703,392
Share-based payment (Notes 20 and 23)	-	60,712	-	-	-	-	60,712
Changes in ownership interests in subsidiaries	-	(921)	-	-	-	-	(921)
Adjustments of the difference between the carrying amount and consideration in disposal or acquisition of interests in subsidiaries	-	-	-	(155,618)	-	-	(155,618)
Disposal of investments in equity instruments designated at fair value through other comprehensive income (Note 11)	-	-	-	(1,247)	-	1,247	-
BALANCE AT DECEMBER 31, 2024	45,000,002	13,699,048	4,772,874	23,212,159	(906,715)	5,874,120	91,651,488
Appropriation of 2024 earnings Legal reserve appropriated	-	-	50,941	(50,941)	-	-	-
Net income for the year ended December 31, 2025	-	-	-	3,961,929	-	-	3,961,929
Other comprehensive income (loss) for the year ended December 31, 2025	-	-	-	54,074	(358,059)	12,637,947	12,333,962
Total comprehensive income (loss) for the year ended December 31, 2025	-	-	-	4,016,003	(358,059)	12,637,947	16,295,891
Changes in ownership interests in subsidiaries	-	53,150	-	-	-	-	53,150
Adjustments of the difference between the carrying amount and consideration in disposal or acquisition of interests in subsidiaries	-	-	-	(64,224)	-	-	(64,224)
Changes in equity of associates accounted for using equity method	-	(338)	-	-	-	-	(338)
Disposal of investments in equity instruments designated at fair value through other comprehensive income (Note 11)	-	-	-	(243,994)	-	243,994	-
BALANCE AT DECEMBER 31, 2025	$ 45,000,002	$ 13,751,860	$ 4,823,815	$ 26,869,003	$ (1,264,774)	$ 18,756,061	$ 107,935,967

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

WINBOND ELECTRONICS CORPORATION

PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024
(In Thousands of New Taiwan Dollars)

	2025	2024
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	$ 4,993,045	$ 649,876
Adjustments for:		
Depreciation expense	10,835,360	10,979,476
Amortization expense	23,215	39,141
Expected credit (gain) loss recognized on accounts receivable	72,910	10,000
Interest expense	1,203,660	1,157,313
Interest income	(130,077)	(147,154)
Dividend income	(147,206)	(294,622)
Share-based payment	-	58,769
Share of (profit) loss of subsidiaries and associates	352,468	(664,614)
(Gains) losses on disposal of property, plant and equipment	(177)	(925,413)
Unrealized profit (loss) on the transactions with subsidiaries	(3,754)	10,464
Carbon offset	43	54
(Gains) on lease modification	-	(2)
Other income under government grants	(196,316)	(58,831)
Changes in operating assets and liabilities		
(Increase) decrease in financial assets and liabilities at fair value through profit or loss	17,726	300,532
(Increase) decrease in accounts receivable	(3,694,906)	(609,946)
(Increase) decrease in accounts receivable due from related parties	(1,874,441)	(173,002)
(Increase) decrease in other receivables	(5,959)	18,288
(Increase) decrease in inventories	(2,460,507)	(963,064)
(Increase) decrease in other current assets	133,134	(402,838)
(Increase) decrease in other non-current assets	22,891	(32,316)
Increase (decrease) in accounts payable	1,569,569	124,384
Increase (decrease) in accounts payable due to related parties	(23,367)	(20,313)
Increase (decrease) in other payables	1,527,695	805,974
Increase (decrease) in other current liabilities	40,446	27,756
Increase (decrease) in other non-current liabilities	3,897	(77,402)
Cash flows generated by (used in) operations	12,259,349	9,812,510
Interest received	133,276	150,881
Dividends received	235,827	1,048,455
Interest paid	(1,307,918)	(1,301,557)
Income taxes paid	(3,103)	(160,475)
Net cash flows generated by (used in) operating activities	11,317,431	9,549,814
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisitions of investments accounted for using equity method	(179,055)	(293,818)
Acquisitions of financial assets at fair value through profit or loss	(248,357)	-
Acquisitions of financial assets at fair value through other comprehensive income	(442,691)	(57,614)
Acquisitions of property, plant and equipment	(5,472,594)	(15,461,997)
Proceeds from disposal of property, plant and equipment	1,185	930,008

(Continued)

WINBOND ELECTRONICS CORPORATION

PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024
(In Thousands of New Taiwan Dollars)

