

eMemory Technology Inc.
2022 Annual Report



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Notice to Readers

This document is prepared in accordance with the Chinese version and is for reference only. In the event of any inconsistency between the English version and the Chinese version, the Chinese version shall prevail.

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2. eMemory Address and Tel Number
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3. Stock Transfer Agent
Company : KGI Securities Co., Ltd. Brokerage Registry and Transfer Services Department
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4. Independent Auditor
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Auditors : Yu-Feng Huang and Su-Li Fang
Address : 20F, No. 100, Songren Road, Taipei City, Taiwan
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Website : <https://www.deloitte.com.tw>
5. Name of any exchanges where the company's securities are traded offshore, and the method by which to access information on said offshore securities : None
6. eMemory Website : <https://www.ememory.com.tw>

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I. Letter to Shareholders

Dear Shareholders,

Looking back on the past year, the semiconductor industry was like a roller coaster ride. From the beginning of the year, when there was a shortage of materials and production capacity and record-high revenues, to the middle of the year, when we faced negative news such as declining demand and excess inventory, the rapid change in the economy caught people by surprise. Despite the tumultuous year, we would like to share with our shareholders the fruitful results of FY22:

For operating and financial results, we achieved record-high revenue again and maintained our excellence in operating performance, including:

- The consolidated revenue was NT\$ 3,217 million, an increase of 36.1% compared to the previous year. 23.1% of the total revenue was from licensing fees, increasing 5.6%. The number of new product designs from customers exceeded 615. Royalties accounted for 76.9% of total revenue, an increase of 49%, and the royalty contribution from 12-inch wafers exceeded that of 8-inch wafers. The wafer volume production and the royalty per wafer also increased. In addition, our subsidiary, PUFsecurity, has successfully received 26 new licensing cases, and sales of PUF-based security IP have grown more than five times, which is an exciting development.
- The consolidated operating income increased 46.1% to NT\$ 1,853 million, net income increased 46.4% to NT\$ 1,612 million, and earning per share increased 46.2% to NT\$ 21.61.
- The consolidated cash flow generated a net inflow of NT\$ 584 million, and the ending cash balance was NT\$ 3,066 million.

For research and development and production platforms, eMemory has entered into the most advanced process platform for embedded non-volatile memory and developed a wide range of memory technologies to meet the demands of different applications:

- Regarding technology development, NeoBit continues to expand in industrial and automotive platforms. NeoFuse was widely deployed in various foundries and entered into 4nm and 3nm development verification this year, which will lead to adoption in HPC, ADAS and 5G applications. NeoEE and NeoMTP are also being adopted for automotive applications. In addition, we have restarted the development of NeoFlash to meet the future needs of smart ICs. We are currently working with five foundries and on six different process nodes. We believe our efforts will help our customers and foundries provide the most complete and competitive eFlash solutions.

- Regarding mass production platforms, OTP for the 5nm process already completed qualifications in early 2023, with more than ten new tape-outs from 7/6nm and growing royalty revenue from advanced processes. MTP is under qualification for the 55nm BCD process; 40nm and 22nm ReRAM was also qualified and moved to mass production. In the fourth quarter of 2022, 28nm became our top three processes. We expect that once the 28/22nm capacity expands over the next two years, it will become our largest mass-production process node and drive royalty revenue.
- As of the end of 2022, eMemory's customer base includes foundries, integrated device manufacturers (IDMs) and chip design companies worldwide, including over 37 semiconductor manufacturers and 2,166 chip design companies. Our IPs are also being used in over 6,400 product designs. For FY22, the mass production scale of wafers with our IPs exceeded 9 million in 8-inch equivalent wafers, and the cumulative mass production exceeded 48 million wafers.

Looking forward, the market penetration of existing products (OLED DDI, TDDI, PMIC, Fingerprint, DTV, Surveillance and STB applications) will continue to increase, and the expansion of products in ISP, DRAM, WiFi and Bluetooth ICs, etc., will drive significant revenue contribution. Furthermore, MTP technology was adopted in new applications such as DDR5 PMIC, DIMM, and SoC PMIC, which are expected to bring more royalty contributions. Our PUF-based security IPs and our subsidiary, PUFsecurity, also made excellent progress and will continue promotion to customers in the six major application areas, as well as with world-leading CPU IP companies, design service companies and foundries. We believe this technology will drive new growth momentum for eMemory in security applications.

On the corporate governance front, eMemory was ranked in the top 5% of companies with excellent performance in 2022. We continue to promote ESG and the sustainable development of our technologies, including quality management, information security, certifications in automotive electronics and environmental protection, and implementing them into daily operations and management. We also use our Logic NVM technology as a niche tool to implement ESG, helping customers effectively reduce chip size, power consumption, and carbon footprint of end products. Moreover, our PUF-based hardware security IP solutions help customers protect their products and applications from threats and extend the chip life cycle. In line with our core corporate value of innovation, eMemory has and will continue to introduce the best IP technologies and solutions to the market for the company's and its stakeholders' best interest.

eMemory is the only company in Taiwan currently ranked among the top ten silicon companies in the world. For 13 consecutive years, eMemory was awarded the best silicon supplier by TSMC, and our product market share and popularity rank first in the world. Many companies have entered the dark tunnel of recession due to inflation, war, and the pandemic, which led to inventory and recession

problems over the year. Although this year will still be challenging, we are confident that we can continue our growth momentum by creating greater returns for our shareholders through technological development, diversified product applications, and active global marketing activities. As our chairman said, we hope to be the last to enter the tunnel but the first to come out and welcome the brightness of economic recovery.

Finally, I would like to thank our shareholders for your long-term support, which has encouraged eMemory to continue on the path of excellence. We wish you all good health and the best of luck.

Chairman:
Charles Hsu

President:
Michael Ho

Accounting Officer:
Teresa Kuo

II. Company Profile

2.1 Date of Incorporation: Sep. 2, 2000

2.2 Corporate Milestones

| Year | | Milestones |
|------|------|---|
| Aug. | 2000 | eMemory founded as eMemory Technology Inc. |
| Mar. | 2001 | eMemory receives approval to move into Hsinchu Science Park |
| Jul. | 2002 | eMemory moves into Hsinchu Science Park |
| Oct. | 2004 | eMemory provides 0.18um NeoBit OTP/MTP solutions for LCD driver IC |
| Jan. | 2005 | eMemory announces NeoBit applications for speech IC |
| Jun. | 2005 | Production of NeoBit reaches 10,000 wafers |
| Oct. | 2005 | NeoBit NVM wins the National Invention and Creation Gold Medal Award |
| Apr. | 2006 | Advance NeoFlash embedded non-volatile memory technology is qualified |
| Jul. | 2006 | eMemory provides high voltage NeoBit processes and improves wafer yield and performance |
| Oct. | 2006 | NeoBit production reaches 100,000 wafers |
| Dec. | 2006 | eMemory wins Industrial Innovation Award |
| Mar. | 2007 | eMemory listed in Taiwan Emerging Market: ticker number #3529 |
| May | 2008 | eMemory licenses technology to Fujitsu Microelectronics Limited |
| Oct. | 2008 | eMemory wins Industrial Technology Advancement Award and National Invention and Creation Award |
| May | 2009 | eMemory announces NeoROM, a low-cost OTP mass production solution |
| Jul. | 2009 | eMemory's NeoBit OTP production reaches 1 million wafers; IP solutions for 65 nm processes launched |
| Sep. | 2009 | eMemory breaks new ground launching industrial-grade embedded NVM for power management solution |
| Mar. | 2010 | eMemory announces NeoEE prototype in 0.18um process technology |
| Jul. | 2010 | eMemory announces industry's first Green High Density OTP solution |
| Jul. | 2010 | eMemory becomes the first automotive-grade OTP provider to automotive IC makers |
| Oct. | 2010 | eMemory wins TSMC's 2010 IP Partner Award |
| Nov. | 2010 | eMemory is honored as one of Asia's 200 Best Under A Billion by Forbes |
| Nov. | 2010 | eMemory holds the first Embedded Tech Forum |
| Dec. | 2010 | eMemory NeoFlash offers an unrivalled, highly reliable embedded flash solution for automotive electronic applications |
| Jan. | 2011 | eMemory lists on Taipei Exchange (GreTai Securities Market) on 24 January 2011 |

| Year | | Milestones |
|------|------|---|
| Oct. | 2011 | eMemory honored again as one of Asia's 200 Best Under A Billion by Forbes |
| Oct. | 2011 | eMemory wins TSMC's 2011 IP Partner Award |
| Sep. | 2012 | eMemory introduces new NeoMTP technology |
| Oct. | 2012 | eMemory receives TSMC's IP Partner Award for the third straight year |
| Jan. | 2013 | eMemory's NeoEE silicon IP qualified for 2.4GHz RF product application |
| Jan. | 2013 | Taiwan Corporate Governance Association accredited eMemory with the Certificate of Corporate Governance System Evaluation – Version CG6007 |
| Mar. | 2013 | Production of eMemory's eNVM silicon IPs reaches 5 million wafers |
| May | 2013 | eMemory develops NeoFuse—an innovative anti-fuse eNVM technology |
| Aug. | 2013 | eMemory ranks as 「The Top 50 TWSE/GTSM Listed Companies with Most Valuable US Patents」 according to the cooperatives evaluation result by Institute for Information Industry and Ocean Tomo |
| Aug. | 2013 | eMemory's NeoEE technology advances into BCD process platform, augmenting P-Gamma silicon IP product range and accelerating integration with power management ICs |
| Sep. | 2013 | eMemory's NeoMTP technology advances in extensive Touch Panel MCU and TDDI applications |
| Sep. | 2013 | eMemory receives SMIC's IP Partner Award |
| Oct. | 2013 | eMemory receives TSMC's IP Partner Award for the fourth year in a row |
| Mar. | 2014 | eMemory's silicon IP NeoFuse received CA certification for advanced security applications |
| Apr. | 2014 | eMemory publishes first book by eNVM IP providers: LOGIC NON-VOLATILE MEMORY – NVM Solutions from eMemory |
| Jun. | 2014 | eMemory ranked A+ in R.O.C. Securities & Futures Institute's 11th Information Disclosure and Transparency Evaluation of Public Companies Ranking |
| Sep. | 2014 | eMemory receives again SMIC's IP Partner Award |
| Sep. | 2014 | eMemory receives TSMC's IP Partner Award for five consecutive years |
| Sep. | 2014 | eMemory NeoFuse silicon IP passes qualification in TSMC 28nm HKMG 2.5V process |
| Oct. | 2014 | eMemory NeoEE silicon IP advances into automotive electronics applications |
| Nov. | 2014 | eMemory offers IP industry-leading hybrid MTP silicon IP |
| Feb. | 2015 | Fingerprint application opens up market demands for eMemory's logic NVM IP solutions |
| Apr. | 2015 | eMemory ranked A++ in R.O.C. Securities & Futures Institute's 12th Information Disclosure and Transparency Evaluation of Public Companies Ranking |

