

Stock Code: 2458

ELAN MICROELECTRONICS CORP.

2024 Annual Shareholders' Meeting Meeting Agenda

Date: May 30, 2024

Place: 1F, No. 12, Innovation 1st Rd., Hsinchu Science Park,
Hsinchu 30076, Taiwan
(Élan's meeting room)

(Type of meeting to be held: Physical Shareholders' Meeting)

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ELAN MICROELECTRONICS CORP.

2024 Annual Shareholders' Meeting

Meeting Procedure

1. Declare the meeting open
2. Speech by the Chairman
3. Reporting matters
4. Acknowledgements
5. Elections
6. Other matters
7. Provisional motions
8. Adjournment

ELAN MICROELECTRONICS CORP.

2024 Annual Shareholders' Meeting

Meeting Agenda

- 1. Time:** 9:00 a.m., (Thursday) May 30, 2024
- 2. Place:** 1F, No. 12, Innovation 1st Rd., Hsinchu Science Park, Hsinchu 30076, Taiwan
(Meeting room on the first floor of our Company)
(Type of meeting to be held: physical shareholders' meeting)
- 3. Chairman:** YEH, I-Hau
- 4. Chairman's Speech**
- 5. Reporting matters**
 1. 2023 Business Report
 2. The Audit Committee Reviewed Report on the Financial Statements For The Fiscal Year 2023.
 3. Report on the Profit Distribution for the Fiscal Year 2023.
 4. Report on the Distribution of Employees' Compensation and Directors' Remuneration In 2023
 5. Report on the Implementation of the Treasury Stock Buyback
- 6. Acknowledgements**
 - (1) Acknowledgement of the 2023 Business Report and Financial Statements
- 7. Elections**
 - The 11th Election of Board of Directors
- 8. Other Matters**
 - (1) Release of Restrictions on Competitive Activities of the Company's Directors
- 9. Provisional motions**
- 10. Adjournment**

Reporting matters

1. 2023 Business Reports

Please refer to Appendix 1 (page 12) of this manual for the Company's annual business report for 2023.

2. The Audit Committee Reviewed Report on the Financial Statements for the fiscal year 2023

Please refer to Appendix 2 (page 15) of this manual for the Audit Committee Review Report on the Financial Statements for the fiscal year 2023.

3. Report on the Profit Distribution for the fiscal year 2023.

(1) The net profit of the Company for the full year of 2023 was NT\$2,143,519,964, the provision of legal surplus reserve was NT \$215,975,268, the addition of undistributed earnings at the beginning of the period was NT\$1,382,276,169 and the actuarial profit and loss impact of pension (including subsidiaries) was NT\$16,232,716. The total profit distributable is NT\$3,326,053,581. The cash dividends to be distributed to shareholders are NT\$1,519,401,960 (NT\$5 per share).

For the earnings distribution this time, the earnings of 2023 will be distributed with first priority.

(2) The cash dividend shall be calculated up to NT\$1 according to the distribution ratio. The sum of the cash dividend less than dollar shall be deducted, and the total amount of the cash dividend less than dollar shall be recognized in the Company's other income.

(3) The main content of the Company's 2023 year profit distribution is as follows:

The earnings year to which the dividend belongs	Board Resolution Date	Cash Dividends To Be Distributed To Shareholders	Remarks
Distribution of earnings of first half of 2023	August 03, 2023	NT\$607,760,784 (NT\$ 2.046171 per share)	Dividends distributed On October 31, 2023
Distribution of earnings of second half of 2023	February 22, 2024	NT\$911,641,176 (NT\$3.052417 per share)	Dividends distributed On April 26, 2024

ELAN Microelectronics Corp.
Profit Distribution Table For The Year 2023

Unit: NT\$

Beginning balance		1,382,276,169
Plus: Pension actuarial profit and loss impact (including subsidiaries)	16,232,716	
Accumulated earnings at the beginning of the period		<u>1,398,508,885</u>
Plus: After-tax net profit of this year	2,143,519,964	
Subtotal:		<u>3,542,028,849</u>
Less: provision for legal surplus reserve.	215,975,268	
Earnings available for distribution		<u>3,326,053,581</u>
Distribution items:		
Shareholder dividend - Cash (NT\$5/share)	1,519,401,960	
Undistributed earnings at the end of the period		<u>1,806,651,621</u>

4. Report on the distribution of employees' compensation and directors' remuneration in 2023

- (1) According to Article 29 of the Articles of Association.
- (2) The Company's profit in 2023 was NT\$ 3,033,990,357 (that is, the profit before tax before the distribution of employees' compensation and directors' remuneration), the employee compensation provided was NT\$386,000,000 (12.72%) and the director remuneration provided was NT\$ 39,000,000 (1.29%), all of which were paid in cash.

5. Report on the implementation of Treasury Stock Buyback

Buyback Period	Buyback for the 13 th time
Purpose of the buyback	Transfer of shares to employees
Period of application for buyback	Aug. 6, 2021 - Oct. 5, 2021
Number of shares bought back (Unit: Thousand)	10,000 thousand shares
Buyback prices (NT\$)	NT\$140-200
Number of shares bought back (Unit: Thousand)	6,857,000 shares
The average buyback price per share (NT\$)	NT\$157.14
Number of shares cancelled or transferred (Unit: Thousand)	1,638,600 shares
Cumulative treasury shares held (Unit: Thousand)	5,218,400 shares

Acknowledgements

Proposal No.1: (proposed by the Board of Directors)

Acknowledgement of the 2023 Business Report and Financial Statements.

Explanation:

1. The Company's Unconsolidated Financial Reports, the Business Report and Consolidated Financial Statements for 2023 and 2022 have been audited by the CPAs LEE, Fang-Yi and LU, Chien-Hui of the Certified Public Accountant firm KPMG in Taiwan, and an unqualified audit report was issued, which was passed by the resolution of the Board of Directors on February 22, 2024, and submitted to the audit committee for reviewing.
2. Please refer to Appendix 3 (Page 16) of this manual for recognition of the financial statements and consolidated financial statements verified by accountants.

Resolution:

Election

Proposal No. 1:(Proposed by the Board of Directors)

Election of the 11th term of office of Board of Directors (Including Independent Directors)

Explanation:

1. The Company's 10th term of office of Directors will be expired on July 01, 2024. It is proposed to re-elect 9 Directors (including 4 Independent Directors) for a term of 3 years starting from the date of the annual general meeting of shareholders this year.
2. In accordance with the Company's Articles of Association, the Article 192-1 of the Company Act and the Article 5 of the Establishment of Independent Directors of Public Offering Companies and Matters to be followed, the Company adopts a candidate nomination system for Directors. The list of candidates and resumes are as follows and re-election is requested:

Candidates for Directors	Education	Experiences	Present Position
YEH, I-Hau,	Master of Science, Institute of Electronics / National Chiao Tung University	1.Engineer, Institute of Electronics/ITRI 2.Manager, Hua Chang Semi-Conductor Co., Ltd. 3.Department Head, Hualon Microelectronics Co., Ltd. 4.Chairman, ELAN Microelectronics	Chairman, ELAN Microelectronics
YEN, Kuo-Lung	Master of Science, Graduate Institute of Electrical Engineering/ National Taiwan University	1.Engineer, Institute of Electronics/ITRI 2.Manager, Hualon Microelectronics Co., Ltd. 3.Director, ELAN Microelectronics	Director, ELAN Microelectronics
Yue Lung Investment Co., Ltd.		1.Director, ELAN Microelectronics	Director, ELAN Microelectronics
CHIU, Te-Chen	MBA, Institute of Business Management / National Chengchi University	1.Chairman/Managing Director, TOP TAIWAN VENTURE CAPITAL CO., LTD /TOP TAIWAN VENTURE IX CAPITAL CO., LTD. / TOP TAIWAN III VENTURE CAPITAL CO., LTD. / TOP TAIWAN X VENTURE CAPITAL CO., LTD./ TOP TAIWAN XIVENTURE CAPITAL CO., LTD./ TOP TAIWAN FINANCIAL CONSULTING CO., LTD. 2.Director, ELAN Microelectronics Corp.	Director, ELAN Microelectronics

Zonglong Investment Co., Ltd. Representative: WEA, Chi-Lin,		Director, ELAN Microelectronics	Director, ELAN Microelectronics
	Doctor of Philosophy, Université de Paris Master of Business Administration, Imperial College London	1.Chairman, Land Bank of Taiwan 2.Secretary-General, Executive Yuan 3.Director, Institute of International Business/National Taiwan University 4.Director, ELAN Microelectronics	
LIN, Hsien-Ming	Bachelor of Science, Dept. of Electronics Engineering / National Chiao Tung University	1.Chairman & Chief Strategy Officer, Wistron Corp. 2.Managing Director, Acer Inc. 3.Independent Director, ELAN Microelectronics	Independent Director, ELAN Microelectronics
TSAI ,Chuang-Chuang	Bachelor of Science in Physics, National Taiwan University Ph.D. in Physics from the University of Chicago	1.Senior Deputy General Manager, Guanghui Electronics Co., Ltd. 2.Professor, Department of Optoelectronic Engineering, National Yang-Ming Chiao Tung University 3.Independent Director of SinoPac Bank 4.General Manager of Yuantai Technology Industrial Co., Ltd. 5.Director, AUO Corporation	Director, AUO Corporation
TSAI, Cheng-Ru	University of Pennsylvania Bachelor of Commerce, Wharton School of Business	1.Director of Taiwan Mobile Co., Ltd. 2.Director of Momo Shop 3.Vice Chairman of Shenzhen Tengfubo Investment Co., Ltd. 4.General Manager and Director of Fubon Financial Holdings Venture Capital Co., Ltd. 5.General Manager and Chairman of Fubon Sports & Entertainment Co., Ltd. 6.Convener of Fubon Financial Holdings Innovation and Technology Office	Director, Fubon Financial Holdings Venture Capital Co., Ltd
LU, Fang-Cheng	Doctor of Philosophy, Institute of Computer Science/ National Tsing Hua University	1.Sales Manager, Foreign Sales Department/ Broadweb Corporation 2. Independent Director, ELAN Microelectronics	Independent Director, ELAN Microelectronics

Election Results:

Other Matters

Proposed by the Board of Directors

Proposal:

To approve the Release of Restrictions on Competitive Activities of the Company's Directors

Explanation:

- (1) According to Article 209 of the Company Act, "A Director who does anything for himself or on behalf of another person that is within the scope of the Company's business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval."
- (2) The Director candidates nominated by the Board of Directors may be found to hold positions in companies with the same or similar business items as the Company. Therefore, the following list of prospective Directors who should be released from restrictions on competitive activities shall be submitted to the general shareholders' meeting for approval in accordance with Article 209 of the Company Act.