	2025	2024
Acquisitions of government grants	$ 97,425	$ -
Increase (decrease) in unearned receipts - disposal of assets	-	(95,862)
(Increase) decrease in refundable deposits	(884)	(29,910)
Net cash flows generated by (used in) investing activities	(6,244,971)	(15,009,193)
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase (decrease) in short-term borrowings	1,133,052	-
Proceeds from long-term borrowings	13,896,990	5,000,000
Repayments of long-term borrowings	(9,680,985)	(8,837,327)
Repayments of bonds payable	(10,000,000)	-
Repayments of lease liabilities	(117,786)	(103,231)
Proceeds from issuance of ordinary shares	-	6,703,392
Increase (decrease) in guarantee deposits	1,290	(100)
Net cash flows generated by (used in) financing activities	(4,767,439)	2,762,734
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	305,021	(2,696,645)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	6,740,151	9,436,796
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	$ 7,045,172	$ 6,740,151

The accompanying notes are an integral part of the parent company only financial statements. (Concluded)

G

Analysis of Financial Status, Financial Performance, and Risk Factors

I. Financial status

Unit: TWD in thousands

Item\Fiscal Year	Consolidated Financial Statements for Fiscal Year 2025	Consolidated Financial Statements for Fiscal Year 2024	Increase (Decrease) Amount	Increase (Decrease) Ratio %
Total Assets	192,192,067	177,784,148	14,407,919	8
Current Assets	73,191,129	59,515,489	13,675,640	23
Property, Plant, and Equipment	93,800,188	100,252,092	(6,451,904)	(6)
Intangible Assets	864,491	815,589	48,902	6
Other Assets	24,336,259	17,200,978	7,135,281	41
Total Liabilities	78,061,936	78,624,727	(562,791)	(1)
Current Liabilities	46,615,224	41,761,715	4,853,509	12
Non-Current Liabilities	31,446,712	36,863,012	(5,416,300)	(15)
Total Equity	114,130,131	99,159,421	14,970,710	15
Equity Attributable to Owners of the Parent Company	107,935,967	91,651,488	16,284,479	18
Share Capital	45,000,002	45,000,002	-	-
Capital Reserve	13,751,860	13,699,048	52,812	-
Retained Earnings	31,692,818	27,985,033	3,707,785	13
Other Equity	17,491,287	4,967,405	12,523,882	252
Non-Controlling Interests	6,194,164	7,507,933	(1,313,769)	(17)

The main reasons for items with an increase or decrease ratio of over 20% are as follows:

1. Increase in current assets: Mainly due to an increase in the fair value of financial assets and accounts receivable under other consolidated gains and losses
2. Increase in other assets: Mainly due to an increase in long-term equity investments accounted for under the equity method
3. Increase in other equity: Mainly due to an increase in the fair value of financial assets

II. Financial performance

Unit: TWD in thousands

Item\Fiscal Year	Consolidated Financial Statements for Fiscal Year 2025	Consolidated Financial Statements for Fiscal Year 2024	Increase (Decrease) Amount	Increase (Decrease) Ratio %
Net Operating Income	89,406,171	81,609,768	7,796,403	10
Operating Costs	58,210,043	57,608,659	601,384	1
Gross Profit	31,196,128	24,001,109	7,195,019	30
Operating Expenses	25,661,672	23,493,626	2,168,046	9
Operating Profit	5,534,456	507,483	5,026,973	991
Non-Operating Income and Expenses	(923,971)	604,181	(1,528,152)	(253)
Net Profit before Tax	4,610,485	1,111,664	3,498,821	315
Income Tax Expense	1,433,037	402,043	1,030,994	256
Net Profit for the Period	3,177,448	709,621	2,467,827	348
Other Comprehensive Income for the Period	11,949,712	(7,866,252)	19,815,964	252
Total Comprehensive Income for the Period	15,127,160	(7,156,631)	22,283,791	311

The main reasons for items with an increase or decrease ratio over 20% are as follows:

1. Increase in gross profit, operating profit, net profit before tax, and net profit for the period: Mainly due to stronger market demand in 2025, resulting in an improvement in overall operating performance
2. Decrease in non-operating income and expenses: Mainly due to a decrease in gains from the disposal of property, plant, and equipment
3. Increase in income tax expense: Mainly due to increased profitability in 2025
4. Increase in other comprehensive income for the period: Mainly due to an increase in the fair value of financial assets

Main factors for an expected continuing increase in sales in the year ahead:

The Company’s annual memory production capacity is expected to reach 840,000 wafers in 2026 to meet the needs of clients according to industry trends and market conditions.