| Year | | Milestones |
|------|------|---|
| Apr. | 2015 | eMemory was ranked TOP 20% in the 2014 Corporate Governance Evaluation of Public Companies conducted by R.O.C Securities & Futures Institute |
| May | 2015 | eMemory NeoFuse technology is verified in 16nm FinFET process |
| Aug. | 2015 | eMemory integrates OTP and MTP to offer industry-leading Combo and Hybrid silicon IPs |
| Sep. | 2015 | eMemory receives again SMIC's IP Partner Award |
| Sep. | 2015 | eMemory receives TSMC's IP Partner Award for six consecutive years |
| Mar. | 2016 | eMemory Announces Innovative Solution for Cryptographic Security |
| Apr. | 2016 | eMemory was ranked TOP 20% in the 2015 Corporate Governance Evaluation of Public Companies conducted by R.O.C Securities & Futures Institute |
| Jul. | 2016 | eMemory's NeoEE Solution Facilitates Module Integration for Fingerprint Applications |
| Aug. | 2016 | eMemory Unveils EcoBit Technology for RFID and NFC Applications |
| Sep. | 2016 | eMemory once again receives TSMC's IP Partner Award-the only eNVM Silicon Intellectual Property (Silicon IP) supplier in the world to receive the honor for seven consecutive years |
| Oct. | 2016 | eMemory Receives SMIC Best IP Partner Award for 4th Year in a Row |
| Feb. | 2017 | eMemory Qualified NeoFuse in TSMC 16FFC Process |
| Mar. | 2017 | eMemory's NeoFuse Implemented in HV Process for OLED Application |
| Apr. | 2017 | Over 100,000 Wafers Embedded with eMemory's NeoEE IP Shipped |
| Apr. | 2017 | eMemory was ranked TOP 20% in the 2016 Corporate Governance Evaluation of Public Companies conducted by R.O.C Securities & Futures Institute |
| Jul. | 2017 | eMemory Announces Validation of On-Chip Security IP on UMC Advanced Nodes |
| Sep. | 2017 | eMemory receives TSMC's IP Partner Award for eight consecutive years |
| Dec. | 2017 | eMemory receives Hsinchu Science Park Bureau Research and Development Achievement Award |
| Dec. | 2017 | eMemory receives Hsinchu Science Park Bureau Innovative Product Award |
| Apr. | 2018 | Over 20 Million Wafers Embedded with eMemory's IP Shipped |
| Apr. | 2018 | eMemory was ranked TOP 20% in the 2017 Corporate Governance Evaluation of Public Companies conducted by R.O.C. Securities & Futures Institute |
| Oct. | 2018 | NeoFuse is qualified on Fully-Depleted Silicon On-Insulator (FD-SOI) process technology |
| Oct. | 2018 | eMemory receives TSMC's IP Partner Award for 9 consecutive years |
| Feb. | 2019 | eMemory Receives ISSCC Award for Breakthrough Security Technology |
| Mar. | 2019 | eMemory receives National Industrial Innovation Award |

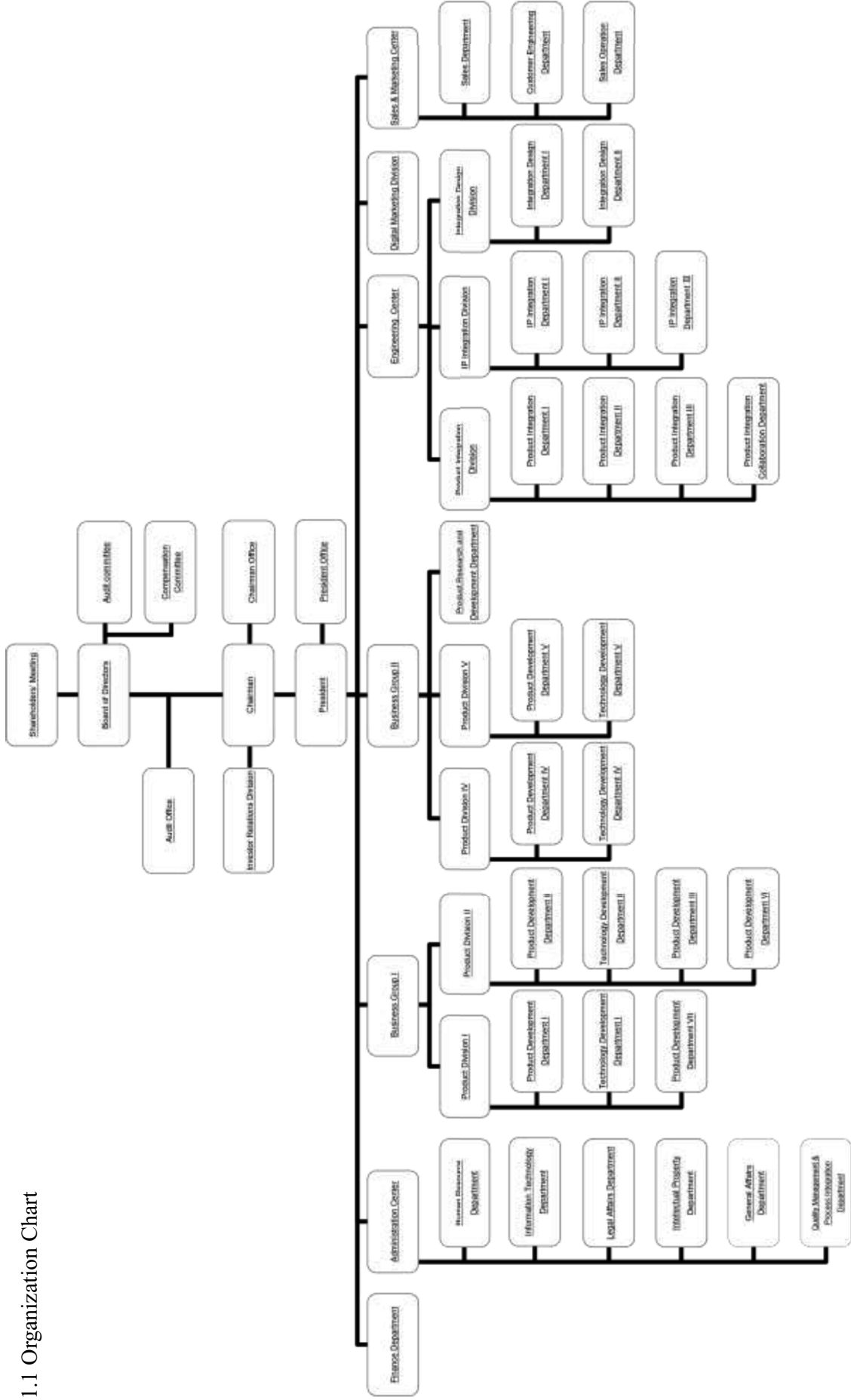
| Year | | Milestones |
|------|------|---|
| Apr. | 2019 | eMemory was ranked TOP 5% in the 2018 Corporate Governance Evaluation of Public Companies conducted by R.O.C. Securities & Futures Institute |
| May | 2019 | Wholly owned subsidiary PUFsecurity Corporation founded |
| Jun. | 2019 | eMemory's NeoFuse Qualified on Winbond 25nm DRAM Process |
| Sep. | 2019 | eMemory receives TSMC's IP Partner Award for 10 consecutive years |
| Sep. | 2019 | eMemory IP Garners Most Stringent Level of Certification for Automotive Applications |
| Dec. | 2019 | eMemory Joins Arm Ecosystem for Secure IoT Chips |
| Jan. | 2020 | NeoFuse Successfully Applied to UMC's 28nm HV Process Targeting the Fast-growing OLED Market |
| Mar. | 2020 | NeoMTP Successfully Applied to TSMC's Third-Generation 0.18μm BCD Process |
| Apr. | 2020 | eMemory was ranked TOP 20% in the 2019 Corporate Governance Evaluation of Public Companies conducted by R.O.C. Securities & Futures Institute |
| May | 2020 | eMemory Provides Intellectual Property for Secure NB-IoT Products |
| Jul. | 2020 | Wholly owned subsidiary PUFsecurity USA Corporation founded |
| Aug. | 2020 | Launched PUF-based Solutions (PUFrt and PUFiot) with NeoPUF as Core Technology |
| Aug. | 2020 | NeoFuse Completes the Silicon Verification on TSMC's 5nm and 6nm Processes |
| Aug. | 2020 | NeoFuse Completes the Qualification for Automotive Grade IPs on Samsung's 28nm FD-SOI Process |
| Oct. | 2020 | Security technology NeoPUF wins the National Invention and Creation Gold Medal Award |
| Oct. | 2020 | eMemory receives TSMC's IP Partner Award for 11 consecutive years |
| Nov. | 2020 | eMemory NeoFuse IP Qualified on GLOBALFOUNDRIES Advanced High Voltage Platform for OLED Applications |
| Dec. | 2020 | eMemory & PUFsecurity Announce with UMC the World's First PUF-based Secure Embedded Flash Solution |
| Mar. | 2021 | Over 35 Million Wafers Embedded with eMemory's IP Shipped |
| Apr. | 2021 | eMemory was ranked TOP 5% in the 2020 Corporate Governance Evaluation of Public Companies conducted by R.O.C. Securities & Futures Institute |
| Apr. | 2021 | Achronix Adopts eMemory IP for FPGA Hardware Root of Trust |
| Jun. | 2021 | eMemory and PUFsecurity Join DARPA Toolbox Initiative |
| Sep. | 2021 | eMemory's Security-Enhanced OTP IP Qualified on TSMC N6 Process |
| Oct. | 2021 | eMemory Receives 2021 TSMC OIP Partner of the Year Award for Embedded Memory IP |

| Year | | Milestones |
|------|------|--|
| Nov. | 2021 | eMemory's Resistive Random Access Memory (ReRAM) IP Qualified on UMC's 40nm process |
| Nov. | 2021 | eMemory and UMC Bring New ReRAM Intellectual Property to Market |
| Feb. | 2022 | eMemory Partners with Intel Foundry Services to Boost Security in Leading-Edge Chips |
| Mar. | 2022 | Wholly owned subsidiary eMemory Japan Corporation founded |
| Apr. | 2022 | eMemory was ranked TOP 5% in the 2021 Corporate Governance Evaluation of Public Companies conducted by R.O.C. Securities & Futures Institute |
| Jun. | 2022 | UMC, eMemory, and PUFsecurity Announce Successful Silicon-Proven Secure Embedded Flash IP |
| Jul. | 2022 | Wholly owned subsidiary PUFsecurity Technology (Shanghai) Corporation founded |
| Oct. | 2022 | eMemory receives TSMC's IP Partner Award for 13 consecutive years |
| Nov. | 2022 | eMemory Collaborates with Renesas on the Development of its Pure 5V OTP IP Using 130nm BCD Plus Process for Automotive Applications |