Names	Holding Position in Other Companies
YEH, I-Hau	Director, North Star Venture Capital
	Director, ELAN (HK)
	Director, Power Asia
	Director, TOP TAIWAN XII VENTURE CAPITAL CO., LTD.
	Director, TOP TAIWAN IX VENTURE CAPITAL CO., LTD.
	Director, TOP TAIWAN VIII VENTURE CAPITAL CO., LTD.
	Director, TOP TAIWAN X VENTURE CAPITAL CO., LTD.
	Director, TOP TAIWAN XI VENTURE CAPITAL CO., LTD.
	Director, TOP TAIWAN XIII VENTURE CAPITAL CO., LTD.
	Director, TOP TAIWAN XIV VENTURE CAPITAL CO., LTD.
	Director, Metanoia Communications Inc.
	Chairman, Avisonic Technology Corporation
	Chairman, Pixord Corporation
	Chairman, Chimei Motor Electronics Co., Ltd.
YEN, Kuo-Lung	Director, Eminent Electronic Technology Corp. Ltd.
	Director, Avisonic Technology Corporation
	Director, Metanoia Communications Inc.
	Director, Uniband Electronic Corp

CHIU, Te-Chen	Chairman, TOP TAIWAN VII VENTURE CAPITAL CO., LTD.
	Chairman, TOP TAIWAN VIII VENTURE CAPITAL CO., LTD.
	Chairman, TOP TAIWAN XIII VENTURE CAPITAL CO., LTD.
	Chairman, TOP TAIWAN VIVVENTURE CAPITAL CO., LTD.
	Chairman, TOP TAIWAN XI VENTURE CAPITAL CO., LTD.
	Chairman, TOP TAIWAN IX VENTURE CAPITAL CO., LTD.
	Chairman, TOP TAIWAN VENTURE CAPITAL CO., LTD
	Chairman, TOP TAIWAN XII VENTURE CAPITAL CO., LTD
	Chairman, TOP TAIWAN X VENTURE CAPITAL CO., LTD.
	Chairman, TOP TAIWAN VENTURE CAPITAL CO., LTD
	Independent Director, Silitech Technology Corporation
	Representative of Director, Depo Auto Parts Ind. Co., Ltd.
	Representative of Director, Amicom Electronics Corporation
	Director, Sinbon Electronics
	Director, AVATACK CO., LTD
WEA, Chi-Lin	Director, AcBel Polytech Inc.
	Independent Director, Formosa Plastics Corporation
	Independent Director, Inventec Corporation
	Independent Director, Taiwan Secom Co., Ltd.
LIN, Hsien-Ming	Chairman & Chief Strategy Officer, Wistron Corporation
	Director, Gamania Digital Entertainment
	Chairman, Wistron Green Energy Holding Company
TSAI, Chuang-Chuang	Director, AUO Corporation
TSAI, Cherng-Ru	Vice-Chairman, Fubon Life Insurance Co. Ltd
	Director, Fubon Financial Holdings Venture Capital Co., Ltd.
	Director, Fubon Asset Management Company Limited
	Director, Fubon Sports & Entertainment Co., Ltd.
LU, Fang-Cheng	Chairman, Porcelain Luxe Co., Ltd.
	Chairman, Kings Porcelain Co., Ltd
	Chairman, Chen Cheng Investment Co., Ltd.

Resolution:

Provisional motions

Adjournment

Appendix 1

2023 Business Report

1. 2023 Operating Results

In 2023, the global economy continued to face numerous challenges, including prolonged inflation, the ongoing stalemate in the Russia-Ukraine conflict, slowing down the infrastructure development and the economic growth in mainland China, and the escalating geopolitical conflicts in the Middle East. These concerns have led to significant obstacles in global economic development, subsequently weakening the purchasing power of consumers worldwide.

Certainly, the global market for consumer electronics, including the laptop market, has also been affected by weak demand. It is estimated that the annual shipment volume will decrease by double digits, dropping to 174 million units. Due to our Company's heavy reliance on specialized chips for laptop-related products, we have been similarly affected. This has resulted in a 9.17% decrease in revenue for the year, with profits after tax also falling below those of 2022.

Global laptop manufacturers adopted conservative demand planning in 2023, mainly due to the lingering effects of high inventory levels from previous years since 2022. As a result, much of the year was spent on destocking efforts. Even though inventory levels for laptop brands and their supply chains gradually returned to normal in the latter half of 2023, subdued demand in end markets post-pandemic led brand manufacturers' customers to supplement their basic orders with rush orders to meet market demand. Looking back over the whole year, despite external disruptions causing early challenges in our operations, our Company benefited from a spirit of long-term dedication and continuous innovation in product development. As a result, each product line still delivered an outstanding performance.

Our Company continued to deepen its efforts in developing more optimized products, aiming to provide brand customers with greater market competitiveness. In 2023, we completed the development of several products, including: direct current brushless motor control chips; active pen control chips supporting various protocols for touchscreen pens; precise touchscreen chips for mobile phones; solutions supporting single-layer external touchscreen displays; fingerprint recognition system solutions for preventing fingerprint spoofing attacks and capacitive pressure sensing and haptic feedback touchscreen solutions

In 2023, our Company's related product lines have successfully continued to regain global market share. Within the touchscreen module sector, the market's clear direction towards increasing the size of touchscreen modules and incorporating haptic feedback technology presents significant potential for the performance contribution of our products. The touchscreen chip segment has benefited from new licensed collaborations involving pen solutions and market entry into Single Layer On-Cell (SLOC) touch panels. This positions our

Company to lead deeper into the high-end laptop market and expand the application of touchscreen chips into more diversified technology fields. Despite facing headwinds in the overall economy in 2023, biometric devices encountered setbacks. However, their trend towards lighter and slimmer designs has brought stability to the Company's profit margins. Our fingerprint recognition market share currently ranks second globally. However, due to ongoing customer promotion of Match-On-Chip (MOC) technology, the Company is fully committed to aligning with customers' product shipment plans.

In 2023, the individual revenue reached 11.29 billion New Taiwan Dollars, with an impressive gross profit margin of 47%. The individual operating net profit margin stood at 23.5%. The net profit after tax of the parent Company amounted to 2.14 billion New Taiwan Dollars.

2. Summary of the Business Plan for 2024

Entering 2024, inflation has gradually eased since the end of 2023. Although the global economic growth rate remains subdued, consumer spending is expected to increase due to the continued decline in unemployment rates. In the laptop market, Microsoft is expected to launch the Windows 12 operating system this year. Additionally, they have indicated the possibility of discontinuing updates for the Windows 10 operating system by 2025. This move is anticipated to trigger a new wave of device upgrades. Furthermore, brand manufacturers are actively investing in the development of AI-powered PCs, aiming to inject innovation into the laptop market.

According to Omdia's estimation, the shipment volume of notebook computers in 2024 is expected to increase by single digits annually, with a total shipment volume forecasted to reach 186 million units. Considering that the destocking actions in the notebook computer supply chain have reached the final stage, and brand manufacturers' purchase order plans for 2024 are expected to return to normal, despite the ongoing uncertainties in the overall economy, our Company believes that through our dedication to the laptop industry and efforts to expand new product technologies and applications, we can continue to improve overall operational performance amidst fluctuations.

In 2024, AI-powered PCs will truly begin to ferment, and the increase in their technological content will further drive the growth in chip value, injecting new momentum into the Company's growth and operations. In the initial stages of development, the focus will be on strengthening existing technological levels, while simultaneously discussing future potential development directions with customers. The aim is to enhance consumer user experience by developing corresponding technological projects. We have a long-term optimistic outlook on its development prospects.

In 2024, the anticipated completed product developments include: AI touchpad with anti-palm touch and waterproof solutions; AI touch screen with active pen tracking, synchronous

display, anti-palm touch, and waterproof solutions; Fingerprint recognition application solution for AI-powered PCs; Pressure sensing and haptic feedback driving chips for NB touch pads; Area dimming control chips for automotive displays; Integrated touch driver chips for automotive displays. Additionally, technologies such as haptic feedback, SLOC, etc., will be introduced and expanded upon. Long-term improvements and optimizations will be made to enhance both price and technical capabilities. There is also an opportunity to drive average prices upwards, thus benefiting the operational performance of related laptop products.

In addition to laptop products, our Company will also focus on developing the ADAS (Advanced Driver Assistance Systems) and smart cockpit solutions. We will collaborate with affiliated companies such as Chimei Motor Electronics Co., Ltd. and Avisonic Technology Corporation to jointly develop algorithms and propose automotive solutions. We expect showcasing the operational performance of these endeavors this year.

Our Company adheres to the principle of deepening core technologies and holds onto the concept of developing integrated systems to provide customers with solutions that possess world-class competitiveness. Furthermore, we are committed to conducting business through an approach that embraces sustainability, actively fulfill corporate social responsibility, and pursue a steady and long-term development strategy aimed at enhancing the operational results and profitability of the group. With the aim of enhancing both the business and social value of our enterprise, we are dedicated to promoting our influence across three dimensions: economic, environmental, and social. By doing so, we seek to create greater value and well-being, ultimately giving back to all stakeholders involved.

Chairman: **YEH, I-Hau**

General Manager: **YEH, I-Hau**

Chief Accounting Officer: **CHEN, Yi-Lin**

Appendix 2

Audit Committee Review Report

The financial statements and consolidated financial statements of the Company for the year of 2023 submitted by the Board of Directors have been audited by certified public accountants LEE, Fang-Yi and LU, Chien-Hui of KPMG and the audit report, together with the business report and the earnings distribution proposal, has been audited by this audit committee, and it is found that there is no discrepancies. This Audit Committee Review Report is hereby presented for approval according to Article 14-4 of the Securities Exchange Act and Article 219 of the Company Law.

ELAN Microelectronics Corporation

Coordinator of the Audit Committee: **SHAW, Ming-Fu**

Dated: February 22, 2024

Independent Auditors' Report

To the Board of Directors

ELAN MICROELECTRONICS CORPORATION:

Opinion

We have audited the financial statements of ELAN MICROELECTRONICS CORPORATION(“the Company”), which comprise the balance sheet as of December 31, 2023 and 2022, the statement of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the financial statements, including a summary of material accounting policies.

In our opinion, based on our audits and the reports of other auditors (please refer to Other Matter paragraph), the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2023 and 2022, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. Based on our audits and the reports of other auditors, we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of our opinion.