III. Cash flow

(1) Cash Flow Analysis of Consolidated Financial Statements for Fiscal Year 2025

Unit: TWD in millions

Beginning cash balance (January 1, 2025)	Net cash flow from operating activities	Net cash flow from investment and financing activities for the year	Exchange rate impact number	Cash balance at the end of year (December 31, 2025)	Plan to improve insufficient liquidity	
					Investment plan	Investment plan
14,100	11,183	(9,219)	(330)	15,734	-	-

1. Analysis of changes in cash flow in Fiscal Year 2025 Consolidated Financial Statements:
   (1) Operating activities: Mainly due to a net cash inflow from operating activities.
   (2) Investment activities: Mainly due to net cash outflow of NT$6.5 billion from acquisition and disposal of property, plant, and equipment.
   (3) Financing activities: Mainly due to a net cash outflow of NT$5.1 billion from corporate bonds and a net cash inflow of NT$4.1 billion from loans.
2. Improvement plan and liquidity analysis for insufficient liquidity: no insufficient cash liquidity.

(2) Analysis of consolidated cash liquidity for the coming year

In the coming year, the Company and its subsidiaries expect a net cash inflow of NT$42.9 billion from operating activities and a net cash outflow of approximately NT$3.8 billion from investing and financing activities, primarily attributable to the maturity of overseas convertible bonds, capital expenditures, and cash dividend distribution.

IV. Impact of major capital expenditures in the most recent fiscal year on financial operations

(1) Utilization of major capital expenditures and sources of funds in the most recent fiscal year

Unit: TWD in millions

Project	Actual Source of Funds	Actual Completion Date	Total Funds	Actual Fund Utilization		
				2023	2024	2025
Plant and production capacity expansion, among other capital expenditures	Syndicated bank loans, corporate bond issuances, and reinvestment of earnings	Fiscal Year 2025	37,340	13,787	17,057	6,496

(2) Expected benefits

Expanded plants and production capacity, and accelerated development of process technologies to maintain market share.

V. Reinvestment policy for the most recent fiscal year, main reasons for profits/losses generated thereby, improvement plans, and investment plans for the coming year

1. Reinvestment policy: principle underlying reinvestment to improve performance.
2. Profit or loss from reinvestment in the most recent fiscal year: In Fiscal Year 2025, the Company recognized a loss of NT$352 million from investments accounted for with the equity method. (For our consolidated statements, we reported a profit of NT$120 million from investments using the same accounting method).
3. Investment plans for coming year: Investment plans will be formulated as needed for reinvestment.

VI. Risk analysis and assessment

(1) Impact of interest and exchange rate fluctuations, changes on profits and losses, and future response measures

1. Interest rate fluctuations

Our exposure to interest rate risk is primarily derived from long-term floating rate loans required for upgrading fabrication or expanding capacity. We have negotiated favorable rates based on market conditions during financing to reduce impacts of fluctuations. Our NTD-denominated corporate bonds have fixed interest rates and are measured at amortized cost for changes not to affect cash flow and fair value.

Consolidated interest income in Fiscal Year 2025 amounted to NT$356,544 thousand, with a consolidated interest expense of NT$1,387,102 thousand. The impact of interest rate fluctuations on operations was assessed as being within a controllable range. We will closely monitor interest rate movement and its impact on cash flow.

2. Exchange Rate Fluctuations

In 2025, the Company’s risk from exchange rate fluctuations and foreign exchange gains or losses was within a controllable range. Our foreign exchange gains and losses mainly come from the foreign currency positions derived from import and export operations as well as the corresponding derivative financial products undertaken to avoid foreign exchange risk. The measures we take to manage this risk are as follows:

(1) We engage in financial derivatives transactions for the purpose of hedging operational risks. Financial derivative products are selected to hedge risks associated with operations. In selecting trading counterparties, we give primary consideration to credit risk to avoid loss arising from a counterparty’s failure to perform contractual obligations. Counterparties are selected from financial institutions with low credit risk, have a good relationship with us, and are capable of furnishing required professional information.