III. Corporate Governance Report

3.1 Organization

3.1.1 Organization Chart



3.1.2 Major Corporate Functions

| Department | | Functions |
|-----------------------------|---|---|
| Chairman Office | | Set up the target for the Company, management strategy and planning of the Company, strategy and planning for the long term development of the Company, strategy and planning for technology development, investors relations etc. |
| Investor Relations Division | | Managing relationships and communicating effectively with the investors and the stakeholders. |
| President Office | | 1. Product strategy and managing the business of the Company. 2. Provide managers for analysis strategy and execution of business operation and product planning, according to the Company's need for business operation. |
| Audit Office | | Establish and revise the internal control system, plan and execute the audit of internal control and follow up the improvement. |
| Finance Department | | Funds management, bank transactions, accounting processing, production and analysis of financial statements, financial forecasting and control, stock-related matters. |
| Administration Center | Human Resource Department | Human resources management and organizational development. |
| | Information Technology Department | Information system framework, information system operation and development, information security management. |
| | Legal Affairs Department | Legal affairs and contract management/contract drafting, review and negotiation /other general legal matters. |
| | Intellectual Property Department | 1. Responsible for intellectual property rights related matters. 2. Quality and process Control of eMemory's patents / patent risk reminding / patent strategy formulation / other intellectual property rights related matters. |
| | General Affairs Department | Providing essential services to the company with a wide variety of ranges, including sourcing and purchasing, industrial safety and environmental protection, and administrative support. |
| | Quality Management & Process Integration Department | According to the requirements of International standard to establish the quality management system and ensure the system is effectively operated. From the viewpoint of process integration to setup the project and management system. |
| Business Group I | Product Division I | Managing the silicon IP development project of NeoBit embedded floating gate technology for One-Time Programmable (OTP) non-volatile memory. |
| | Product Division II | Managing the silicon IP development project of NeoFuse embedded Antifuse technology for One-Time Programmable (OTP) non-volatile memory and NeoPUF technology etc. |

| Department | | Functions |
|----------------------------|---|---|
| Business Group II | Product Division IV | Managing the silicon IP development project of Multiple-Time Programmable (MTP) non-volatile memory (NeoEE, EcoBit, ReRAM... etc.). |
| | Product Division V | Managing the silicon IP development project of Multiple-Time Programmable (MTP) non-volatile memory (NeoMTP, MagnaChip EEPROM, Neoflash ... etc.). |
| | Product Research and Development Department | Support the front-end design and debugging of Embedded Memory digital circuits, improve the APR (Automatic Place and Route) physical design performance of the back-end digital design, provide APR physical design education and training, and develop innovative circuit architectures to enhance the performance and competition of various product lines force. |
| Engineering Center | Product Integration Division | Test & verification for product development, backend engineering outsourcing for IP product. |
| | IP Integration Division | Layout engineering of product development. |
| | Integration Design Division | CAD environment maintenance for product development, development of design automation and IP database system. |
| Sales & Marketing Center | Sales Department | <ol style="list-style-type: none"> 1. Sell products and develop / maintain relationships with customers. 2. Have product promotion for major application and deal license agreement for strategic technology and platforms. |
| | Customer Engineering Department | <ol style="list-style-type: none"> 1. Provide technical support including the delivery of specification and IP usage relevant information and the assistance in customer production. 2. Cooperate with sales team to promote eMemory's solutions. |
| | Sales Operation Department | Execute and manage sales flow, analysis sales and revenue, improve system working flow and manage key items. |
| Digital Marketing Division | | Plan, develop and execute the marketing plans with a coherent integration of marketing tactics, online and offline activities including but not limited to newsletters, EDM, online ads, social media posts, advertising campaigns, utilizing SEO/SEM, brand relations with press media and trade media etc. to achieve business goals. |

3.2 Directors, Supervisors and Management Team

3.2.1 Directors

A. Information of Directors

04/11/2023 ; Unit: Year ; Thousand shares ; %

| Title | Nationality/ Place of Incorporation | Name | Gender Age | Date Elected | Term (Years) | Date First Elected | Shareholding when Elected | | Current Shareholding | | Spouse & Minor Shareholding | | Shareholding by Nominee Arrangement | | Experience (Education) | Other Position | Executives, Directors or Supervisors Who are Spouses or within Two Degrees of Kinship | | | Note 1 |
|----------|---|----------------|---------------|-----------------|-----------------|-----------------------|------------------------------|------|-------------------------|------|--------------------------------|------|---|---|--|--|--|--------------|----------|-----------|
| | | | | | | | Shares | % | Shares | % | Shares | % | Shares | % | | | Title | Name | Relation | |
| Chairman | R.O.C. | Charles Hsu | Male 61~70 | 07/15/2021 | 3 | 08/08/2000 | 1,629 | 2.14 | 1,429 | 1.88 | 6 | 0.01 | 0 | 0 | 1. Ph.D. in Electrical Engineering, University of Illinois, Urbana- Champaign, U.S.A. 2. Chairman, Technology Inc. Electronics Engineering, National Tsing Hua University 3. Researcher, IBM T.J. Watson Research Center, NY, U.S.A. 7. Director, Powerchip Semiconductor Manufacturing Corporation 8. Director, National Applied Research Laboratories | 1. Chairman, iMQ Technology Inc. 2. Chairman, PUFsecurity USA Corporation 3. Chairman & President, PUFsecurity Corporation 4. Director, SecuX Technology Inc. 5. Independent Director, Remuneration Committee Member & Audit Committee Member, Acer Inc. 6. Independent Director, Remuneration Committee Member & Audit Committee Member, Materials Analysis Technology Inc. 7. Director, Powerchip Semiconductor Manufacturing Corporation 8. Director, National Applied Research Laboratories | Representa- tive of How-Han Investment Corporation | Felix Hsu | Son | None |

04/11/2023 : Unit: Year : Thousand shares : %

| Title | Nationality/ Place of Incorporation | Name | Gender Age | Date Elected | Term (Years) | Date First Elected | Shareholding when Elected | | Current Shareholding | | Spouse & Minor Shareholding | | Shareholding by Nominee Arrangement | | Experience (Education) | Other Position | Executives, Directors or Supervisors Who are Spouses or within Two Degrees of Kinship | | | Note 1 | | | |
|----------|---|-----------------|-----------------|-----------------|-----------------|-----------------------|------------------------------|------|-------------------------|------|--------------------------------|------|---|---|--|---|--|---|-------|-----------|------|----------|------|
| | | | | | | | Shares | % | Shares | % | Shares | % | Shares | % | | | Shares | % | Title | | Name | Relation | |
| Director | R.O.C. | Mu-Chuan Hsu | Male 61~70 | 07/15/2021 | 3 | 05/07/2003 | 1,273 | 1.67 | 1,273 | 1.67 | 366 | 0.48 | 0 | 0 | 1. Bachelor Degree in Medicine, China Medical University 2. Attending Physician, Department of Obstetrics & Gynecology, National Taiwan University Hospital 3. Superintendent, North Town Women & Children Hospital | 1. Director, iMQ Technology Inc. 2. Attending Physician, Fu Jen Catholic University Hospital 3. Director, HsinChu Kuang-Fu High School | | | | None | None | None | |
| Director | R.O.C. | Li-Jeng Chen | Female 51~60 | 07/15/2021 | 3 | 06/09/2015 | 2,345 | 3.08 | 2,345 | 3.08 | 0 | 0 | 0 | 0 | 1. Master of Air Transportation Management, University of Hawaii, Travel Industry Management School, U.S.A. 2. Chief Investment Officer, Cathay Securities Investment Trust 3. Portfolio Manager, Invesco Global Technology Fund | Investor Relations, eMemory Technology Inc. | | | | None | None | None | None |

04/11/2023 : Unit: Year : Thousand shares : %

| Title | Nationality/ Place of Incorporation | Name | Gender Age | Date Elected | Term (Years) | Date First Elected | Shareholding when Elected | | Current Shareholding | | Spouse & Minor Shareholding | | Shareholding by Nominee Arrangement | | Experience (Education) | Other Position | Executives, Directors or Supervisors Who are Spouses or within Two Degrees of Kinship | | | Note 1 | | |
|----------|---|--------------------------------------|---------------|-----------------|-----------------|-----------------------|------------------------------|------|-------------------------|------|--------------------------------|------|---|---|---|---|--|---|-------|-----------|------|----------|
| | | | | | | | Shares | % | Shares | % | Shares | % | Shares | % | | | Shares | % | Title | | Name | Relation |
| Director | R.O.C. | Michael Ho | Male 51~60 | 06/15/2022 | 2 | 06/15/2022 | 26 | 0.03 | 44 | 0.06 | 57 | 0.07 | 0 | 0 | 1. Master Degree in Electrical and Electronics Engineering, National Tsing Hua University 2. Principal Engineer, Taiwan Semiconductor Manufacturing Company Limited | 1. President, eMemory Technology Inc. 2. Director, PUFsecurity Corporation 3. Executive Director, eMemory Japan Corporation 4. Director, PUFsecurity Technology (Shanghai) Corporation 5. Supervisor, Taiwan Advanced Automotive Technology Development Association | | | | None | None | None |
| Director | R.O.C. | How-Han Investment Corporation | N/A | 07/15/2021 | 3 | 06/19/2012 | 1,132 | 1.49 | 1,132 | 1.49 | 0 | 0 | 0 | 0 | N/A | 1. Director, iMQ Technology Inc. 2. Director, SecuX Technology Inc. | | | | None | None | None |

04/11/2023 ; Unit: Year ; Thousand shares ; %

| Title | Nationality/ Place of Incorporation | Name | Gender Age | Date Elected | Term (Years) | Date First Elected | Shareholding when Elected | | Current Shareholding | | Spouse & Minor Shareholding | | Shareholding by Nominee Arrangement | | Experience (Education) | Other Position | Executives, Directors or Supervisors Who are Spouses or within Two Degrees of Kinship | | | Note | | | | |
|----------------------------------|---|---|-----------------|-----------------|-----------------|-----------------------|------------------------------|---|-------------------------|---|--------------------------------|------|---|---|--|---|---|----------------|--------|------|--|--------------|-----|------|
| | | | | | | | Shares | % | Shares | % | Shares | % | Shares | % | | | Shares | % | Title | | Name | Relation | | |
| Representative of Director | R.O.C. | How-Han Investment Corporation Representative ; Teresa Cheng (Note 2) | Female 61~70 | 07/15/2021 | 3 | 06/19/2012 | 1 | 0 | 24 | 0 | 1,429 | 1.88 | 0 | 0 | 1. Master of Science, Computer Science and Applied Mathematics, University of Illinois at Urbana-Champaign, U.S.A. 2. Bachelor Degree in Economics, National Taiwan University 3. Chief Information Officer, Macronix International Co., Ltd. 4. Department Manager, Software Development, BDC Corporation 5. Associate Researcher, Manufacturing Information System, North American Philips Labs., NY, U.S.A. 6. Software Engineer, IBM T.J. Watson Research Center, NY, U.S.A. 7. Chairman, Han Yu Assets Co. Ltd 8. Chairman, DANYU ASSETS Co., Ltd | 1. Chairman, How-Han Investment Corporation 2. Director, iMQ Technology Inc. 3. Supervisor, Uniband Electronic Corporation 4. Vice President, Tai Won Technology Corporation 5. Supervisor, iMQ Technology (Shanghai) Co., Ltd. 6. Independent Director, Remuneration Committee Member & Audit Committee Member, Acer Synergy Tech Corp. 7. Chairman, Han Yu Assets Co. Ltd 8. Chairman, DANYU ASSETS Co., Ltd | Chairman | Charles Hsu | Spouse | 1 | Representative of How-Han Investment Corporation | Felix Hsu | Son | None |