Other Matter

We did not audit the financial statements of Top Taiwan X Venture Capital Co., Ltd., which represented investment in accounted for using the equity method of the Company. Those statements were audited by another auditor, whose report has been furnished to us, and our opinion, insofar as it relates to the amount included for Top Taiwan X Venture Capital Co., Ltd., is based solely on the report of another auditor. The investment in Top Taiwan X Venture Capital Co., Ltd. accounted for using the equity method constituted 1.77% and 1.95% of the total assets at December 31, 2023 and 2022, respectively, and the related share of profit of associates accounted for using the equity method constituted 0.38% and (1.76)% of the total profit before tax for the years ended December 31, 2023 and 2022, respectively.

Key Audit Matters

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

1. Valuation of inventories

Refer to Note 4(g) for accounting policy on inventory, Note 5 for accounting estimations and assumption uncertainty of inventory valuation, and Note 6(d) for the write-down of inventories to net realizable value.

Description of key audit matter:

Inventories are measured at the lower of cost and net realizable value. Due to the rapid changes in the economy and the environment, and the production technology update, the cost of inventories is at the risk of exceeding its net realizable value.

How the matter was addressed in our audit:

We understand the Group's policy on the write-down of inventories and evaluate whether the methods and assumptions used to provide an allowance for the write-down of inventories are reasonable. Obtain the calculation details of the provision for the write-down of inventories, and check whether those details are consistent with the accounting records. According to the Group's policy on the allowance of write-down of inventories for depreciation losses, re-check whether the allowance is provided in accordance with the policy.

2. Revenue recognition

Refer to Note 4(o) and 6(q) for accounting policy of revenue recognition.

Description of key audit matter:

The major business activities of the Company are the manufacture and sale of integrated circuits. The Company also offers research and development services with respect to the products presented above. Test of revenue recognition is one of the key audit matters in our audit. Revenue is the key indicator to evaluate the performance by investors and management, and thus, needs significant attention in our audit.

How the matter was addressed in our audit:

We understand the main revenue types and transaction conditions, and evaluate whether the timing of revenue recognition is correct; check the sales contracts of major sales objects, and test the Group's internal control methods regarding shipment operations and revenue recognition processes; perform trend analysis of the ten largest customers, so as to assess whether there is any material abnormality; select shipments for a period before and after the balance sheet date of the Group, and check relevant vouchers and forms to determine whether the sales revenue is included in the appropriate period of the financial statements.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the IFRSs, IASs, IFRC, SIC endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, and for such internal control as management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance (including the Audit Committee) are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

1. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the financial statements. We are responsible for the direction, supervision, and performance of the group audit.

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

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

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

The engagement partners on the audit resulting in this independent auditors' report are Lee, Fang-Yi and Lu, Chien-Hui.

KPMG

Taipei, Taiwan (Republic of China)
February 22, 2024

Notes to Readers

The accompanying parent-company-only financial statements are intended only to present the financial position, financial performance and cash flows in accordance with the accounting principles and practices generally accepted in the Republic of China and not those of any other jurisdictions. The standards, procedures and practices to audit such parent-company-only financial statements are those generally accepted and applied in the Republic of China.

The independent auditors' audit report and the accompanying parent-company-only financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language independent auditors' audit report and parent-company-only financial statements, the Chinese version shall prevail.

(English Translation of Financial Statements Originally Issued in Chinese)

ELAN MICROELECTRONICS CORPORATION**Statements of Comprehensive Income****For the years ended December 31, 2023 and 2022****(Expressed in Thousands of New Taiwan Dollars, Except for Earnings Per Common Share)**

		2023		2022	
		Amount	%	Amount	%
4000	Operating revenue (notes 6(q) and 7)	\$ 11,294,860	100	12,435,555	100
5000	Operating costs (notes 6(d) and 7)	6,032,341	53	6,609,214	53
5900	Gross profit from operations	5,262,519	47	5,826,341	47
5920	Add: Realized (unrealized) profit from sales	6,550	-	(12,510)	-
	Gross profits	5,269,069	47	5,813,831	47
6000	Operating expenses: (notes 6(c), (j), 7, 9 and 12)				
6100	Selling expenses	512,369	5	785,591	6
6200	Administrative expenses	332,683	3	314,107	3
6300	Research and development expenses	1,761,317	16	1,768,219	14
6450	Impairment loss (gain) determined in accordance with IFRS 9	3,702	-	(5,895)	-
		2,610,071	24	2,862,022	23
6900	Operating income	2,658,998	23	2,951,809	24
7000	Non-operating income and expenses:				
7100	Interest income (note 6(r))	30,203	-	25,317	-
7010	Other income (notes 6(r) and 7)	85,813	1	139,459	1
7020	Other gains and losses (notes 6(g) and (r))	(28,220)	-	89,250	1
7050	Finance costs	(11,189)	-	(11,239)	-
7070	Share of gain(loss) of subsidiaries and associates accounted for using equity method (note 6(f))	(126,615)	(1)	(399,504)	(3)
		(50,008)	-	(156,717)	(1)
7900	Profit before tax	2,608,990	23	2,795,092	23
7950	Less: Income tax expenses (note 6(n))	465,470	4	643,416	5
	Net profit	2,143,520	19	2,151,676	18
8300	Other comprehensive income (loss):				
8310	Items that may not be reclassified subsequently to profit or loss: (note 6(m) and (o))				
8311	Losses on remeasurements of defined benefit plans	17,657	-	73,884	1
8316	Unrealized gains (losses) from investments in equity instruments measured at fair value through other comprehensive income	103,356	1	(186,233)	(1)
8330	Share of other comprehensive income of subsidiaries and associates accounted for using equity method, components of other comprehensive income that will not be reclassified	(1,425)	-	317	-
8349	Less: Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	-	-	-	-
		119,588	1	(112,032)	-
8360	Items that may be reclassified subsequently to profit or loss: (note 6(o))				
8361	Exchange differences on translation of foreign financial statements	(691)	-	2,207	-
8380	Share of other comprehensive income of subsidiaries and associates accounted for using equity method, components of other comprehensive income that will be reclassified to profit or loss	53	-	10	-
8399	Less: Income tax related to components of other comprehensive income that will be reclassified to profit or loss	-	-	-	-
	Components of other comprehensive income that will be reclassified to profit or loss	(638)	-	2,217	-
8300	Other comprehensive income (loss), net	118,950	1	(109,815)	-
8500	Comprehensive income	\$ 2,262,470	20	2,041,861	18
	Earnings per share (expressed in dollars) (note 6(p))				
9710	Basic earnings per share	<u>\$ 7.53</u>		<u>7.56</u>	
9850	Diluted earnings per share	<u>\$ 7.46</u>		<u>7.44</u>	

See accompanying notes to financial statements.

(English Translation of Parent-company-only Financial Statements Originally Issued in Chinese)

ELAN MICROELECTRONICS CORPORATION**Statements of Changes in Equity****For the years ended December 31, 2023 and 2022****(Expressed in Thousands of New Taiwan Dollars)**

	Ordinary shares	Capital surplus	Retained earnings		Other equity		Treasury shares	Total equity
			Legal reserve	Unappropriated retained earnings	Exchange differences on translation of foreign financial statements	Unrealized gains (losses) from financial assets measured at fair value through other comprehensive income		
Balance at January 1, 2022	\$ 3,038,804	631,181	2,159,576	5,824,804	(6,923)	202,017	(1,106,485)	10,742,974
Net profit	-	-	-	2,151,676	-	-	-	2,151,676
Other comprehensive income	-	-	-	74,201	2,217	(186,233)	-	(109,815)
Total comprehensive income	-	-	-	2,225,877	2,217	(186,233)	-	2,041,861
Appropriation and distribution of retained earnings:								
Legal reserve appropriated	-	-	520,150	(520,150)	-	-	-	-
Cash dividends of ordinary share	-	-	-	(4,102,385)	-	-	-	(4,102,385)
Other changes in capital surplus:								
Adjustments of capital surplus for company's cash dividends received by subsidiaries	-	171,792	-	-	-	-	-	171,792
Changes in ownership interests in subsidiaries	-	35,455	-	-	-	-	-	35,455
Balance at December 31, 2022	3,038,804	838,428	2,679,726	3,428,146	(4,706)	15,784	(1,106,485)	8,889,697
Net profit	-	-	-	2,143,520	-	-	-	2,143,520
Other comprehensive income	-	-	-	16,232	(638)	103,356	-	118,950
Total comprehensive income	-	-	-	2,159,752	(638)	103,356	-	2,262,470
Appropriation and distribution of retained earnings:								
Legal reserve appropriated	-	-	222,588	(222,588)	-	-	-	-
Cash dividends of ordinary share	-	-	-	(2,431,042)	-	-	-	(2,431,042)
Other changes in capital surplus:								
Adjustments of capital surplus for company's cash dividends received by subsidiaries	-	101,803	-	-	-	-	-	101,803
Changes in ownership interests in subsidiaries	-	(3,351)	-	-	-	-	-	(3,351)
Balance at December 31, 2023	\$ 3,038,804	936,880	2,902,314	2,934,268	(5,344)	119,140	(1,106,485)	8,819,577

See accompanying notes to financial statements.