(2) We keep abreast of financial market information, observes trends, maintains an in-depth understanding of financial products, applicable laws and regulations, and trading techniques, and provides adequate and timely information to management and relevant departments for reference.

(3) We limit unrealized loss on all financial derivative contracts to 20% of its value or 3% of shareholder equity, whichever is lower. The finance division evaluates our derivative position twice a month and prepares a report to be submitted to the head of finance and senior management authorized by the Board of Directors for review. Such evaluation is aimed at assessing the risk of every transaction and potential gains or losses resulting from it.

3. Inflation

Inflation in recent years has had a limited impact on our profit or loss.

(2) Policy regarding high-risk investments, highly leveraged investments, loans to other parties, endorsements, guarantees, derivatives transactions, main reasons for profits/losses generated thereby; and future response measures

1. High-risk investments or highly-leveraged investments: None

2. Loans to other parties, endorsements, guarantees:

We follow the Procedures for Lending Funds to Others and Procedures for Endorsements and Guarantees when lending funds and making endorsements and guarantees with careful consideration of risks.

3. Derivatives transaction policy:

Our policy minimizes the risk of changes in the fair value of assets and liabilities to achieve economic hedging. Under this principle, all derivatives transactions undertaken correspond to our real positions. Any gains or losses on derivatives transactions and hedged positions during the period are due to time differences in the recognition of disposal of positions and any gain or loss on the transaction, which are non-significant. We also do not engage in high-risk derivatives transactions and will continue to adhere to the principle of hedging only owned positions.

(3) Future R&D work and estimated expenditures

The Company and its subsidiaries are expected to invest a total of approximately NT$19.9 billion in research and development in 2026. Our future directions of development include the following:

1.Code Storage Flash Memory

In addition to advancing next-generation manufacturing process technology, the Company is leveraging its existing manufacturing process technology to rapidly develop derivative manufacturing processes and application-specific Flash memory tailored to segmented market needs. The products undergoing development include high-density Flash memory required for AI Servers and IIoT, 1.2V low-voltage interface Flash memory for SoC/MCU and CPU/GPU/DPU products enabled by advanced fabrication processes developed in response to rapidly growing market demand, to accommodate lower core and I/O interface voltages, and high-reliability, high-density, and high-speed Flash memory for automotive electronics. Furthermore, in response to the security requirements of various applications and regulatory demands, the Company continues to develop high-security Flash memory.

2. Customized Memory Solution

Customized ultra high bandwidth elements (CUBE): Provides customers with a highly flexible design architecture (channel, bank, IO), ultra high bandwidth, ultra low transmission power consumption, ultra small IO area (TSV = 9 µm), and silicon-Interposer, meeting the needs of various edge AI computing applications or CPU chiplet designs to replace third- or fourth-level cache (last level cache) memory.

Specialty DRAM: We will continue to develop medium- to high-density products using the 20nm processes, primarily for applications in the 3C, automotive, and industrial electronics industries. We will also continue our research and development work on the next generation 16nm DRAM processes and products.

Mobile DRAM: Winbond continues to develop 20nm LP-DDR4x products, which offer low power consumption, high bandwidth, and improved data transfer rates for applications in low-power mobile devices, wearable devices, the Internet of Things, smart cameras, as well as automotive and industrial electronics products, etc.

3. Logic IC

Our R&D into logic products will continue to focus on energy efficiency, information security, high performance CPU core platforms, innovative IP technologies, strengthening compliance with international standards for quality and reliability, and introducing advanced production platforms to increase our expertise in IoT, energy-efficient consumer electronics, industrial control, and automotive electronics to expand customer base and scope of applications to prepare for future industry changes. We will also continue to invest in logic IC R&D for use in cloud computing, smart handheld devices, and PCs while developing in three directions—secure management, energy efficiency, and a better user experience—to expand the scope of our products and applications and build on our existing foundation.

(4) Effect of major policies adopted and changes in the legal environment at home and abroad on financial operations, and response measures

We closely monitor major policies that have been adopted and changes in the legal environment at home and abroad on a quarterly basis. If necessary, we consult with experts for recommendations in order to formulate the corresponding countermeasures and ensure our internal policies and business activities are in compliance with the applicable laws and regulations. No significant changes in domestic or foreign policies and laws that could impact the Company's financial operations have been observed in the latest fiscal year and as of the publication date of the annual report.