04/11/2023 ; Unit: Year ; Thousand shares ; %

| Title | Nationality/ Place of Incorporation | Name | Gender Age | Date Elected | Term (Years) | Date First Elected | Shareholding when Elected | | Current Shareholding | | Spouse & Minor Shareholding | | Shareholding by Nominee Arrangement | | Experience (Education) | Other Position | Executives, Directors or Supervisors Who are Spouses or within Two Degrees of Kinship | | | Note 1 |
|----------------------------------|---|---|---------------|-----------------|-----------------|-----------------------|------------------------------|------|-------------------------|------|--------------------------------|---|---|---|---|--|--|----------------|----------|-----------|
| | | | | | | | Shares | % | Shares | % | Shares | % | Shares | % | | | Title | Name | Relation | |
| Representative of Director | R.O.C. | How-Han Investment Corporation Representative : Felix Hsu | Male 31~40 | 11/02/2021 | 3 | 11/02/2021 | 42 | 0.05 | 42 | 0.05 | 0 | 0 | 0 | 0 | Ph.D. in Materials / Bioengineering, University of California, San Diego, U.S.A. | 1. Deputy Director of R&D Department, PELL BIO-MED TECHNOLOGY CO., LTD. 2. Supervisor, Han Yu Assets Co. Ltd | Chairman | Charles Hsu | Father | None |
| Representative of Director | R.O.C. | How-Han Investment Corporation Representative : Evans Yang (Note 2) | Male 51~60 | 01/17/2023 | 3 | 01/17/2023 | 41 | 0.05 | 32 | 0.04 | 0 | 0 | 0 | 0 | 1. Ph.D. in Electrical Engineering, National Tsing Hua University 2. Technical Manager, Product Engineering Center, Powerchip Technology Corporation 3. Director of President's Office, PowerFlash Technology Corp. | 1. Vice President, eMemory Technology Inc. 2. Director & Vice President, PUFsecurity Corporation 3. Supervisor, PUFsecurity Technology (Shanghai) Corporation | None | None | None | None |

04/1/2023 : Unit: Year : Thousand shares : %

| Title | Nationality/ Place of Incorporation | Name | Gender Age | Date Elected | Term (Years) | Date First Elected | Shareholding when Elected | | Current Shareholding | | Spouse & Minor Shareholding | | Shareholding by Nominee Arrangement | | Experience (Education) | Other Position | Executives, Directors or Supervisors Who are Spouses or within Two Degrees of Kinship | | | Note 1 |
|-------------------------|---|----------------|---------------|-----------------|-----------------|-----------------------|------------------------------|---|-------------------------|---|--------------------------------|---|---|---|---|---|--|---|-------|-----------|
| | | | | | | | Shares | % | Shares | % | Shares | % | Shares | % | | | Shares | % | Title | |
| Independent Director | R.O.C. | Kenneth Kin | Male 71~80 | 07/15/2021 | 3 | 05/26/2009 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 1. Ph.D. Nuclear Engineering and Applied Physics, Columbia University, U.S.A. 2. Bachelor Degree in Nuclear Engineering, National Tsing Hua University 3. Senior Vice President, Worldwide Sales & Services, Taiwan Semiconductor Manufacturing Company Limited 4. Vice President, Worldwide Sales & Services, IBM Microelectronics Division 5. Vice President, Asia Pacific Operations, Motorola Computer Gro | 1. Director, MediaTek Inc. 2. Independent Director, Remuneration Committee Member & Audit Committee Member, Vanguard International Semiconductor Corporation 3. Independent Director, Remuneration Committee Member & Audit Committee Member, Global Unichip Corp. 4. Professor, College of Technology Management, National Tsing Hua University | | | | |

04/11/2023 : Unit: Year : Thousand shares : %

| Title | Nationality/ Place of Incorporation | Name | Gender Age | Date Elected | Term (Years) | Date First Elected | Shareholding when Elected | | Current Shareholding | | Spouse & Minor Shareholding | | Shareholding by Nominee Arrangement | | Experience (Education) | Other Position | Executives, Directors or Supervisors Who are Spouses or within Two Degrees of Kinship | | Note 1 | |
|-------------------------|---|---------------|---------------|-----------------|-----------------|-----------------------|------------------------------|---|-------------------------|---|--------------------------------|---|---|---|---|---|--|----------|-----------|------|
| | | | | | | | Shares | % | Shares | % | Shares | % | Shares | % | | | Title | Relation | | |
| Independent Director | R.O.C. | Ming-To Yu | Male 51~60 | 07/15/2021 | 3 | 06/09/2015 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 1. Master of Business Administration, The Wharton School, University of Pennsylvania, U.S.A. 2. Master of Public Administration, National Chengchi University 3. Chief Financial Officer, Xiaomi Corporation, Beijing 4. Chief Financial Officer and Spokesperson, MediaTek Inc. 5. Financial Manager, Taiwan Semiconductor Manufacturing Company Limited | 1. Vice Chairman, Egis Technology Inc. 2. Independent Director, Remuneration Committee Member & Audit Committee Member, Tongtai Machine & Tool Co., Ltd. 3. Director, ULSee Co, Ltd. 4. Chairman, Vitrio Technology Corporation 5. Director, Egis Innovation Fund G.P., Ltd. 6. Chairman, Granary Investment Co. 7. Director, YE SIANG ENTERPRISE CO., LTD. | None | None | None | None |
| Independent Director | R.O.C. | T.C. Chen | Male 71~80 | 07/15/2021 | 3 | 2016.06.14 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 1. Ph.D. in Engineering and Applied Science, Yale University, U.S.A. 2. Bachelor Degree in Physics, National Cheng Kung University 3. Fellow Member, Institute of Electrical and Electronics Engineers (IEEE) | 1. Fellow, IBM 2. Vice President Science & Technology, IBM | None | None | None | None |

Note 1: Where the chairman and the president or person of an equivalent post (the highest level manager) of a company are the same person, spouses, or relatives within the first degree of kinship, an explanation shall be given of the reason for, reasonableness, necessity thereof, and the measures adopted in response thereto.

Note 2: How-Han Investment Corporation changed its representative from Ms. Teresa Cheng to Mr. Evans Yang on January 17, 2023, so the information of Ms. Teresa Cheng is as of January 17, 2023.

Major shareholders of the institutional shareholders

04/11/2023

| Name of Institutional Shareholders | Major Shareholders | |
|------------------------------------|--------------------|--------|
| How-Han Investment Corporation | Teresa Cheng | 25.00% |
| | Charles Hsu | 15.00% |
| | Felix Hsu | 20.00% |
| | Alexander Hsu | 20.00% |
| | Rosalind Hsu | 20.00% |

Major shareholders of the Company's major institutional shareholders : None.

B. Disclosure of Professional Qualifications of Directors and Independence of Independent Directors

04/11/2023

| Criteria Name | Professional Qualification and Experience | Status of Independence | Number of Other Public Companies in Which the Individual is Concurrently Serving as an Independent Director |
|--------------------------|--|------------------------|---|
| Charles Hsu Chairman | Principal Education : Ph.D. in Electrical Engineering, University of Illinois, Urbana-Champaign, U.S.A. Principal Experience : Chairman, Institute of Electronics Engineering, National Tsing Hua University Researcher, IBM T.J. Watson Research Center, NY, U.S.A. | N/A | 2 |
| Mu-Chuan Hsu Director | Principal Education : Bachelor Degree in Medicine, China Medical University Principal Experience : Attending Physician, Department of Obstetrics & Gynecology, National Taiwan University Hospital Superintendent, North Town Women & Children Hospital | N/A | 0 |
| Li-Jeng Chen Director | Principal Education : Master of Air Transportation Management, University of Hawaii, Travel Industry Management School, U.S.A. Principal Experience : Chief Investment Officer, Cathay Securities Investment Trust Portfolio Manager, Invesco Global Technology Fund | N/A | 0 |

| Name \ Criteria | Professional Qualification and Experience | Status of Independence | Number of Other Public Companies in Which the Individual is Concurrently Serving as an Independent Director |
|------------------------------------|---|------------------------|---|
| Michael Ho Director | Principal Education : Master Degree in Electrical and Electronics Engineering, National Tsing Hua University Principal Experience : Principal Engineer, Taiwan Semiconductor Manufacturing Company Limited | N/A | 0 |
| Teresa Cheng Director (Note) | Principal Education : Master of Science, Computer Science and Applied Mathematics, University of Illinois at Urbana-Champaign, U.S.A. Bachelor Degree in Economics, National Taiwan University Principal Experience : Chief Information Officer, Macronix International Co., Ltd. Department Manager, Software Development, BDC Corporation Associate Researcher, Manufacturing Information System, North American Philips Labs., NY, U.S.A. Software Engineer, IBM T.J. Watson Research Center, NY, U.S.A. | N/A | 1 |
| Felix Hsu Director | Principal Education : Ph.D. in Materials / Bioengineering, University of California, San Diego, U.S.A. Principal Experience : Deputy Director of R&D Department, PELL BIO-MED TECHNOLOGY CO., LTD. | N/A | 0 |
| Evans Yang Director | Principal Education : Ph.D. in Electrical Engineering, National Tsing Hua University Principal Experience : Technical Manager, Product Engineering Center, Powerchip Technology Corporation Director of President's Office, PowerFlash Technology Corp. | N/A | 0 |

| Criteria Name | Professional Qualification and Experience | Status of Independence | Number of Other Public Companies in Which the Individual is Concurrently Serving as an Independent Director |
|---|--|---|---|
| Kenneth Kin Independent Director (Convener of Remuneration Committee) | Principal Education : Ph.D. Nuclear Engineering and Applied Physics, Columbia University, U.S.A. Bachelor Degree in Nuclear Engineering, National Tsing Hua University Principal Experience : Senior Vice President, Worldwide Sales & Services, Taiwan Semiconductor Manufacturing Company Limited Vice President, Worldwide Sales & Services, IBM Microelectronics Division Vice President, Asia Pacific Operations, Motorola Computer Gro Any conditions defined in Article 30 of the Company Act : None. | The Independent Directors of the Company are all in compliance | 2 |
| Ming-To Yu Independent Director (Convener of Audit Committee) | Principal Education : Master of Business Administration, The Wharton School, University of Pennsylvania, U.S.A. Master of Public Administration, National Chengchi University Principal Experience : Chief Financial Officer, Xiaomi Corporation, Beijing Chief Financial Officer and Spokesperson, MediaTek Inc. Financial Manager, Taiwan Semiconductor Manufacturing Company Limited Any conditions defined in Article 30 of the Company Act : None. | with the provisions of article 3 of "Regulations Governing Appointment of Independent Directors and Compliance Matters for Public | 1 |
| T.C. Chen Independent Director | Principal Education : Ph.D. in Engineering and Applied Science, Yale University, U.S.A. Bachelor Degree in Physics, National Cheng Kung University Principal Experience : Fellow Member, Institute of Electrical and Electronics Engineers (IEEE) Any conditions defined in Article 30 of the Company Act : None. | Companies". | 0 |

Note : How-Han Investment Corporation changed its representative from Ms. Teresa Cheng to Mr. Evans Yang on January 17, 2023, so the information of Ms. Teresa Cheng is as of January 17, 2023.