(English Translation of Financial Statements Originally Issued in Chinese)

ELAN MICROELECTRONICS CORPORATION**Statements of Cash Flows****For the years ended December 31, 2023 and 2022****(Expressed in Thousands of New Taiwan Dollars)**

	2023	2022
Cash flows from operating activities:		
Profit before tax	\$ 2,608,990	2,795,092
Adjustments:		
Adjustments to reconcile profit:		
Depreciation expense	118,331	110,485
Amortization expense	139,835	108,953
Impairment loss (gain) determined in accordance with IFRS 9	3,702	(5,895)
Net loss on financial assets at fair value through profit or loss	33,584	104,598
Interest expense	11,189	11,239
Interest income	(30,203)	(25,317)
Dividend income	(34,438)	(93,807)
Share of loss (profit) of subsidiaries and associates accounted for using equity method	126,615	399,504
Gain on disposal of property, plant and equipment	(1,029)	(2,698)
Loss on adjustments to lease	-	160
Impairment loss and disposal loss on inventory	140,719	144,731
Other operating costs	-	107,740
Others	(6,550)	30,231
Total adjustments to reconcile profit	501,755	889,924
Changes in operating assets and liabilities:		
(Increase) decrease in notes and accounts receivable	(492,773)	1,144,440
Decrease (increase) in inventories	1,405,369	(1,398,586)
(Increase) decrease in other receivables	(308,311)	535,004
Increase in other current assets	(3,685)	(28,066)
Increase (decrease) in notes and accounts payable	476,351	(1,005,501)
Increase (decrease) in other current liabilities	439,400	(418,735)
Decrease in net defined benefit liability	(21,523)	(12,944)
Total adjustments	1,996,583	(294,464)
Cash inflow generated from operations	4,605,573	2,500,628
Interest received	29,704	25,283
Interest paid	(11,189)	(11,239)
Income taxes paid	(536,759)	(1,335,023)
Net cash flows from operating activities	4,087,329	1,179,649
Cash flows from (used in) investing activities:		
Dividends received	95,037	825,177
(Increase) decrease in financial assets at amortized cost	(966,830)	1,473,710
Acquisition of current financial assets at fair value through profit or loss	(23,073)	(109,616)
Proceeds from disposal of current financial assets at fair value through profit or loss	97,035	82,105
Acquisition of non-current financial assets at fair value through profit or loss	(16,471)	(353,706)
Proceeds from capital reduction and liquidation of financial assets at fair value through profit or loss	34,057	44,548
Acquisition of investments accounted for using equity method	(64,595)	(439,811)
Decrease in prepayments for investments	-	147,848
Proceeds from capital reduction of investments accounted for using equity method	10,500	30,000
Acquisition of property, plant and equipment	(684,558)	(127,824)
Proceeds from disposal of property, plant and equipment	1,112	-
Acquisition of intangible assets	(267,581)	(74,154)
(Increase) decrease in refundable deposits	(2,934)	14,800
Net cash flows (used in) from investing activities	(1,788,301)	1,513,077
Cash flows from used in financing activities:		
Increase in long-term borrowings	468,640	-
Decrease in guarantee deposits received	(60)	(1,452)
Payment of lease liabilities	(15,270)	(21,157)
Cash dividends paid	(2,431,043)	(4,102,385)
Net cash flows used in financing activities	(1,977,733)	(4,124,994)
Net increase (decrease) in cash and cash equivalents	321,295	(1,432,268)
Cash and cash equivalents at the beginning of period	1,477,970	2,910,238
Cash and cash equivalents at the end of period	\$ 1,799,265	1,477,970

See accompanying notes to financial statements.

Independent Auditors’ Report

To the Board of Directors of
ELAN MICROELECTRONICS CORPORATION:

Opinion

We have audited the consolidated financial statements of ELAN MICROELECTRONICS CORPORATION and its subsidiaries (“the Group”), which comprise the consolidated balance sheet as of December 31, 2023 and 2022, the consolidated statement of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of material accounting policies.

In our opinion, based on our audits and the report of another auditor (please refer to Other Matter paragraph), the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2023 and 2022, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the International Financial Reporting Standards (“IFRSs”), International Accounting Standards (“IASs”), Interpretations developed by International Financial Reporting Interpretations Committee (“IFRIC”) or the former Standing Interpretations Committee (“SIC”) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors’ Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. Based on our audits and the reports of other auditors, we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of our opinion.

Other Matter

We did not audit the financial statements of Top Taiwan X Venture Capital Co., Ltd., which represented investment in accounted for using the equity method of the Group. Those statements were audited by another auditor, whose report has been furnished to us, and our opinion, insofar as it relates to the amounts included for Top Taiwan X Venture Capital Co., Ltd., is based solely on the report of another auditor. The investment in Top Taiwan X Venture Capital Co., Ltd. accounted for using the equity method constituted 1.69% and 1.79% of the consolidated total assets on December 31, 2023 and 2022, respectively, and the related share of profit of associates accounted for using the equity method constituted 0.40% and (1.82)% of the consolidated total profit before tax for the years then ended, respectively.

The Company has prepared its parent-company-only financial statements as of and for the years ended December 31, 2023 and 2022, on which we have issued an unmodified opinion with other matter paragraph.

Key Audit Matters

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

1. Inventory valuation

Refer to Note 4(h) for accounting policy on inventory, Note 5 for accounting estimations and assumption uncertainty of inventory valuation, and Note 6(d) for the write-down of inventories to net realizable value.

Description of key audit matter:

Inventories are measured at the lower of cost and net realizable value. Due to the rapid changes in the economy and the environment, and the production technology update, the cost of inventories is at the risk of exceeding its net realizable value.

How the matter was addressed in our audit:

We understand the Group's policy on the write-down of inventories and evaluate whether the methods and assumptions used to provide an allowance for the write-down of inventories are reasonable. Obtain the calculation details of the provision for the write-down of inventories, and check whether those details are consistent with the accounting records. According to the Group's policy on the allowance of write-down of inventories for depreciation losses, re-check whether the allowance is provided in accordance with the policy.

2. Revenue recognition

Refer to Note 4(o) and 6(t) for accounting policy of revenue recognition.

Description of key audit matter:

The major business activities of the Group are the manufacture and sale of integrated circuits. The Group also offers research and development services with respect to the products presented above. Test of revenue recognition is one of the key audit matters in our audit. Revenue is the key indicator to evaluate the performance by investors and management, and thus, needs significant attention in our audit.

How the matter was addressed in our audit:

We understand the main revenue types and transaction conditions, and evaluate whether the timing of revenue recognition is correct; check the sales contracts of major sales objects, and test the Group's internal control methods regarding shipment operations and revenue recognition processes; perform trend analysis of the ten largest customers, so as to assess whether there is any material abnormality; select shipments for a period before and after the balance sheet date of the Group, and check relevant vouchers and forms to determine whether the sales revenue is included in the appropriate period of the financial statements.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

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

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

Those charged with governance (including the Audit Committee) are responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

6. Obtain sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision, and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

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

The engagement partners on the audit resulting in this independent auditors' report are Fang-Yi Lee and Chien-Hui Lu.

KPMG

Taipei, Taiwan (Republic of China)
February 22, 2024

Notes to Readers

The accompanying consolidated financial statements are intended only to present the consolidated financial position, financial performance and cash flows in accordance with the accounting principles and practices generally accepted in the Republic of China and not those of any other jurisdictions. The standards, procedures and practices to audit such consolidated financial statements are those generally accepted and applied in the Republic of China.

The independent auditors' audit report and the accompanying consolidated financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language independent auditors' audit report and consolidated financial statements, the Chinese version shall prevail.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)

ELAN MICROELECTRONICS CORPORATION AND SUBSIDIARIES**Consolidated Statements of Comprehensive Income****For the years ended December 31, 2023 and 2022****(Expressed in Thousands of New Taiwan Dollars, Except for Earnings Per Common Share)**

		2023		2022	
		Amount	%	Amount	%
4000	Total operating revenue (notes 6(t) and 14)	\$ 12,058,515	100	13,030,484	100
5000	Total operating costs (notes 6(d), (o) and 12)	6,627,903	55	7,043,240	54
5900	Gross profit from operations	5,430,612	45	5,987,244	46
5920	Add: (Unrealized)realized profit from sales	1,425	-	-	-
5950	Gross profits	5,432,037	45	5,987,244	46
6000	Operating expenses: (notes 6(c), (o), (r) and 12)				
6100	Selling expenses	365,426	3	587,057	4
6200	Administrative expenses	478,998	4	457,021	4
6300	Research and development expenses	2,148,773	18	2,165,151	17
6450	Impairment gains determined in accordance with IFRS 9	4,365	-	(6,446)	-
		2,997,562	25	3,202,783	25
6900	Net Operating income	2,434,475	20	2,784,461	21
7000	Non-operating income and expenses:				
7100	Interest income (note 6(u))	41,725	-	34,464	-
7010	Other income (note 6(u))	95,999	1	144,776	1
7020	Other gains and losses (notes 6(h) and 6(u))	(50,483)	-	(196,074)	(1)
7050	Finance costs (notes 6(m) and (n))	(13,433)	-	(13,933)	-
7770	Shares of gain of associates accounted for using equity method (note 6(f))	(35,482)	-	(50,722)	-
		38,326	1	(81,489)	-
7900	Profit before income tax	2,472,801	21	2,702,972	21
8110	Less: Income tax expenses	487,771	4	669,559	5
	Net profit	1,985,030	17	2,033,413	16
8300	Other comprehensive income (loss):				
8310	Items that may not be reclassified subsequently to profit or loss: (notes 6(f) and (o))				
8311	Gains (losses) on remeasurements of defined benefit plans	17,660	-	74,491	1
8316	Unrealized gains (losses) from investments in equity instruments measured at fair value through other comprehensive income	103,356	1	(186,233)	(1)
8320	Share of other comprehensive income of associates and joint ventures accounted for using equity method, components of other comprehensive income that will not be reclassified to profit or loss	(1,428)	-	-	-
8349	Less: Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	-	-	-	-
	Components of other comprehensive income that will not be reclassified to profit or loss	119,588	1	(111,742)	-
8360	Items that may be reclassified subsequently to profit or loss: (note 6(f))				
8361	Exchange differences on translation of foreign financial statements	(1,162)	-	2,352	-
8370	Shares of other comprehensive income of associates accounted for using equity method, components of other comprehensive income that will be reclassified to profit or loss	53	-	10	-
8399	Less: Income tax related to components of other comprehensive income that will be reclassified to profit or loss	-	-	-	-
	Components of other comprehensive income that will be reclassified to profit or loss	(1,109)	-	2,362	-
8300	Other comprehensive income (loss), net	118,479	1	(109,380)	-
8500	Comprehensive income	\$ 2,103,509	18	1,924,033	16
	Net profit (loss) attributable to:				
8610	Owners of parent	\$ 2,143,520	18	2,151,676	17
8620	Non-controlling interests	(158,490)	(1)	(118,263)	(1)
		\$ 1,985,030	17	2,033,413	16
	Comprehensive income (loss) attributable to:				
8710	Owners of the parent	\$ 2,262,470	19	2,041,861	17
8720	Non-controlling interests	(158,961)	(1)	(117,828)	(1)
		\$ 2,103,509	18	1,924,033	16
	Earnings per share (expressed in dollars) (note 6(s))				
9710	Basic earnings per share	\$ 7.53		7.56	
9850	Diluted earnings per share	\$ 7.46		7.44	

See accompanying notes to financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)

ELAN MICROELECTRONICS CORPORATION AND SUBSIDIARIES**Consolidated Statements of Changes in Equity****For the years ended December 31, 2023 and 2022****(Expressed in Thousands of New Taiwan Dollars)**