(5) Effect on financial operations of developments in science and technology (including cyber security risks) as well as industrial change, and response measures

We keep abreast of technological and market changes and assigns staff or a project team to study and evaluate impact on development and financial operations as well as response measures. During the current fiscal year up to the publication date of the annual report, there were no significant technological changes that exert a material impact on our financial operations.

(6) Effect on crisis management of changes in corporate image, and response measures

We inherently uphold the principles of honesty and integrity in practice. We serve customers with integrity and rigorously require employees to practice self-discipline and observe internal rules. We abide by the principles of information disclosure and financial transparency with various communication channels for shareholders, institutional investors, and the general public to better understand, recognize, and support our strategies. We have also set up dedicated departments to take charge of corporate and employee relations, internal audits, risk management, quality assurance, and customer service. These departments work closely with various business units to consolidate resources and strength. In case of any contingency, our senior management will act as convenor and promptly set up a response team to quickly address and resolve the crisis. We prepare readiness plans to prevent and control latent risks that we might face in the future. As of the publication date of the annual report, there were no changes in corporate image that calls for prompt actions in crisis management.

(7) Expected benefits and possible risks associated with acquisition, and mitigation measures

The Company did not make any acquisitions during 2025 up to the publication date of the annual report.

(8) Expected benefits and possible risks associated with any plant expansion, and mitigation measures

We have a team of technicians to conduct feasibility evaluation on plant expansion and construction. The purpose of fab expansion is to improve advanced process technology and reduce production costs, which will increase our resilience to market competition and facilitate our expansion in the area of end-product applications. Given the high market volatility of the memory industry, we will closely monitor market trends and supply-demand situations, taking a robust approach to capacity allocation. We will optimize product mixes with diverse applications, and adopt a process-optimized cost structure to eliminate potential market risks. Financially, we will make prudent plans for our capital expenditures and funds, and draw up sound business plans to lower loan risks. We expect to have sufficient profit and cash flows to meet investment needs and fulfill repayment obligations. Our technical team consists of semiconductor wafer fabrication experts and IC design experts who have accumulated decades of experience in related fields. We will also introduce advanced processes from abroad and embark on R&D with our own technology. The switch to technology-based processes is expected to improve our cost control capability and augment the possibility of product application expansion. We will endeavor to tackle market volatility risks and maximize profitability by focusing on the aspects of product, finance, and technology.

(9) Risks associated with any consolidation of sales or purchasing operations, and mitigation measures

Risks associated with consolidation of purchasing operations include failure to receive deliveries from suppliers on time due to factory, financial, or quality incidents. We purchase raw materials from multiple sources and qualified suppliers to ensure supply stability.

To address the risks associated with consolidation of distribution, we have established sales, distribution, credit, and quality management regulations as well as effective internal control and audit systems. We are in the process of adjusting the structure of our client base and optimizing our strategies for long-term alliances. Furthermore, we promote product applications and manage distribution with information-based operations. Therefore, we have no risks associated with consolidation of distribution.

(10) Effect upon and risks in the event a major quantity of shares belonging to a director or shareholder with over 10% stake has been transferred or changed hands, and mitigation measures

During the current fiscal year up to the publication date of the annual report, no directors or shareholders with over 10% stake transferred any major quantities of their shares.

(11) Effect upon and risk to company associated with any change in governance personnel or top management, and mitigation measures

None of the above situations occurred during the current fiscal year up to the publication date of the annual report.

(12) Major litigious and non-litigious matters

1. Concluded or ongoing major litigious, non-litigious or administrative disputes as of the date of publication of the annual report: None.
2. Concluded or ongoing major litigious, non-litigious or administrative disputes involving any director, general manager, person with actual responsibility, major shareholder with over 10% stake, and/or any company controlled by Winbond as of the date of publication of the annual report, with material effect on equity or prices of securities:

As of the publication date of the annual report, the lawsuit involving Subsidiaries of Walsin Lihwa Corporation, a corporate director of the Company, are summarized as follows:

Name of the subsidiary	Counterparty involved in the litigation	Litigation start date	Litigation-related facts	Current status
Borrego Energy, LLC	Blue Harvest Solar Park LLC & Timber Road Solar LLC (collectively, "EDPR")	July 28, 2023	1. Borrego initiated arbitration, requesting the counterparty to pay for costs incurred due to purchase order modifications and delays resulting from adverse winter site conditions. 2. Amount: More than $25 million USD.	The two parties settled on October 24, 2025. Terms of the settlement pose no material impact to the Company's operations. This case is considered closed.
Borrego Energy, LLC[1]	Letts Creek Solar, LLC, Cement City Solar, LLC, and Pullman Solar, LLC (collectively, "AES")	May 31, 2024	1. Borrego filed a lawsuit requesting the counterparty to pay for project work, changed purchase orders, and costs resulting from such changes and delays. 2. Amount: More than $15 million USD.	Litigation in progress
Jiangyin Walsin Cable Co., Ltd.	Shanghai Pujiang Lansuo Company Limited	September 23, 2023	1. Jiangyin Walsin Cable Co., Ltd. initiated arbitration against Shanghai Pujiang Lansuo Company Limited, requesting payment for goods and overdue interest. 2. Amount: Approximately CNY¥43 million.	Currently under collection via court enforcement orders and subrogation claims (8 cases amounting to CNY¥ 34.09 million)
Jiangyin Walsin Cable Co., Ltd.[2]	China Railway Bridge (Zhengzhou) Lansuo Limited Company	March 13, 2024	1. Jiangyin Walsin Cable Co., Ltd. filed a lawsuit against China Railway Bridge (Zhengzhou) Cable Co., Ltd., requesting payment for goods. 2. Amount: Approximately CNY¥24 million.	Case settled through mediation; performance of the mediation agreement ongoing
Jiangyin Walsin Cable Co., Ltd.[2]	Jiangsu Fasten Lansuo Limited Company	March 21, 2024	1. Jiangyin Walsin Cable Co., Ltd. initiated arbitration against Jiangsu Fasten Lansuo Limited Company, requesting payment for goods. 2. Amount: Approximately CNY¥41.96 million.	Case settled through mediation; performance of the mediation agreement ongoing

Name of the subsidiary	Counterparty involved in the litigation	Litigation start date	Litigation-related facts	Current status
Yantai Walsin Stainless Steel Co., Ltd.[2]	Shanghai Shi Road Lebobi Equipment Engineering Co., Ltd. and Bobby Handels GmbH, Company	November 29, 2024	1. Yantai Walsin Stainless Steel Co., Ltd. initiated arbitration against two companies, requesting that both parties be jointly liable for breach of contract-related penalties and compensation for losses including rectification costs. 2. Amount: Approximately CNY¥23.99 million.	Case settled through mediation; performance of the mediation agreement ongoing

Notes:

1. The Board of Directors has already recognized the potential loss in accordance with internal accounting policies. No material impact on shareholders' equity is expected.
2. The case has already been settled and the client is fulfilling the terms of the settlement agreement in cash installments. No material impact on shareholders' equity is expected.

As of the publication date of the annual report, there have been no significant legal cases involving the directors, general manager, actual controller, major shareholders holding more than 10% of the shares, and subsidiary companies of our company other than the above-mentioned legal case.

(13) Organizational structure of risk management

The Company has established a Risk Management Committee under its Board of Directors. Risk management is implemented across operational domains through the organization's existing departments or designated risk-management units. The Company actively manages four major categories of risks faced by modern businesses: strategic, operational, financial, and informational risks. Comprehensive plans and procedures have been developed to support pre-assessment, hedging, loss prevention, and crisis response across various business activities. Regular reports are submitted to management and governance bodies to ensure that all corporate risk control objectives are achieved.

(14) Other significant risks and mitigation measures

No such situations have occurred during the current fiscal year up to the publication date of the annual report.

VII. Other matters of importance:

Key performance indicators specific to the industry

Key performance indicator	Fiscal Year 2025
Number of 12-inch wafers manufactured at both Kaohsiung Fab and CTSP Fab	704,993
Online average yield rate	99.42%

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Important Notice

I. Profiles of affiliates and subsidiaries:

The Company's affiliates' related data have been publicly disclosed on the Market Observation Post System and is available in the **Affiliates' Three Financial Statements** section. (https://doc.twse.com.tw/server-java/t57sb01?step=1&colorchg=1&co_id=2344&year=&mtype=K&isnew=true)

II. Private placements: None

III. Other necessary supplemental information: None

IV. Corporate events with material impact on shareholders' equity or stock prices in the past year and up to the date of report, as outlined in Subparagraph 2, Paragraph 3, Article 36 of the Securities and Exchange Act: None

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Responsible person: Arthur Yu-Cheng Chiao

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