C. Board Diversity Policy and Implementation Status

The composition of Directors is stipulated in the “Corporate Governance Practice Principles” of the Company, in consideration of diversification and the operation, type of business activities, and demands of development, the properly diversified policies are provided for the major two phases including but not limited to essential conditions and value (in gender, age, nationality, culture, etc.) and professional knowledge and skills (e.g. law, accounting, industry, finance, marketing, technology, etc.), and they generally possess the knowledge, skills and competence necessary for practicing their jobs.

Currently, the 9 members of the Board of this term have professional backgrounds in industries, academia, medical and pharmaceutical science, and professional specialties in the scopes of management, leadership and policy decision, industrial knowledges, academy and financial. The relevant information also disclosed on the Company’s website.

Among the Directors, three Directors with employee identity take a ratio of 33.3%, two Directors with the relationship of spouses or relatives by blood within the second degree take a ratio of 22.2%, three Independent Directors take a ratio of 33.3% and the seniority of them are 7, 8, and 14 years respectively. The age distribution of the Board members shows that there are one Director aged 31~40, four Directors aged 51~60, two Directors aged 61~70 and two Directors aged 71~80. In addition, the Company also concerns about the gender distribution of the Board; it is the target to have at least one seat of female Director. Currently, there are one female Director which account for 11.1%.

Among the Directors and Independent Directors of the Company, there are no circumstances prescribed in paragraph 3 and paragraph 4, Article 26-3 of the Securities and Exchange Act, please take a reference to the information of Directors and their independence in page 12~21 of this Annual Report.

3.2.2 Management Team

04/11/2023 ; Unit: Thousand shares : %

| Title | Nationality | Name | Gender | Date Effective | Shareholding | | Spouse & Minor Shareholding | | Shareholding by Nominee Arrangement | | Experience (Education) | Other Position | Managers who are Spouses or Within Two Degrees of Kinship | | | Note 1 |
|-----------------------|-------------|------------|--------|----------------|--------------|------|-----------------------------|------|-------------------------------------|---|--|--|---|------|----------|--------|
| | | | | | Shares | % | Shares | % | Shares | % | | | Title | Name | Relation | |
| President | R.O.C. | Michael Ho | Male | 11/01/2021 | 44 | 0.06 | 57 | 0.07 | 0 | 0 | 1. Master Degree in Electrical and Electronics Engineering, National Tsing Hua University 2. Principal Engineer, Taiwan Semiconductor Manufacturing Company Limited | 1. Director, PUFsecurity Corporation 2. Executive Director, eMemory Japan Corporation 3. Director, PUFsecurity Technology (Shanghai) Corporation 4. Supervisor, Taiwan Advanced Automotive Technology Development Association | None | None | None | None |
| Senior Vice President | R.O.C. | Chris Lu | Male | 01/01/2014 | 20 | 0.03 | 111 | 0.15 | 0 | 0 | 1. Master Degree in Photonics and Optoelectronics, National Taiwan University 2. R&D Engineer, Philips Electronics Ltd. 3. Principal Engineer, Taiwan Semiconductor Manufacturing Company Limited. | None | None | None | None | None |

04/11/2023 : Unit: Thousand shares : %

| Title | Nationality | Name | Gender | Date Effective | Shareholding | | Spouse & Minor Shareholding | | Shareholding by Nominee Arrangement | | Experience (Education) | Other Position | Managers who are Spouses or Within Two Degrees of Kinship | | | Note |
|---|-------------|----------------------|--------|----------------|--------------|------|-----------------------------|------|-------------------------------------|---|--|----------------|---|------|----------|------|
| | | | | | Shares | % | Shares | % | Shares | % | | | Title | Name | Relation | |
| Senior Vice President and Chief of Technology Officer | R.O.C. | Ching-Yuan Lin | Male | 02/21/2008 | 91 | 0.12 | 34 | 0.04 | 0 | 0 | 1. Master Degree in Physics, National Central University 2. EMBA, National Tsing Hua University 3. Technical Manager, Technology, Taiwan Semiconductor Manufacturing Company Limited 4. Technical Manager, Technology, Vanguard International Semiconductor Corporation | None | None | None | None | None |
| Vice President | R.O.C. | Anita Chang (Note 2) | Female | 02/21/2008 | 37 | 0.05 | 0 | 0 | 0 | 0 | 1. Master Degree in Economics, National Taiwan University 2. Section Manager, Tze Chiang Foundation of Science and Technology | None | None | None | None | None |
| Vice President | R.O.C. | John Ho | Male | 01/01/2014 | 65 | 0.09 | 0 | 0 | 0 | 0 | 1. Master Degree in Electronics Engineering, National Chiao Tung University 2. Engineer, Vanguard International Semiconductor Corporation 3. Engineer, Comax Tech. Inc. | None | None | None | None | None |

04/11/2023 : Unit: Thousand shares : %

| Title | Nationality | Name | Gender | Date Effective | Shareholding | | Spouse & Minor Shareholding | | Shareholding by Nominee Arrangement | | Experience (Education) | Other Position | Managers who are Spouses or Within Two Degrees of Kinship | | | Note |
|---|-------------|----------------|--------|----------------|--------------|------|-----------------------------|---|-------------------------------------|---|---|---|---|------|----------|------|
| | | | | | Shares | % | Shares | % | Shares | % | | | Title | Name | Relation | |
| Vice President | R.O.C. | Evans Yang | Male | 01/01/2014 | 32 | 0.04 | 0 | 0 | 0 | 0 | 1. Ph.D. in Electrical Engineering, National Tsing Hua University 2. Technical Manager, Product Engineering Center, Powerchip Technology Corporation 3. Director of President's Office, PowerFlash Technology Corp. | 1. Director & Vice President, PUFsecurity Corporation 2. Supervisor, PUFsecurity Technology (Shanghai) Corporation | None | None | None | None |
| Vice President | R.O.C. | Hsin-Ming Chen | Male | 10/26/2022 | 0 | 0 | 0 | 0 | 0 | 0 | 1. Master Degree in Electrical and Electronics Engineering, National Tsing Hua University 2. Senior Engineer, Taiwan Semiconductor Manufacturing Company Limited | None | None | None | None | None |
| Accounting and Financial Officer / Corporate Governance Officer | R.O.C. | Teresa Kuo | Female | 08/02/2011 | 14 | 0.02 | 0 | 0 | 0 | 0 | 1. Bachelor Degree in Accounting, Tamkang University 2. Internal Auditing Officer, United Epitaxy Company, Ltd. | None | None | None | None | None |

Note 1: Where the president or person of an equivalent post (the highest level manager) and the chairman of a company are the same person, spouses, or relatives within the first degree of kinship, an explanation shall be given of the reason for, reasonableness, necessity thereof, and the measures adopted in response thereto.

Note 2: Ms. Anita Chang retired on on March 31, 2023, so the information is as of March 31, 2023.

3.2.3 Remuneration of Directors, Supervisors, President, and Vice Presidents

A. Remuneration of Directors

12/31/2022 ; Unit: NT\$ thousands ; Thousand shares ; %

| Title / Name | Remuneration | | | | Amount and Ratio of Total Remuneration (A+B+C+D) to Net Income (%) | | Relevant Remuneration Received by Directors Who are Also Employees | | | | Amount and Ratio of Total Compensation (A+B+C+D+E+F+G) to Net Income (%) | | Remuneration Paid to Directors from Non-consolidated Affiliates or Parent Company |
|---|--------------------------------|----------------------------|------------------------------------|--|--|-------------------|--|-------|------------------------------------|-----------|--|-----------|---|
| | Base Compensation (A) (Note 1) | Severance Pay (B) (Note 2) | Directors Compensation(C) (Note 3) | | Allowances (D) (Note 4) | Severance Pay (F) | Employee Compensation (G) (Note 6) | | Total Compensation (A+B+C+D+E+F+G) | Ratio (%) | Total Compensation (A+B+C+D+E+F+G) | Ratio (%) | |
| | | | The company | Companies in the consolidated financial statements | | | Cash | Stock | | | | | |
| Chairman Charles Hsu | 23,700 | 0 | 6,539 | 25 | 0 | 0 | 0 | 0 | 30,264 | 1.88% | 30,264 | 1.88% | 80 |
| Director Mu-Chuan Hsu | | | | | | | | | | | | | |
| Director Li-Jeng Chen | | | | | | | | | | | | | |
| Director Michael Ho (Note 7) | 0 | 0 | 19,617 | 115 | 5,307 | 113 | 10,751 | 0 | 35,903 | 2.23% | 35,903 | 2.23% | 0 |
| Director How-Han Investment Corporation Representative : Teresa Cheng | | | | | | | | | | | | | |
| Director How-Han Investment Corporation Representative : Felix Hsu | | | | | | | | | | | | | |

12/31/2022 : Unit: NT\$ thousands : Thousand shares : %

| Title / Name | Remuneration | | | | | | Amount and Ratio of Total Remuneration (A+B+C+D) to Net Income (%) | | Relevant Remuneration Received by Directors Who are Also Employees | | | | Amount and Ratio of Total Compensation (A+B+C+D+E+F+G) to Net Income (%) | | Remuneration Paid to Directors from Non-consolidated Affiliates or Parent Company | | |
|----------------------------------|--------------------------------|--|----------------------------|--|------------------------------------|--|--|--|--|--|-------------------|-------|--|-------|---|--|-------------|
| | Base Compensation (A) (Note 1) | | Severance Pay (B) (Note 2) | | Directors Compensation(C) (Note 3) | | Allowances (D) (Note 4) | | Salary, Bonuses, and Allowances (E) (Note 5) | | Severance Pay (F) | | Employee Compensation (G) (Note 6) | | | Companies in the consolidated financial statements | The company |
| | The company | Companies in the consolidated financial statements | The company | Companies in the consolidated financial statements | The company | Companies in the consolidated financial statements | The company | Companies in the consolidated financial statements | The company | Companies in the consolidated financial statements | Cash | Stock | Cash | Stock | | | |
| Independent Director Kenneth Kim | | | | | | | | | | | | | | | | | |
| Independent Director Ming-To Yu | 2,520 | 0 | 8,270 | 190 | 10,980 | 0 | 190 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 10,980 | 0.68% | 0 |
| Independent Director T.C.Chen | | | | | | | | | | | | | | | | | |

1. Please state the policy, system, standard and structure of remuneration payment for independent directors, and state the correlation between remuneration payment and responsibilities, risks, investment time and other factors:
The Company had good operation performance in 2022, such that the Independent Directors jointly participated in the compensation distribution with the Directors. Also, the “Fixed Remuneration” and the “Remuneration for Functional Committees” were further paid to the Independent Directors on a monthly basis, in accordance with their specific duties and responsibilities. After review and discussion by the Remuneration Committee, this was all submitted to the Board of Directors for resolution. The rationality of relevant remuneration of Independent Directors will be reviewed from time to time according to the practical operation situation and related laws and regulations, to reach the balance between the sustainable operation and risk control of the Company.