	Equity attributable to owners of parent										
	Ordinary shares	Capital surplus	Retained earnings		Exchange differences on translation of foreign financial statements	Other equity		Treasury shares	Total equity attributable to owners of parent	Non-controlling interests	Total equity
			Legal reserve	Unappropriated retained earnings		Unrealized gains (losses) from financial assets measured at fair value through other comprehensive income					
Balance at January 1, 2022	\$ 3,038,804	631,181	2,159,576	5,824,804	(6,923)	202,017	(1,106,485)	10,742,974	230,894	10,973,868	
Net profit (loss)	-	-	-	2,151,676	-	-	-	2,151,676	(118,263)	2,033,413	
Other comprehensive income	-	-	-	74,201	2,217	(186,233)	-	(109,815)	435	(109,380)	
Total comprehensive income	-	-	-	2,225,877	2,217	(186,233)	-	2,041,861	(117,828)	1,924,033	
Appropriation and distribution of retained earnings:											
Legal reserve appropriated	-	-	520,150	(520,150)	-	-	-	-	-	-	
Cash dividends of ordinary share	-	-	-	(4,102,385)	-	-	-	(4,102,385)	-	(4,102,385)	
Adjustments of capital surplus for company's cash dividends received by subsidiaries	-	171,792	-	-	-	-	-	171,792	-	171,792	
Issuance of shares for non-controlling interests	-	-	-	-	-	-	-	-	304,546	304,546	
Changes in non-controlling interests	-	35,455	-	-	-	-	-	35,455	314,913	350,368	
Balance at December 31, 2022	3,038,804	838,428	2,679,726	3,428,146	(4,706)	15,784	(1,106,485)	8,889,697	732,525	9,622,222	
Net profit (loss)	-	-	-	2,143,520	-	-	-	2,143,520	(158,490)	1,985,030	
Other comprehensive income	-	-	-	16,232	(638)	103,356	-	118,950	(471)	118,479	
Total comprehensive income	-	-	-	2,159,752	(638)	103,356	-	2,262,470	(158,961)	2,103,509	
Appropriation and distribution of retained earnings:											
Legal reserve appropriated	-	-	222,588	(222,588)	-	-	-	-	-	-	
Cash dividends of ordinary share	-	-	-	(2,431,042)	-	-	-	(2,431,042)	-	(2,431,042)	
Adjustments of capital surplus for company's cash dividends received by subsidiaries	-	101,803	-	-	-	-	-	101,803	-	101,803	
Changes in non-controlling interests	-	-	-	-	-	-	-	-	10,189	10,189	
Changes in prepaid preferred stock construction dividends	-	(3,351)	-	-	-	-	-	(3,351)	(176,141)	(179,492)	
Balance at December 31, 2023	\$ 3,038,804	936,880	2,902,314	2,934,268	(5,344)	119,140	(1,106,485)	8,819,577	407,612	9,227,189	

See accompanying notes to financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)

ELAN MICROELECTRONICS CORPORATION AND SUBSIDIARIES**Consolidated Statements of Cash Flows****For the years ended December 31, 2023 and 2022****(Expressed in Thousands of New Taiwan Dollars)**

	2023	2022
Cash flows from operating activities:		
Profit before tax	\$ 2,472,801	2,702,972
Adjustments:		
Adjustments to reconcile profit:		
Depreciation expense	163,792	166,503
Amortization expense	199,189	160,130
Expected credit loss (gain)	4,365	(6,446)
Net loss on financial assets at fair value through profit or loss	54,590	416,264
Interest expense	13,433	13,933
Interest income	(41,725)	(34,464)
Dividend income	(34,475)	(93,807)
Share-based payment transactions	-	1,363
Share of loss of associates accounted for using equity method	35,482	50,722
Gain on disposal of property, plant and equipment	(848)	438
Loss on disposal of investments	1,650	-
Gain on adjustments to lease	-	(160)
Impairment loss and disposal loss on inventory	141,507	168,586
Other operating costs	-	107,740
Others	(83)	17,724
Total adjustments to reconcile profit	536,877	968,526
Changes in operating assets and liabilities:		
(Increase) decrease in notes and accounts receivable	(420,081)	1,114,428
Decrease (increase) in inventories	1,427,670	(1,452,465)
Increase in prepayments and other current assets	(6,758)	(8,036)
(Increase) decrease in other receivables	(195,130)	471,264
Increase (decrease) in notes and accounts payable	491,452	(1,004,765)
Increase (decrease) in other current liabilities	453,081	(661,673)
Decrease in net defined benefit liability	(21,575)	(13,023)
Cash inflow generated from operations	4,738,337	2,117,228
Interest received	37,494	34,169
Interest paid	(14,954)	(13,295)
Income taxes paid	(553,219)	(1,384,129)
Net cash flows from operating activities	4,207,658	753,973
Cash flows from (used in) investing activities:		
Dividends received	34,475	114,206
Acquisition of current financial assets at fair value through profit or loss	(90,066)	(125,152)
Proceeds from disposal of current financial assets at fair value through profit or loss	97,035	285,256
Acquisition of non-current financial assets at fair value through profit or loss	(16,471)	(353,706)
Proceeds from disposal of non-current financial assets at fair value through profit or loss	-	3,900
Proceeds from capital reduction and liquidation of financial assets at fair value through profit or loss	34,058	40,648
(Increase) decrease in financial assets at amortized cost	(1,186,088)	1,458,860
Net cash flow from acquisition of subsidiaries	-	53,108
Decrease in cash from lossing control over subsidiaries	(102,385)	-
Proceeds from capital reduction of investments accounted for using equity method	10,500	30,000
Acquisition of property, plant and equipment	(700,914)	(169,384)
Proceeds from disposal of property, plant and equipment	1,169	1,098
Acquisition of intangible assets	(353,226)	(88,903)
(Increase) decrease in refundable deposits	(3,796)	3,921
Decrease (increase) in other non-current assets	2,895	(2,091)
Net cash flows (used in) from investing activities	(2,272,814)	1,251,761
Cash flows from (used in) financing activities:		
Increase in short-term borrowings	10,000	62,000
Decrease in short-term borrowings	(50,000)	(12,000)
Increase in long-term debt	468,640	-
Repayments of long-term debt	-	(24,679)
Repayments of preference share liabilities	(40,000)	-
(Decrease) increase in guarantee deposits received	(24,025)	28,570
Payment of lease liabilities	(29,749)	(26,731)
Cash dividends paid	(2,329,239)	(3,930,593)
Changes in non-controlling interests	10,189	304,546
Net cash flows used in financing activities	(1,984,184)	(3,598,887)
Effect of exchange rate changes on cash and cash equivalents	(314)	2,334
Net decrease in cash and cash equivalents	(49,654)	(1,590,819)
Cash and cash equivalents at the beginning of period	2,663,688	4,254,507
Cash and cash equivalents at the end of period	\$ 2,614,034	2,663,688

See accompanying notes to financial statements.

Attachment 1

ELAN Microelectronics Corporation

Rules of Procedure for Shareholders' Meeting

1. Unless otherwise stipulated in laws or articles of association, the shareholders' meeting of this Company shall be conducted in accordance with these Rules.
2. The term "shareholder" as mentioned in these Rules refers to the shareholder himself and the representative entrusted by the shareholder to attend.
3. The Company shall specify in the notice of meeting the time, place and other matters needing attention of accepting shareholders, solicitors and entrusted agents (hereinafter referred to as shareholders). If the shareholders' meeting is held by video conference, the method of shareholders' participation and exercise of rights, the handling method when the video conference platform or participation by video conference is hindered due to force majeure, and the date and other matters needing attention when the meeting needs to be postponed or resumed; if a video shareholders' meeting is held, it shall also record the appropriate alternative measures provided to shareholders who have difficulties in participating by video.

The registration time for accepting shareholders mentioned in the preceding paragraph shall be at least 30 minutes before the start of the meeting; the reporting place should be clearly marked, and adequate and competent personnel should be sent to handle it; the video conference of the shareholders' meeting shall be accepted and reported on the video conference platform of the shareholders' meeting 30 minutes before the meeting starts. Shareholders who have completed the registration shall be deemed to have attended the shareholders' meeting in person.

The number of voting rights present is calculated according to the signature book or the sign-in card paid by shareholders when signing in. If the attendance card is handed over to the Company, it shall be deemed that the shareholders (or agents) listed in the attendance card are present in person, and the Company is not responsible for the confirmation. The attendance and voting at the shareholders' meeting shall be based on the shares.

4. The location of the shareholders' meeting of the Company shall be the location of the Company or a place convenient for shareholders to attend and suitable for convening the shareholders' meeting, and the starting time of the meeting shall not be earlier than 9: 00 am or later than 3: 00 pm.

When the Company holds a video shareholders' meeting, it is not limited by the location mentioned in the preceding paragraph. The chairman and the recorder should be in the same place in Taiwan, and the chairman should announce the address of the place at the meeting.

5. The Company may appoint entrusted lawyers, accountants or relevant personnel to attend the shareholders' meeting as nonvoting delegates. The meeting personnel handling the shareholders' meeting shall wear identification cards or armbands.

6. The Company shall record and videotape the whole process of shareholder registration, meeting progress and voting and counting from the time of accepting shareholder registration. The audio-visual materials mentioned in the preceding paragraph shall be kept for at least one year. However, if a shareholder files a lawsuit in accordance with Article 189 of the Company Law, it shall be kept until the lawsuit is concluded.
If the shareholders' meeting is held by video conference, the Company shall record and keep the information of shareholders' registration, reporting, questioning, voting and the results of the Company's vote counting, and continuously record and videotape the whole video conference.
The materials and audio-visual recordings mentioned in the preceding paragraph shall be properly kept by this Company during their existence, and the audio-visual recordings shall be provided to those entrusted with video conference services for preservation.
7. When the meeting time has expired, the chairman shall immediately announce the meeting, and at the same time announce relevant information such as non-voting rights and shares present.
However, if shareholders representing more than half of the total issued shares are not present, the chairman may announce the postponement of the meeting, and the number of postponements shall be limited to two times, and the total postponement time shall not exceed one hour. If the shareholders representing more than one third of the total issued shares are still not present after two delays, the chairman will announce the resignation meeting; if the shareholders' meeting is held by video conference, the Company shall also announce the resignation meeting on the video conference platform of the shareholders' meeting.
If the delay mentioned in the preceding paragraph is still insufficient for two times and shareholders representing more than one third of the total number of issued shares are present, they may make a false resolution in accordance with the first paragraph of Article 175 of the Company Law, and notify all shareholders of the false resolution to convene a shareholders' meeting within one month. Where the shareholders' meeting is held by video conference, shareholders who wish to attend by video conference shall re-register with the Company in accordance with Article 3.
8. Unless otherwise stipulated by laws and regulations, the shareholders' meeting of the Company shall be convened by the Board of Directors. Any change in the method of convening the shareholders' meeting of the Company shall be resolved by the Board of Directors, and shall be made at the latest before the notice of the shareholders' meeting is sent.
The Company shall, 30 days before the general shareholders' meeting or 15 days before the provisional shareholders' meeting, make the notice of the shareholders' meeting, the paper of power of attorney, the cause of action and explanatory materials of various proposals such as recognition, discussion, election or dismissal of directors into electronic files and send them to the public information observatory. Twenty-one days before the general shareholders' meeting or the 15 days before the provisional shareholders' meeting, the shareholders' meeting manual and supplementary materials will be made into electronic files and sent to the public

information observatory. Fifteen days before the shareholders' meeting, the minutes of the shareholders' meeting and supplementary materials for the meeting shall be prepared for shareholders to read at any time, displayed in the Company and the professional stock agency appointed by the Company, and distributed at the shareholders' meeting site.