2. In addition to the above remuneration, director remuneration shall be disclosed as follows when received from companies included in the consolidated financial statements and reinvestment companies in the most recent year to compensate directors for their services, such as being independent contractors: None.

Note 1 : Base compensation for directors in 2022 (including director’s salary, duty allowance, severance pay, bonus and reward, etc.)

Note 2 : Allowance or funding of pension obligation.

Note 3 : Directors compensation of 2022 is resolved by the Board of Directors on February 22, 2023.

Note 4 : The directors’ professional practicing fees in the most recent year (including transportation allowance, special allowance, various allowances, and provisions of such tangible objects as dormitory and car, etc...). If a house, car and any other transportation means or exclusive personal allowance is provided, please disclose the nature and cost of the assets, rent imputed

based on the actual value or fair value, fuel expenses and other benefits. If a driver is assigned, please specify the pay made by The Company to the driver, but exclude the same from the remuneration.

Note 5 : It means the salary, duty allowance, severance pay, bonus, reward, transportation allowance, special allowance, various allowances, and provision of such tangible objects as dormitory and car received by the directors who acted as employees concurrently (including President, Vice President, managerial officer and employee) in the most recent year. If a house, car and any other transportation means or exclusive personal allowance is provided, please disclose the nature and cost of the assets, rent imputed based on the actual value or fair value, fuel expenses and other benefits. If a driver is assigned, please specify the pay made by The Company to the driver, but exclude the same from the remuneration. The salary expenses recognized in accordance with IFRS 2 “Share-based payment”, including obtaining employee stock options, new restricted employee shares and participating in cash increase subscription shares, shall also be included in the remuneration.

Note 6 : The directors who acted as employees concurrently (including President, Vice President, managerial officer and employee) received employee compensation (including stock dividend and cash dividend) of 2021 is resolved by the Board of Directors on February 22, 2023. The employee compensation paid to directors who are also employees is a proposed number.

Note 7 : Mr. Michael Ho by-elected as director at the Regular Shareholders' Meeting held on June 15, 2022.

| Range of Remuneration | Name of Directors | | | | | |
|---------------------------------|--|--|--|--|--|--|
| | Total of (A+B+C+D) | | Total of (A+B+C+D+E+F+G) | | Companies in the consolidated financial statements | Companies in the consolidated financial statements |
| | The Company | Companies in the consolidated financial statements | The Company | Companies in the consolidated financial statements | | |
| Under NT\$ 1,000,000 | Teresa Cheng, Felix Hsu | Teresa Cheng, Felix Hsu | Teresa Cheng, Felix Hsu | Teresa Cheng, Felix Hsu | Teresa Cheng, Felix Hsu | |
| NT\$1,000,000 ~ NT\$1,999,999 | | | | | | |
| NT\$2,000,000 ~ NT\$3,499,999 | Mu-Chuan Hsu | Mu-Chuan Hsu | Mu-Chuan Hsu | Mu-Chuan Hsu | Mu-Chuan Hsu | |
| NT\$3,500,000 ~ NT\$4,999,999 | Li-Jeng Chen, Michael Ho, Kenneth Kin, Ming-To Yu, T.C. Chen | Li-Jeng Chen, Michael Ho, Kenneth Kin, Ming-To Yu, T.C. Chen | Li-Jeng Chen, Michael Ho, Kenneth Kin, Ming-To Yu, T.C. Chen | Kenneth Kin, Ming-To Yu, T.C. Chen | Kenneth Kin, Ming-To Yu, T.C. Chen | |
| NT\$5,000,000 ~ NT\$9,999,999 | How-Han Investment Corporation | How-Han Investment Corporation | How-Han Investment Corporation | How-Han Investment Corporation | How-Han Investment Corporation | |
| NT\$10,000,000 ~ NT\$14,999,999 | | | | Li-Jeng Chen | Li-Jeng Chen | |
| NT\$15,000,000 ~ NT\$29,999,999 | | | | Michael Ho | Michael Ho | |
| NT\$30,000,000 ~ NT\$49,999,999 | Charles Hsu | Charles Hsu | Charles Hsu | Charles Hsu | Charles Hsu | |
| NT\$50,000,000 ~ NT\$99,999,999 | | | | | | |
| NT\$100,000,000 or above | | | | | | |
| Total | 10 | 10 | 10 | 10 | 10 | 10 |

B. Remuneration of Supervisors : None.

C. Remuneration of the President and Vice Presidents

12/31/2022 ; Unit: NT\$ thousands ; Thousand shares ; %

| Title | Name | Salary(A) | | Severance Pay (B) (Note 1) | | Bonuses and Allowances (C) (Note 2) | | Employee Compensation (D) (Note 3) | | | | Amount and Ratio of Total Compensation (A+B+C+D) to Net Income (%) | | Remuneration Paid to the President and Vice Presidents from Non-consolidated Affiliates or Parent Company | | |
|---|------------------------|-------------|--|-------------------------------|--|--|--|---------------------------------------|-------|--|-------|--|--|---|---|--|
| | | The company | Companies in the consolidated financial statements | The company | Companies in the consolidated financial statements | The company | Companies in the consolidated financial statements | The company | | Companies in the consolidated financial statements | | The company | Companies in the consolidated financial statements | | | |
| | | | | | | | | Cash | Stock | Cash | Stock | | | | | |
| President | Michael Ho | | | | | | | | | | | | | | | |
| Senior Vice President | Chris Lu | | | | | | | | | | | | | | | |
| Senior Vice President and Chief of Technology Officer | Ching-Yuan Lin | 20,308 | 20,308 | 914 | 914 | 28,778 | 28,794 | 26,206 | 0 | 26,206 | 0 | 76,206 | 76,222 | 4.73% | 0 | |
| Vice President | Anita Chang | | | | | | | | | | | | | | | |
| Vice President | John Ho | | | | | | | | | | | | | | | |
| Vice President | Evans Yang | | | | | | | | | | | | | | | |
| Vice President | Hsin-Ming Chen (Note4) | | | | | | | | | | | | | | | |

Note 1 : Allowance or funding of pension obligation.

Note 2 : It means the bonus, reward, transportation allowance, special allowance, various allowances, and provision of such tangible objects as dormitory and car received by the President and Vice Presidents in the most recent year. If a house, car and any other transportation means or exclusive personal allowance is provided, please disclose the nature and cost of the assets, rent imputed based on the actual value or fair value, fuel expenses and other benefits. If a driver is assigned, please specify the pay made by The Company to the driver, but exclude the same from the remuneration. The salary expenses recognized in accordance with IFRS 2 "Share-based payment", including obtaining employee stock options, new restricted employee shares and participating in cash increase subscription shares, shall also be included in the remuneration.

Note 3 : The President and Vice Presidents received employee compensation of 2022 is resolved by the Board of Directors on February 22, 2023. The employee compensation paid to President and Vice Presidents is a proposed number.

Note 4 : Mr. Hsin-Ming Chen was appointed as vice president on October 26, 2022.

| Range of Remuneration | Name of President and Vice Presidents | |
|---------------------------------|--|--|
| | The Company | Companies in the consolidated financial statements |
| Under NT\$ 1,000,000 | | |
| NT\$1,000,000 ~ NT\$1,999,999 | | |
| NT\$2,000,000 ~ NT\$3,499,999 | | |
| NT\$3,500,000 ~ NT\$4,999,999 | | |
| NT\$5,000,000 ~ NT\$9,999,999 | Anita Chang, John Ho, Evans Yang, Hsin-Ming Chen | Anita Chang, John Ho, Evans Yang, Hsin-Ming Chen |
| NT\$10,000,000 ~ NT\$14,999,999 | Chris Lu, Ching-Yuan Lin | Chris Lu, Ching-Yuan Lin |
| NT\$15,000,000 ~ NT\$29,999,999 | Michael Ho | Michael Ho |
| NT\$30,000,000 ~ NT\$49,999,999 | | |
| NT\$50,000,000 ~ NT\$99,999,999 | | |
| NT\$100,000,000 or above | | |
| Total | 7 | 7 |

D. Employee Compensation to Executive Officers

12/31/2022 ; Unit: NT\$ thousands ; %

| Executive Officers | Title | Name | Employee Compensation - in Stock (Fair Market Value) | Employee Compensation - in Cash | Total | Ratio of Total Amount to Net Income (%) |
|---|----------------|------|---|------------------------------------|--------|--|
| | | | | | | |
| Senior Vice President | Chris Lu | | | | | |
| Senior Vice President and Chief of Technology Officer | Ching-Yuan Lin | | | | | |
| Vice President | Anita Chang | | 0 | 27,844 | 27,844 | 1.73% |
| Vice President | John Ho | | | | | |
| Vice President | Evans Yang | | | | | |
| Vice President | Hsin-Ming Chen | | | | | |
| Accounting and Financial Officer/ Corporate Governance Officer | Teresa Kuo | | | | | |

Note : The executive officers received employee compensation of 2022 is resolved by the Board of Directors on February 22, 2023. The employee compensation paid to executive officers is a proposed number.

3.2.4 Comparison of Remuneration for Directors, Supervisors, President and Vice Presidents in the Most Recent Two Fiscal Years and Remuneration Policy for Directors, Supervisors, President and Vice Presidents

A. The ratio of total remuneration paid by the Company and by all companies included in the consolidated financial statements for the two most recent fiscal years to directors, supervisors, president and vice presidents of the Company, to the net income.

Unit: NT\$ thousands ; %

| Title | The company | | | | Companies in the consolidated financial statements | | | |
|--|-------------|---------------------|-----------|---------------------|--|---------------------|-----------|---------------------|
| | 2021 | | 2022 | | 2021 | | 2022 | |
| | Total | Ratio to Net Income | Total | Ratio to Net Income | Total | Ratio to Net Income | Total | Ratio to Net Income |
| Remuneration of Directors (Excluding remuneration paid for positions as employees) | 43,564 | 3.96% | 60,976 | 3.78% | 43,572 | 3.96% | 60,976 | 3.78% |
| Remuneration of the President and Vice Presidents | 63,784 | 5.79% | 76,206 | 4.73% | 63,787 | 5.79% | 76,222 | 4.73% |
| Net Income | 1,101,157 | - | 1,611,909 | - | 1,101,157 | - | 1,611,909 | - |

Note : The increase in remuneration of directors (excluding remuneration paid for positions as employees) and remuneration of the president and vice presidents were due to the increase in net income in 2022.

B. The policies, standards, and portfolios for the payment of remuneration, the procedures for determining remuneration, and the correlation with risks and business performance.

(1) The Remuneration Committee had been established on October 20, 2011 under the approval of the Board of Directors. With respect to the remunerations of Directors, President, Vice President and managers, the Remuneration Committee shall periodically review the performances of Directors and managers as well as the policies, system, standards and structure of the remunerations according to the organization rules thereof, and shall periodically assess the remunerations of Directors and managers, then propose to the Board of Directors for approval after the suggestions are made.