The notice and announcement shall specify the reasons for convening; if the notification is approved by the counterpart, it may be done electronically.

Selection or dismissal of directors, change of articles of association, reduction of capital, application to stop public offering, director's competition permit, conversion of surplus to capital, conversion of reserve to capital, dissolution, merger and division of the Company or the items in Paragraph 1 of Article 185 of the Company Law, Article 26-1, Article 43-6 of the Securities Exchange Act, Article 56-1 and Article 60-2 of the Guidelines for the Offering and Issuance of Securities by Issuers shall be listed in the reasons for convening and their main contents shall be explained. Its main contents may be placed on the website designated by the competent securities authority or the Company, and its website shall be specified in the notice.

The reason for convening the shareholders' meeting has stated the comprehensive re-election of directors and the date of appointment. After the re-election of the shareholders' meeting is completed, the date of appointment may not be changed by provisional motion or other means at the same meeting.

Shareholders holding more than 1% of the total number of issued shares may propose to the Company a resolution for the general meeting of shareholders, with one proposal limited, and any proposal with more than one item shall not be included in the resolution. In addition, the Board of Directors may not classify the proposal put forward by shareholders as a proposal under any of the circumstances mentioned in Item 4 of Article 172-1 of the Company Law. Shareholders may put forward a proposal to urge the Company to improve public interests or fulfill its social responsibilities. The procedure shall be limited to one item in accordance with the relevant provisions of Article 172-1 of the Company Law. Any proposal with more than one item shall not be included in the proposal.

The Company shall announce the acceptance of shareholders' proposal, written or electronic acceptance method, acceptance place and acceptance period before the suspension of stock transfer before the shareholders' general meeting; the acceptance period shall not be less than ten days.

The proposal put forward by shareholders is limited to 300 words, and if it exceeds 300 words, the proposal will not be listed; the proposing shareholders shall attend the shareholders' general meeting in person or entrust others to participate in the discussion of the proposal.

The Company shall notify the proposer shareholder of the results of the handling before the notice of convening the shareholders' meeting, and list the proposals conforming to the provisions of this article in the notice of meeting. For shareholders' proposals that are not listed, the Board of Directors shall explain the reasons for not being listed in the shareholders' meeting.

9. When a shareholder speaks, the attendance card number (or shareholder's account number) and name shall be stated in the speech slip, and the gist and order of the speech shall be determined by the chairman. Shareholders present who only mentioned the speech note but did not speak shall be regarded as not speaking. If the content of the speech is inconsistent with that recorded in the speech note, the content of the speech shall prevail. When shareholders present speak, other shareholders shall not interfere with their speeches except with the consent of the chairman and the speaking shareholders, and the chairman shall stop those who violate it. Where the shareholders' meeting is held by video conference, shareholders who participate by video conference may ask questions in writing on the video conference platform of the shareholders' meeting after the chairman announces the meeting and before announcing adjournment of the meeting. The number of questions for each proposal shall not exceed two times, and each time is limited to 200 words. The provisions in the preceding paragraph shall not apply. If the question mentioned in the preceding paragraph does not violate the regulations or exceed the scope of the proposal, it is advisable to expose the question on the video conference platform of the shareholders' meeting for public information.
10. Without the consent of the chairman, each shareholder shall not speak for more than two times for the same proposal, and each time shall not exceed two minutes. If a shareholder speaks in violation of the provisions of the preceding paragraph or beyond the scope of the topic, the chairman may stop him from speaking.
11. When a legal person is entrusted to attend the shareholders' meeting, the legal person may only appoint one representative to attend. If the shareholders' meeting is held by video conference, the shareholder who wants to attend by video conference shall register with the Company two days before the shareholders' meeting. If the shareholders' meeting is held by video conference, the Company shall upload the proceedings manual, annual report and other relevant materials to the video conference platform of the shareholders' meeting at least 30 minutes before the meeting starts, and keep the disclosure until the end of the meeting.
12. After attending the shareholders' speeches, the chairman may reply in person or designate relevant personnel.
13. When, in the opinion of the Chairman, discussion of a bill has reached the point where it is possible to put it to the vote, he may adjourn the discussion and put it to the vote.
14. Shareholders may, at each shareholder's meeting, present a power of attorney issued by the Company, specifying the scope of authorization, and entrust an agent to attend the shareholders' meeting. A shareholder may issue a power of attorney, limited to one person, which shall be sent to the Company five days before the meeting of the shareholders meeting. In case of duplicate power of attorney, the first one to be sent shall prevail. However, the statement before the revocation

of the prior power of attorney is not subject to this limitation.

After the power of attorney has been served on the Company, a shareholder who wishes to attend the shareholders' meeting in person shall, two days prior to the meeting, give notice in writing to the Company of the revocation of the power of attorney; if the cancellation is delayed, the voting right of the entrusted agent shall prevail.

The Company shall exercise its voting rights electronically and may exercise its voting rights in writing when holding meetings of shareholders; if the voting right is exercised in writing or electronically, the method of exercise shall be specified in the notice of convening of the shareholders' meeting. Shareholders who exercise their voting rights in writing or electronically shall be deemed to have attended the shareholders' meeting in person. However, the provisional motion and amendment of the original motion at the meeting shall be deemed a waiver and therefore the Company should refrain from making the provisional motion and amendment of the original motion.

Where the voting rights mentioned in the preceding paragraph are exercised in writing or electronically, the expression of intention shall be delivered to the Company two days before the shareholders' meeting. If the expression of intention is duplicated, the one delivered first shall prevail. However, this restriction does not apply to those who express their intention before the declaration is revoked.

A shareholder who has exercised his voting right in writing or electronically, if he wishes to attend the meeting in person or by video, shall, two days before the meeting of the shareholders, revoke the aforesaid expression of intention to exercise the voting right in the same manner as the exercise of the voting right; if the cancellation is delayed, the voting right exercised in writing or electronically shall prevail. If the voting right is exercised in writing or electronically and an agent is authorized by proxy to attend the shareholders' meeting, the voting right to be exercised by the entrusted agent shall prevail.

After the power of attorney has been served on the Company, a shareholder wishing to attend the shareholders' meeting by video conference shall give a written notice to the Company two days prior to the meeting of the shareholders. If the cancellation is delayed, the voting right of the entrusted agent shall prevail.

- 14-1 The number of shares solicited, the number of shares represented by the entrusted agent and the number of shares attended by the shareholders in writing or electronically, the Company shall, on the day of the meeting of the shareholders, make a statistical table in the prescribed form, which shall be clearly disclosed at the meeting; if the shareholders' meeting is held by video conference, the Company shall upload the aforesaid information to the video conference platform at least 30 minutes prior to the beginning of the meeting and continue to disclose it until the end of the meeting.

When the Company holds a video conference of shareholders' meeting and announces the meeting, it shall disclose the attendance rights of shareholders on the video conference platform. The same applies if there are other statistics on the attendance weight in the meeting.

15. When the meeting is in progress, the Chairman may, at his discretion, declare a break.

16. Each shareholder shall have one vote; except those who are subject to restrictions or who are not entitled to vote as listed in item 2 of Article 179 of the Company Law.

When the Company holds a meeting of shareholders, it may exercise its voting motion and, unless otherwise provided by the Company Law and the articles of Association, pass it with the consent of more than half of the votes of the shareholders present.

When there are amendments or substitutes to the same bill, the Chairman shall determine the order of voting with the original bill. If one of the bills has been passed, the other bills shall be considered vetoed and shall not be voted on.

The supervisors and counting officers for the voting of motions shall be appointed by the Chairman, provided that the supervisors shall have the status of shareholders.

The counting of votes or election motions at the shareholders' meeting shall be done in a public place at the meeting, and the results of the voting shall be announced on the spot after the counting of the votes, including the counting weights, and shall be recorded.

Where the shareholders' meeting is held by video conference, the votes shall be counted in one go and the result of the vote and election shall be announced after the Chairman has declared the voting closed.

Any shareholder, solicitor or fiduciary agent who has registered to attend the shareholders' meeting by video in accordance with the provisions of Article 3 and wishes to attend the physical shareholders' meeting in person shall, two days prior to the meeting, cancel his registration in the same manner as if he had registered it; if the cancellation is delayed, the shareholders' meeting can only be attended by video.

A person who has exercised his voting right in writing or electronically, has not revoked his expression of intention, and has participated in the shareholders' meeting by video, shall not exercise his voting right in respect of, or propose amendments to, or exercise his voting right in respect of amendments to, the original motion, except for temporary motions.

When the shareholders' meeting elects directors and supervisors, it shall conduct the election in accordance with the relevant election rules set by the Company, and shall announce the election results on the spot, including the names of the elected directors and independent directors, the names of the elected directors and the names of the unsuccessful directors and supervisors, and the number of electoral powers obtained.

17. When there are amendments or substitutes to the same bill, the Chairman shall determine the order of voting with the original bill. If one of the bills has been passed, the other bills shall be considered vetoed and shall not be voted on.
18. The Chairman may direct pickets (or security guards) to assist in the maintenance of order at the meeting. Picket officers (or security guards) should wear "picket" armbands when they are present to assist in maintaining order.

19. Matters decided at the shareholders' meeting shall be made into a record, signed or sealed by the chairman, and the record shall be distributed to all shareholders within 20 days after the meeting. Proceedings may be prepared and distributed electronically.

The distribution of the minutes of the proceedings mentioned in the preceding paragraph may be made by public announcement by entering the open information observatory.

The minutes shall be recorded in accordance with the year, month, day and place of the meeting, the name of the Chairman, the method of decision, the gist of the proceedings and their results, and shall be kept in perpetuity during the existence of the Company.

Where the shareholders' meeting is held by video conference, except for the matters to be recorded in accordance with the preceding paragraph, it shall also record the time and end of the shareholders' meeting, the method of holding the meeting, the name of the chairman and the name of the record, the appropriate alternative measures for shareholders who have difficulty in attending the shareholders' meeting by video, and the method and circumstances of dealing with the event of force majeure in which the shareholders' meeting is called to the video meeting platform or in which the participation by video is blocked.