(2) Pursuant to the provisions of Article 25 in the Articles of Incorporation, that no more 2% of the profit shall be distributed to Directors as compensation

for the then current year. The remunerations of Directors are reasonable rewards given under the weight distribution principle by taking the operation achievements and the participation degree of each Director in the daily operation activities of the Company into consideration; the Company had good operation performance in 2022, such that the Independent Directors jointly participated in the compensation distribution with the Directors. Also, the “Fixed Remuneration” and the “Remuneration for Functional Committees” were further paid to the Independent Directors on a monthly basis, in accordance with their specific duties and responsibilities. The Company also has formulation of the Rules for Board of Directors Performance Assessment. For the content of performance evaluation of individual Directors, please take a reference to the evaluation of the Board of Directors in page 35~36 of this Annual Report.

- (3) Pursuant to the provisions of Article 25 in the Articles of Incorporation, that if there is any pre-tax profit, 1% to 25% of the profit shall be distributed to eligible employees for profit sharing. The remunerations of President, Vice President and managers of the Company shall include salary, employees’ compensation and employee stock option certificates. The salary level shall be determined according to the contribution degree that the managers provided to the Company and also by taking a reference to the level implemented by other companies in the same industry. In accordance with the Company’s Performance Management Regulations, managers performance is evaluated twice a year. Three major factors – Implementation Ability, Values, and Management Competence – are evaluated. Given that managers play a role as top-ranking in the Company, they must have the ability to think about the organization’s future and directions for movement. In terms of Management Competence, we place great emphasis on the professional skill of Formulating Strategic Orientations, so that managers can demonstrate the many behaviors required to achieve management competence. The President formulates the corporate policy, and the managers are then responsible to plan, guide, and implement the annual goals for the departments they are in charge of, thus to improving the organization’s overall effectiveness. The Company’s operating results are then reported to the Board of Directors.
- (4) The rationality of relevant remunerations of Directors and managers shall be examined by the Remuneration Committee and Board of Directors, and the remuneration system will be reviewed from time to time according to the practical operation situation and related laws and regulations, to reach the balance between the sustainable operation and risk control of the Company.

3.3 Implementation of Corporate Governance

3.3.1 Board of Directors

A total of 5 (A) meetings of the Board of Directors were held in 2022. The attendance of director were as follows:

| Title | Name | Attendance in Person (B) | By Proxy | Attendance Rate (%) 【B/A】 | Remarks |
|----------------------|--|--------------------------|----------|---------------------------|--|
| Chairman | Charles Hsu | 5 | 0 | 100.00% | |
| Director | Mu-Chuan Hsu | 5 | 0 | 100.00% | |
| Director | Li-Jeng Chen | 5 | 0 | 100.00% | |
| Director | Michael Ho | 3 | 0 | 100.00% | By-elected as director at the Regular Shareholders' Meeting held on June 15, 2022 and should attend 3 times. |
| Director | How-Han Investment Corporation Representative : Teresa Cheng | 5 | 0 | 100.00% | |
| Director | How-Han Investment Corporation Representative : Felix Hsu | 5 | 0 | 100.00% | |
| Independent Director | Kenneth Kin | 5 | 0 | 100.00% | |
| Independent Director | Ming-To Yu | 4 | 1 | 80.00% | |
| Independent Director | T.C. Chen | 5 | 0 | 100.00% | |

Other mentionable items:

- If any of the following circumstances occur, the dates of the meetings, sessions, contents of motion, all independent directors' opinions and the company's response should be specified:
 - Matters referred to in Article 14-3 of the Securities and Exchange Act : The Company had established the Audit Committee, that the provisions of Article 14-3 shall not apply. With respect to the descriptions for the matters listed in Article 14-5 of the Securities and Exchange Act, please take a reference to 3.3.2 Audit Committee in page 37~38 of this Annual Report.
 - Other matters involving objections or expressed reservations by independent directors that were recorded or stated in writing that require a resolution by the board of directors : None.
- Any recusal of Directors due to conflicts of interests during the period of 2022 and up to April 11, 2023 is set forth below:
 - The fifth meeting of eighth Board of Directors (2022.02.23)

Subject: The proposal of distribution of 2021 employees' compensation and team operation bonus to management team.

Resolution: Chairmen Mr. Charles Hsu and Director Ms. Li-Jeng Chen are the persons to be distributed in this proposal, Director Ms. Teresa Cheng is the spouse of Chairman,

Director Mr. Felix Hsu is the son of Chairman, that they shall enter into recusal pursuant to the law, and shall not participate in the discussion and vote. The chairperson was changed to be served by the Independent Director Mr. Kenneth Kin. After inquiring the other Directors attended at the meeting, this proposal was approved according to the examination result concluded by the Remuneration Committee convened on 2022.02.23 without any objection.

(2) The sixth meeting of eighth Board of Directors (2022.04.25)

Subject: The proposal for release of Directors from non-competition restrictions.

Resolutions: Chairmen Mr. Charles Hsu and Director Ms. Teresa Cheng are the persons in this proposal, Director Mr. Felix Hsu is the son of them, that they shall enter into recusal pursuant to the law, and shall not participate in the discussion and vote. The chairperson was changed to be served by the Independent Director Mr. Kenneth Kin. After inquiring the other Directors attended at the meeting, this proposal was approved according to the examination result concluded by the Audit Committee convened on 2022.04.25 without any objection.

(3) The seventh meeting of eighth Board of Directors (2022.07.27)

Subject: The proposal of distribution of the respective remuneration of Directors of the Company in 2021.

Resolutions: 1. Recusal of Directors: Independent Directors shall vote, the chairperson was served by the Independent Director Mr. Kenneth Kin. Chairman Mr. Charles Hsu, Directors Ms. Li-Jeng Chen and Mr. Mu-Chuan Hsu are persons to be distributed under this proposal, Directors Ms. Teresa Cheng and Mr. Felix are representatives of How-Han Investment Company who is a juristic person Director, that they shall enter into recusal pursuant to the law, and shall not participate in the discussion and vote.

2. Recusal of Independent Director : Directors shall vote, the chairperson was Chairmen Mr. Charles Hsu. Independent Directors Mr. Kenneth Kin, Mr. Ming-To Yu, Mr. T.C. Chen are persons to be distributed under this proposal who shall enter into recusal pursuant to the law, and shall not participate in the discussion and vote.

3. The above, after the chairperson inquired the other Directors attended at the meeting, this proposal was approved according to the examination result concluded by the Remuneration Committee convened on 2022.07.27 without any objection.

(4) The fifth meeting of eighth Board of Directors (2023.02.22)

Subject: The 2022 performance assessment of managers.

Resolution: Director Mr. Evans Yang concurrently serves as manager, shall enter into recusal pursuant to the law, and shall not participate in the discussion and vote. After inquiring the other Directors attended at the meeting, this proposal was approved according to the examination result concluded by the Remuneration Committee convened on 2023.02.22 without any objection.

Subject: The proposal of distribution of 2022 employees' compensation and team operation bonus to management team.

Resolution: Chairmen Mr. Charles Hsu, Directors Ms. Li-Jeng Chen, Mr. Michael Ho and Mr. Evans Yang are the persons to be distributed in this proposal, Director Mr. Felix

| | | | | | |
|--|--|--|--|--|---|
| | | | | | Functional Committee 3. Improvement of quality of decisions made by the Functional Committee 4. Makeup of the Functional Committee and election of its members 5. Internal control |
|--|--|--|--|--|---|

For 2022, the average Board of Directors score was from 4.7 to 5 points; the average Board of Directors member score was from 4.6 to 5 points; the average Audit Committee score was from 4.7 to 5 points; and the average Remuneration Committee score was from 4.6 to 5 points. Most of the indicative scores in the overall assessment results are excellent. With respect to the indicators that failed to reach the level of ‘excellent’, such as Directors' attendance at shareholders' meetings (medium), it will be strengthened, hoping to increase the attendance rate of Directors at shareholders' meetings. The assessment results mentioned above were submitted as a report to the Board of Directors on February 22, 2023.

4. The targets of enhancing the competence of Board of Directors in current year and latest year (ex. establishing the Audit Committee, enhancing the information transparency etc.) and the assessment of execution:
- (1) The Remuneration Committee had been established on October 20, 2011 by the Company, who takes charge of assisting the Board of Directors in assessing and establish the salary and remuneration of Directors and managers periodically, and on a regular schedule review the performance assessment of Directors and managers and the remuneration policy, system, standards and structure.
 - (2) In order to further conform to the spirits of corporate governance, the Audit Committee had been voluntarily established on June 9, 2015, exercise the authority provided for in the Securities and Exchange Act, Company Act and other laws and regulations.
 - (3) The “Investor Relations” had been established on the website of the Company, which provides investors the information of financial, business, material information and corporate governance for reference, and have specific persons appointed to maintain the information; the spokesperson system and email address of Audit Committee had been established, for shareholders to inquire the financial , business related information of the Company.
 - (4) The Company is dedicated in implementing corporate governance evaluation to improve the information transparency, in 2022, the Company was honorably ranked as “Top 5%” in the corporate governance evaluation system. Besides, the Company was also selected as “TPEX Corporate Governance Index”, “TPEX 50 Index”, “TPEX 200 Index”, “TPEX Compensation Index”, “TPEX RGA Quality 50 Index”, “TPEX Semiconductor Leaders Total Return Index”, “TIP TPEX ESG Index”, “TIP TPEX ESG Growth Total Return Index”, “TIP TPEX ESG ITE Total Return Index” and “TIP TPEX ESG 30 Index” constituents.

3.3.2 Audit Committee

The main purpose of Audit Committee is assisting the Board of Directors in performing the supervision on the quality and faith of execution regarding accounting, audit, financial report process and financial control of the Company. For professional qualifications and experience of members, please take a reference to information of Independent Directors in page 21 of this Annual Report.