20. If the shareholders' meeting is held by video conference, the Company shall, immediately after the close of voting, disclose the voting results of the motions and election results on the video conference platform as required, and shall continue to disclose the results for at least 15 minutes after the chairman announces the meeting is adjourned.

21. If the shareholders' meeting is held by video conference, the Company may provide a simple connection test for shareholders before the meeting and provide relevant services immediately before and during the meeting to assist in dealing with technical problems of communication.

Where the shareholders' meeting is held by video conference, the Chairman shall, when announcing the meeting, separately announce that, except for the cases where there is no need to postpone or renew the meeting as set out in Article 44-20 of the Guidelines for the Handling of the shares of a publicly issued Company, before the Chairman declares the meeting to be adjourned due to force majeure, obstacles occur to the platform of the video conference or to participation by video conference for more than 30 minutes, Article 182 of the Company Law shall not apply to the date on which the shareholders' meeting is adjourned or renewed.

When the shareholders' meeting is postponed or resumed in accordance with the provisions of the preceding paragraph, there is no need to discuss and make a resolution on the proposal that has been voted and counted and announced the voting results or the elected list of directors and supervisors.

If the Company postpones or extends the meeting in accordance with the provisions of Item 2, it shall, in accordance with the provisions of Item 4 of Article 44-20 of the Guidelines for the handling of shares of a publicly issued stock Company, conduct the relevant preparatory work in accordance with the date of the original shareholders' meeting and the provisions of the respective articles, and the shareholders whose transfer of shares is suspended at the original shareholders' meeting shall have the right to attend the shareholders' meeting.

During the period set forth in the following paragraph of Article 12, item 3 of Article 13, and item 2 of Article 44-5, Article 44-15, and item 1 of Article 44-17 (1) of the Rules for the Use of

Power of Attorney by a publicly issued Company at a Shareholders' meeting, the Company shall handle the date of the shareholders' meeting to be postponed or renewed in accordance with the provisions of Item 2.

If the Company holds an auxiliary video shareholders meeting and the meeting cannot be continued in accordance with item 2, if the total number of shares present at the meeting still reaches the statutory quota decided by the shareholders after deducting the number of shares present at the meeting by video, the shareholders' meeting shall continue and there is no need to postpone or renew the meeting in accordance with item 2.

When the Company holds a video meeting of shareholders, it shall provide appropriate alternatives for shareholders who have difficulty attending the meeting by video.

- 22: These Rules shall come into force after being adopted by the shareholders' meeting, and shall be the same when amended.

Attachment 2

ELAN Microelectronics Corporation

Articles of Association

Chapter I General Rules

Article 1: The Company was organized in accordance with the provisions of the Company Law and named as ELAN MICROELECTRONICS CORPORATION. The English name of the Company is Elan Microelectronics Corporation.

Article 2: The Company's business is as follows:

1. CC01080 electronic components manufacturing industry.
2. CC01110 Computer and peripheral equipment manufacturing industry.
3. CA02990 Other metal products manufacturing industry (outside the restricted area).
4. F401010 International Trade Industry.
 (Research, development, production and sales of the following products:
 - Embedded microcontrollers and systems;
 - Digital signal processors and systems;
 - Computer peripheral control integrated circuits and systems;
 - LCD display driver integrated circuits and systems;
 - Fingerprint recognition devices and credit card applications;
 - Advanced Driver Assistance Systems (ADAS) powered by AI;
 - Edge AI image recognition for smart transportation applications; and
 - import and export trade related to the Company's business.)

When the Company reinvests as a limited liability shareholder of another Company, the total amount of all its investments may exceed 40 percent of the paid-in capital stock of the Company. In addition, the Company may, for business needs, issue external guarantees to relevant trade partners and endorsement guarantees for loans to relevant organs and financial institutions.

Article 3: The Company has its head office in Hsinchu Science Park, and may set up branches or offices at home and abroad by resolution of the Board of Directors when necessary.

Chapter 2 Shares

Article 5: The total capital of the Company is set at NT\$4,800 million, which is divided into 480 million shares, each with a denomination of NT\$10, and issued in installments. The unissued shares are authorized to be issued by the Board of Directors according to actual needs. Within the total amount of shares mentioned in the preceding

paragraph, 45 million shares may be reserved for corporate bonds with warrants, special shares with warrants and warrants to exercise subscription rights.

Article 5-1: Where the shares lawfully purchased by the Company are to be transferred to employees, if the shares are to be transferred to employees at a price lower than the average price of the shares actually purchased in accordance with the relevant laws, such transfer shall be made with the consent of more than two-thirds of the voting rights of the shareholders represented by more than half of the total number of shares issued.

When the Company issues employee stock option certificates, if it intends to issue them at a price lower than the closing price on the date of issuance in accordance with relevant laws and regulations, it shall be approved by shareholders representing more than half of the total issued shares and two-thirds of the voting rights of the shareholders present.

Article 5-2: The transfer of shares purchased by the Company in accordance with the Company Law may include employees of controlling or affiliated companies who meet certain conditions.

Stock warrants issued to employees of the Company may include employees of controlling or affiliated companies who meet certain conditions.

When the Company issues new shares, the employees who underwrite the shares may include the employees of the controlling or subordinate Company who meet certain conditions.

The new shares issued by the Company to limit the rights of employees may include the employees of controlling or affiliated companies who meet certain conditions.

Article 6: Shares issued by the Company may not be printed, but should be registered with the central depository of securities.

Article 7: Shareholders shall state their name and address to the Company, fill in a seal card and send it to the Company for checking. In case of loss of the seal, a guarantor shall be required to report the loss to the Company in writing, and the shareholder can replace the seal with a new one by posting it in the daily newspaper of the place where the Company is located and declaring it invalid.

Article 8: The Company shall handle the stock affairs related to shareholders in accordance with the Company Law and the stock affairs handling standards of publicly issued stock companies, unless otherwise stipulated by laws and securities authorities.

Article 9: (Deleted)

Article 10: The transfer of shares under a new name shall cease within sixty (60) days before the regular meeting of the shareholders, within thirty (30) days before the meeting of the provisional meeting of the shareholders, or within five (5) days before the base date on which the Company decides to distribute dividends and bonuses or other benefits.

Chapter 3 Shareholders Meeting

Article 11: There are two types of shareholders' meetings: general meetings and provisional meetings. General meetings are held once a year, and if they are held within six months after the end of each fiscal year, the provisional meetings are held when necessary in accordance with the law. The meeting of the shareholders of the Company may be held by video conference or other means announced by the central competent authority. If the shareholders' meeting is held by video conference, the shareholders who participate in the meeting by video conference shall be deemed to have attended the meeting in person.

Article 12: When the shareholders' meeting is held, the chairman shall preside over the meeting. In the absence of the chairman, the chairman shall appoint one of the directors to act as the chairman. In the absence of such appointment, the directors shall appoint one of each other to act as the chairman.

Article 13: If a shareholder is unable to attend a shareholders' meeting for any reason, he may, in accordance with Article 177 of the Company Law, issue a power of attorney and appoint an agent to attend the meeting.

Article 13-1: Shareholders may exercise their voting rights in writing or electronically when the Company holds a shareholders' meeting. Shareholders who exercise their voting rights in writing or electronically shall be deemed to have attended the shareholders' meeting in person. However, any provisional motion or amendment to the original motion at the meeting shall be deemed as a waiver. Such expression of intention shall be handled in accordance with the provisions of the Company Law Article 177-2.

Article 14: The shareholders of the Company shall have one vote per share, but those who are in accordance with Article 179 of the Company Law shall not have the right to vote.

Article 15: Unless otherwise stipulated in relevant laws and regulations, the resolutions of the shareholders' meeting shall be attended by shareholders representing more than half of the total number of issued shares, and shall be carried out with the consent of more than half of the voting rights of the shareholders present.

Article 16: Minutes of the resolutions of the shareholders' meeting shall be made, signed or sealed by the chairman, and distributed to all shareholders within 20 days after the meeting. The distribution of the minutes mentioned in the preceding paragraph may be made by public announcement.

The minutes of the meeting shall record the date and place of the meeting, the name of the chairman and the resolution method, and shall also record the essentials and results of the meeting. The minutes of the meeting shall be kept with the signature book of the shareholders present and the power of attorney for proxy.

Chapter 4 Directors and Supervisors

Article 17: The Company shall have 7-9 directors, who shall be selected by the shareholders' meeting on persons with capacity for a term of three years and may be re-elected. The number of independent directors in the quota mentioned in the preceding paragraph shall not be less than three, and shall not be less than one-fifths of the number of directors.

The election of directors adopts the candidate nomination system in Article 192 of the Company Law. Relevant matters such as the acceptance method and announcement of the nomination of director candidates shall be handled in accordance with the relevant laws and regulations of the Company Law and the Securities Exchange Act. Independent directors and non-independent directors shall be elected together to calculate the number of elected places respectively.

Article 17- 1: The Board of Directors of the Company may, as required by the operation of the business, establish a remuneration committee or other functional committees.

Article 17-2: The Company establishes an audit committee in accordance with the provisions of the Securities and Exchange Act.

Article 18: If the Board of Directors shall hold a provisional meeting of shareholders within 60 days to make up for the vacancy of one third of the directors, the term of office shall be limited to the period of replacement.

Article 19: If a director's term of office expires before he is re-elected, his executive duties shall be extended until the time when the re-elected director takes office.

Article 20: The directors shall form a Board of Directors, which shall be attended by two thirds or more of the directors and approved by more than half of the directors present, and shall elect one of them as the chairman of the Board of Directors and shall carry out all the business of the Company in accordance with laws, articles of association, the shareholders' meeting and the resolutions of the Board of Directors. The directors may be notified of the meeting in writing, by E-mail or by fax. The Board of Directors shall have access to video footage, and any director who participates in the

meeting by video footage shall be deemed to have attended in person.

Article 21: The following business policies of the Company shall be adopted by the resolution of the Board of Directors:

- Amendment of the articles of association.
- The establishment or removal of branches.
- The examination of the budget and final accounts.
- The appointment and dismissal of corporate accountants and lawyers.
- The transfer of the Company to other ventures or its shares shall be approved by more than 20% (inclusive) of the paid-in capital of the Company. If the amount is less than 20% of the paid-in capital of the Company, the chairman shall be authorized to handle it, but it shall be approved by the Board of Directors at the latest time afterwards.
- Approval of major capital expenditure plans.
- Proposed capital increase and decrease plan.
- Approval of major transactions between the Company and its relations.
- Approval of important contracts or other important matters.
- Other powers as granted by statute and by the shareholders' meeting.
- Except for the first meeting of the Board of Directors in accordance with Article 203 of the Company Law, the rest shall be convened by the chairman of the board and act as chairman. If the chairman is unable to perform his duties for any reason, the chairman shall appoint one of the directors to act for him; if the chairman is not appointed, the directors shall appoint one of the directors to act for him.

Article 22: Unless otherwise stipulated in the Company Law, a meeting of the Board of Directors shall be attended by more than half of the directors, which shall be carried out with the consent of more than half of the directors present. If the directors are unable to attend for some reason, they may issue a power of attorney, listing the scope of authorization of the reasons for convening the meeting, and entrust other directors to attend the Board of Directors on their behalf, provided that one person is entrusted by one person.

Article 23: The minutes of the board meeting shall be made, signed or sealed by the chairman, and distributed to all directors within 20 days after the meeting. The preparation and distribution of the minutes mentioned in the preceding paragraph may be done electronically. The minutes of proceedings shall record the essentials and results of the proceedings, and shall be kept with the signature book of directors present and the power of attorney for proxy.

Article 24: (Deleted)

Article 24-1: The remuneration of directors (including independent directors) of the Company shall be assessed by the Remuneration Committee on their participation in the operation of the Company and their contribution value, and the Board of Directors shall be authorized to pay the remuneration according to the assessment of the Remuneration Committee and the normal level of the same industry.
The Company may purchase liability insurance for the directors in respect of their legal liability in respect of the scope of their business during their term of office, and the scope of such insurance shall be authorized by the Board of Directors to decide.

Chapter 5 Managers and Staff

Article 25: The Company may, by resolution of the Board of Directors, have a Chief Executive Officer, a general manager and a number of deputy general managers, whose appointment and removal shall be governed by Article 29 of the Company Law.

Chapter 6 Final Accounts

Article 28: At the end of the fiscal year of the Company, the Board of Directors shall prepare the following statements and submit them to the shareholders' general meeting for recognition:

1. Business report.
2. Financial statements.
3. Proposal on surplus distribution or loss allocation.

The Company's profit distribution or loss allocation shall be made after the end of each half fiscal year.

Article 29: If the Company makes profits in the year, it shall set aside not less than 10 percent for the remuneration of employees and not more than 2 percent for the remuneration of directors. However, if the Company still has accumulated losses, it shall reserve the compensatory amount in advance.

Article 29-1: If there is a surplus in the Company's annual final accounts, the Company shall first pay taxes to make up for the accumulated losses, and then withdraw 10% as the statutory surplus reserve, except when the statutory surplus reserve has reached the paid-in capital of the Company; in addition, according to the Company's operating needs and laws and regulations, special surplus reserve shall be set aside. If there is surplus and the surplus has not been distributed at the beginning of the same period, the Board of Directors shall draw up a surplus distribution plan, and in the case of issuing new shares, it shall be submitted to the shareholders' meeting for resolution and distribution.

In accordance with the provisions of the Company Law, the Company authorizes the Board of Directors to distribute dividends and bonuses or all or part of the statutory surplus reserve and capital reserve as stipulated in item 1 of Article 241 of the Company Law in cash after more than two thirds of the directors are present and more than half of the directors are present, and report to the shareholders' meeting. Dividend distribution ratio is as follows:

- The amount of surplus to be distributed in the current year shall not be less than 50 percent of the accumulated distributable surplus; the cash dividend shall not be less than 10% of the total dividend.
- The remuneration of employees paid by offering stocks or cash to employees may include employees of controlling or affiliated companies who meet certain conditions.

Chapter 7 Supplementary Provisions

Article 30: The organizational rules and working rules of the Company shall be set forth separately.

Article 31: Matters not stipulated in the Articles of Association shall be handled in accordance with the Company Law and other laws and regulations.

Article 32: The Articles of Association was established on April 28, 1994.

The 1st amendment was made on July 14, 1994.

The 2nd amendment was made on June 14, 1997.

The 3rd amendment was made on May 18, 1998.

The 4th amendment was made on June 23, 1999.

The 5th amendment was made on March 30, 2000.

The 6th amendment was made on June 20, 2001.

The 7th amendment was made on June 26, 2002.

The 8th amendment was made on June 3, 2003.

The 9th amendment was made on June 1, 2004.

The 10th amendment was made on June 12, 2006.

The 11th amendment was made on June 11, 2007.

The 12th amendment was made on June 13, 2008

The 13th amendment was made on June 9, 2010.

The 14th amendment was made on June 12, 2012.

The 15th amendment was made on June 13, 2013.

The 16th amendment was made on June 24, 2014.

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

The 18th amendment was made on June 8, 2016.

The 19th amendment was made on June 20, 2017.

The 20th amendment was made on June 11, 2018.

The 21st amendment was made on June 10, 2019.

The 22nd amendment was made on June 15, 2022

The 23rd amendment was made on May 31, 2023

ELAN Microelectronics Corporation

Chairman: **Yeh, I-Hau**

Attachement 3

ELAN MICROELECTRONICS CORPORATION

The Rules for Election of Directors

Article 1

Unless otherwise provided in the Company Act, the Securities Exchange Act, the Articles of Association of this Company and in relevant laws and regulations, the Directors of this Company shall be elected in accordance with the rules and regulations specified herein.

Article 2

The Election of Directors of this Company shall be held at the shareholders' meeting. This Company shall prepare ballots and note the number of voting rights. Shareholders can exercise their voting rights in writing or electronically, and the method of exercise is specified in the notice of shareholders meeting

Article 3

In the election of Directors of this Company, the names of voters may be represented by shareholders' numbers.

Article 4

The election of Independent Directors of the Company shall adopt a candidate nomination system in accordance with Article 192-1 of the Company Act. The methods for accepting the nomination of Director, candidates, announcements and other related matters shall be handled in accordance with the relevant laws and regulations of the Company Act and the Securities Exchange Law.

Article 5

The election of the Company's Directors (including Independent Directors) adopts the cumulative voting method. Each share has the same voting rights as the number of people to be elected, and one person can be elected collectively or a number of people can be distributed. The Independent Directors and the non-Independent Directors shall be elected together, and the number of elected positions shall be calculated separately.

Article 6

For the election of the Company's Directors, the votes obtained shall represent those with more voting rights. If there are two or more people with the same number of votes and exceed the specified number, the number of votes will be determined by the person with the same number of votes. The chairman will draw lots for those who do not attend.

Article 7

At the beginning of the election, the chairman appoints two ballot examiners (scrutineers, poll-watchers) and several tellers with shareholder status to perform various related duties.

Article 8

The ballot box used for voting shall be prepared by this Company and checked in public by the person to check the ballots before voting.

Article 9

If the candidate is a shareholder of this Company, voters shall fill in the "candidate" column the candidate's name and shareholder's number, and the number of votes cast for such candidate. If the candidate is not a shareholder of this Company, voters shall fill in the "candidate" column the candidate's name, the candidate's ID number, and the number of votes cast for such candidate. If the candidate is a government agency or a legal entity, the full name of the government agency or the legal entity or the name(s) of their representative(s) should be filled in the column.

Article 10

Ballots shall be deemed void under the following conditions:

- (1) Ballots not placed in the ballot box;
- (2) Ballots not prepared by this Company;
- (3) Blank ballots not completed by the voter;
- (4) If the candidate is a shareholder of this Company, the name or shareholder's number of the candidate filled in the ballot inconsistent with the shareholders' register. If the candidate is not a shareholder of this Company, the name or ID number of the candidate filled in the ballot is incorrect;
- (5) Ballots with other written characters or symbols in addition to candidate's name, shareholder's number (ID number) and the number of votes cast for the candidate;
- (6) Illegible writing which is unreadable;
- (7) Any of the candidate's name, shareholder's number (ID number) or the number of votes cast for such candidate being erased or changed;
- (8) The name of the candidates filled in the ballots being the same as another candidate's name and the respective shareholder's numbers (ID numbers) not being indicated to distinguish them;
- (9) The total votes cast by the voter exceeding the total voting rights of such voter; or
- (10) The number of candidates filled in the ballot exceeding the number of the seats to be elected.

Article 11

The ballots should be calculated during the meeting right after the vote casting and the results of the election should be announced by the Chairman at the meeting.

Article 12

These Rules and any revision thereof shall become effective after approval at the shareholders' meeting.

Attachment 4

Current Shareholding of Directors

- In accordance with Article 26 of the Securities Exchange Act and the shareholding ratio of directors and supervisors of publicly issuing companies and the Implementation Rules for Checking:
 - The paid-in capital of the Company is 303,880,392 shares.
 - The total number of shares held by all directors of the Company shall not be less than 12,155,215 shares issued by the Company.
- The number of shares held by the directors of the Company as of the closing date of this shareholders' meeting in the book records is as follows:

Position	Name	Appointment date	Term	Shareholders roster as of the share transfer suspension date	
				Number of shares held	Shareholding Ratio (%)
Chairman	YEH, I-Hau	July 02, 2021	3 years	6,288,895	2.06%
Director	Yulong Investment Co., Ltd. Representative: YEH, Tsung-Ying	July 02, 2021	3 years	7,083,059	2.33%
Director	YEN, Kuo-Lung	July 02, 2021	3 years	1,282,555	0.42%
Director	Zonglong Investment Co., Ltd. Representative: WEI, Chi-Lin	July 02, 2021	3 years	3,078,903	1.01%
Director	CHIU, Te-Chen	July 02, 2021	3 years	0	0
Independent Director	LIN, Hsien-Ming	July 02, 2021	3 years	0	0
Independent Director	SHAW, Ming-Fu	July 02, 2021	3 years	0	0
Independent Director	TANG, Chuan-Yi	July 02, 2021	3 years	0	0
Independent Director	LU, Fang-Cheng	July 02, 2021	3 years	0	0
Total				18,165,412	5.98%

Note: The share transfer suspension date of the current annual general meeting of shareholders is from April 01, 2024 to May 30, 2024.

Attachment 5

Information on the Distribution of Employee Compensation and Directors' and Supervisors' Remuneration

The Company's 2023 annual earnings distribution plan was approved by the Board of Directors, and the information about the employee remuneration and directors' remuneration to be distributed is summarized as follows:

- (1) The amount of employee remuneration and directors' remuneration to be distributed:
 1. Employee remuneration: NT\$386,000,000.
 2. Directors' remuneration: NT\$39,000,000
- (2) There is no difference between the amount of employee remuneration and directors' remuneration proposed by the Board of Directors and the annual estimated amount of recognized expenses.