The focuses of its practice in 2022 are set forth below:

1. Reviewing and approving the financial reports:
Reviewing and approving 2021 financial report, and 2022 Q1 to Q3 financial reports
2. Reviewing and approving the business report and proposal for distribution of profit:
Reviewing and approving the business report and proposal for distribution of profit of 2021
3. Assessing the effectiveness of internal control system:
Reviewing the internal audit reports and assessing the effectiveness of internal control system for 2021
4. Reviewing and approving the fees, independence and performance of certified public accountant:
Reviewing and approving the fees, independence and performance of certified public accountant for 2022
5. Reviewing and approving the amendments of “Procedures for Acquisition or Disposal of Assets”
6. Reviewing and approving the release of Directors from non-competition restrictions
7. Reviewing and approving the loan contract signed with bank
8. Reviewing and approving the transfer of employee stock option certificates to general shares and relevant change of registration
9. Reviewing and approving the proposal of audit plan
10. Reviewing and approving the amendments of “Internal Control System” and relevant “Implement of Internal Audit”
11. Reviewing and approving the proposal of annual budget

A total of 5 (A) Audit Committee meetings were held in 2022. The attendance of the independent directors was as follows:

| Title | Name | Attendance in Person (B) | By Proxy | Attendance Rate (%)【B/A】 | Remarks |
|----------------------|-------------|--------------------------|----------|--------------------------|---------|
| Independent Director | Kenneth Kin | 5 | 0 | 100.00% | |
| Independent Director | Ming-To Yu | 5 | 0 | 100.00% | |
| Independent Director | T.C. Chen | 5 | 0 | 100.00% | |

Other mentionable items:

1. If any of the following circumstances occur, the dates of meetings, sessions, contents of motion, Independent Directors' dissenting or qualified opinions, or content of major suggestions, resolutions of the Audit Committee and the Company's response to the Audit Committee's opinion should be specified:
 - (1) Matters referred to in Article 14-5 of the Securities and Exchange Act: After being approved by the concurrence of one-half or more of all members of the Audit Committee, all of these matters were sent to Board of Directors for approval by resolutions, there was not the situation of being approved by the concurrence of two-thirds or more of all members of the Board of Directors and without the approval of Audit Committee, please take a reference to the Major Resolutions of Board Meetings in page 69~72 of this Annual Report.
 - (2) Other matters which were not approved by the Audit Committee but were approved by two-thirds or more of all directors : None.
2. Any recusal of Independent Directors due to conflicts of interests during the period of 2022 and up to April 11, 2023: None.
3. The Communication Situation Between the Independent Directors and Internal Audit Officer and CPA (shall include the communicated material matters, style and result in terms of financial, business status of the Company)
 - (1) The Audit Officer attended to each meeting of the Audit Committee, and reported the audit practices during the meeting, the Independent Directors may thoroughly communicate with Audit Officer in face.
 - (2) The Audit Officer will periodically submit audit report to the Independent Directors for review.
 - (3) The CPA of the Company attended to the meeting of Audit Committee for reviewing each quarter financial report and reported the situation of review or audit, the members of Audit Committee and CPA may thoroughly communicate with each other in face.

3.3.3 Corporate Governance Implementation Status and Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies”

| Evaluation Item | Implementation Status | | | Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|---|-----------------------|----|--|--|
| | Yes | No | Abstract Illustration | |
| 1. Does the Company establish and disclose the Corporate Governance Best-Practice Principles based on “Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies”? | V | | The Company had established the “Corporate Governance Practice Principles” based on “Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and made it disclosed on the Company’s website and Market Observation Post System. | None |
| 2. Shareholding structure & shareholders’ rights | | | | None |
| (1) Does the Company establish an internal operating procedure to deal with shareholders’ suggestions, doubts, disputes and litigations, and implement based on the procedure? | V | | (1) The Company had established spokesperson system and delegated specific person to take charge of shareholder services and handle the proposals submitted by shareholders, and further employed the legal counsel to assist replying and handling the legal inquiries from the shareholders. | |
| (2) Does the Company possess the list of its major shareholders as well as the ultimate owners of those shares? | V | | (2) The Company on schedule possesses the list of major shareholders of the actual controlling company and the ultimate owner of the major shareholders according to the shareholders roster provided by the stock agency when the share transfer registration is suspended. | |
| (3) Does the Company establish and execute the risk management and firewall system within its conglomerate structure? | V | | (3) The assets, finance, business and accounting affairs of the affiliates are under the charge of specific person as well as controlled and audited by the parent company. | |
| (4) Does the Company establish internal rules against insiders trading with undisclosed | V | | (4) The Company had established the “Ethical Corporate Management Practice Principles” in which definitely provided that the | |

| Evaluation Item | Implementation Status | | | Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|--|-----------------------|----|--|--|
| | Yes | No | Abstract Illustration | |
| information? | | | personnel of the Company shall obey the provisions of the Securities and Exchange Act, and shall in no event make use of undisclosed information for insiders trading, as well as shall not disclose to any third party, to prevent insiders from trading with undisclosed information. | |
| <p>3. Composition and Responsibilities of the Board of Directors</p> <p>(1) Does the Board established a diversity policy, specific management goals and implemented it accordingly?</p> <p>(2) Does the Company voluntarily establish other functional committees in addition to the Remuneration Committee and the Audit Committee?</p> <p>(3) Has the Company established the rules and methodology for evaluating the performance of its Board of Directors and taken the performance appraisal on an annual basis then making the appraisal result reported to the Board of Directors, which will be used as a reference for the remuneration and</p> | V | | <p>(1) Please take a reference to the Board Diversity Policy and Implementation Status in page 22 of this Annual Report.</p> <p>(2) The Company had established Audit Committee voluntarily in 2015 while the establishment of Audit Committee is not compulsorily required; other functional committees will be established according to the demands of business operation in the future.</p> <p>(3) Please take a reference to the evaluation of the Board of Directors in page 35~36 of this Annual Report.</p> | None |

| Evaluation Item | Implementation Status | | | Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|---|-----------------------|----|---|--|
| | Yes | No | Abstract Illustration | |
| nomination for the renewal of respective director? (4) Does the Company regularly evaluate the independence of CPAs? | V | | (4) The Audit Committee and Board of Directors of the Company annually evaluate the independence of CPAs pursuant to the provisions of No. 10 of the Bulletin of Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and obtain the Confirmation of Independence from CPAs; the latest evaluation date is December 21, 2022. | |
| 4. Does the Company have an adequate number of corporate governance personnel with appropriate qualifications, and appoint a chief corporate governance officer who takes charge of the corporate governance affairs (including but not limited to furnishing information required for business execution by directors and supervisors, assisting directors and supervisors with legal compliance, handling matters relating to board meetings and shareholders’ meetings according to the laws, and producing minutes of board meetings and shareholders’ meetings, etc.)? | V | | The corporate governance officer had been appointed by the Board of Directors on October 26, 2022 to be in charge of corporate governance affairs. The main responsibilities of the corporate governance officer are to handle matters relating to board meetings and shareholders meetings according to laws, produce the minutes of board meetings and shareholders meetings, assist in onboarding and continuous development of directors, provide information required for business execution by directors, and assist directors with legal compliance, etc. The corporate governance officer took a total of 8 hours of training in 2022, and the course content had disclosed on the corporate website. | None |
| 5. Does the Company establish a communication channel and build a designated section on its website for stakeholders (including but not limited to | V | | The stakeholders of the Company may find the corresponding contact information through the “Stakeholder Engagement” on the website of the Company, or express opinions by sending | None |

| Evaluation Item | Implementation Status | | | Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|---|-----------------------|----|--|--|
| | Yes | No | Abstract Illustration | |
| shareholders, employees, customers, and suppliers), as well as handle all the issues they care for in terms of corporate social responsibilities? | | | emails to the members of Audit Committee. Furthermore, the area of “ESG” on the corporate website interprets the ESG policy and explicit achieves in detail which provides the stakeholders for the ideas related to ESG of the Company. | |
| 6. Does the Company appoint a professional shareholder service agency to deal with shareholder affairs? | V | | The Company delegates the Brokerage Registry and Transfer Services Department of KGI Securities Co., Ltd. to deal with the shareholder affairs. | None |
| 7. Information Disclosure (1) Does the Company have a corporate website to disclose both financial standings and the status of corporate governance? (2) Does the Company have other information disclosure channels (e.g. building an English website, appointing designated people to handle information collection and disclosure, creating a spokesman system, webcasting investor conferences)? (3) Does the Company publish and report its annual financial report within two months after the end of a fiscal year, and publish and report its financial reports for the first, second and third quarters as well | V V V | | (1) The Company has a corporate website both in Chinese and English to disclose both financial standings and the status of corporate governance. (2) The Company had built a corporate website both in Chinese and English and appointed designated people to handle information collection and disclosure; carried out the spokesman system; participate in the investor conference held by the external institutes without a fixed schedule, and voluntarily webcast the investor meeting each quarter, the information for investor conference had been disclosed on the Market Observation Post System and the corporate website. (3) The Company had published and reported its annual financial reports of 2021 and 2022 on February 24, 2022 and February 23, 2023 respectively, and the financial reports for the first, second and third quarters of 2022 and the financial reports for the first quarter of 2023 | None |

| Evaluation Item | Implementation Status | | | Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|---|-----------------------|----|--|--|
| | Yes | No | Abstract Illustration | |
| as its operating status for each month before the specified deadline? | | | as well as its operating status for each month had been published and reported before the specified deadline. | |
| 8. Is there any other important information to facilitate a better understanding of the Company’s corporate governance practices (e.g., including but not limited to employee rights, employee wellness, investor relations, supplier relations, rights of stakeholders, directors’ and supervisors’ training records, the implementation of risk management policies and risk evaluation measures, the implementation of customer relations policies, and purchasing insurance for directors and supervisors)? | V | | <p>(1) The Company actively protects the rights and benefits of employees and is concerned with employees, except obeying the provisions related to labor laws and regulations, also provide the leave better than labor laws and regulations.</p> <p>(2) The Company had established the unit of Investor Relations which can immediately handle the inquiries rendered by the investors.</p> <p>(3) The procurement unit of the Company manages the suppliers pursuant to the Procedures for Control of Procurement Operation, and re-examine the list of qualified suppliers, to secure the supplier quality.</p> <p>(4) The stakeholders may communicate through the Stakeholder Engagement of the corporate website.</p> <p>(5) All Directors of the Company actively participated in various professional enhancement courses, the Directors profession enhancement status had disclosed on the Market Observation Post System.</p> <p>(6) The Board Meeting is convened at least quarterly, the status of attendance is good, the Director had avoided the vote or discussion if he/she has a personal interest in the matter under discussion.</p> | None |

| Evaluation Item | Implementation Status | | | Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|---|-----------------------|----|---|--|
| | Yes | No | Abstract Illustration | |
| | | | <p>(7) The internal control system, fiscal year budgets and necessary management rules and procedures are the risk control policies and measurement standards, and those system, budgets and procedures shall be examined by the Audit Committee and approved by the Board of Directors; the unit being in charge has to report the status of execution to Audit Committee and the Board.</p> <p>(8) The Company had established the Procedures for Control of Customer Services Provision, the Procedures for Customer Satisfaction Survey, which provide the handling procedures, and periodically evaluate the satisfactory of customers to make sure the customers have best services.</p> <p>(9) The Directors and manager had been insured for liabilities and this is disclosed on the Market Observation Post System.</p> | |
| <p>9. Please explain the improvements which have been made in accordance with the results of the Corporate Governance Evaluation System released by the Corporate Governance Center, Taiwan Stock Exchange, and provide the priority enhancement measures.</p> <p>(1) The company had set up a corporate governance officer in 2022 to be in charge of corporate governance affairs, and the scope of authority and training status had disclosed on the corporate website and this Annual Report.</p> <p>(2) The Company has introduced the ISO 27001 Information Security Management System, and obtained the ISO 27001 certification in April 2023.</p> <p>(3) The company has completed the greenhouse gas inventory and is expected to obtain the ISO 14064-1 external verification in May 2023.</p> | | | | |

3.3.4 Composition, Responsibilities and Operations of the Remuneration Committee

A. Information of Remuneration Committee Members

| Title | Criteria Name | Professional Qualification and Experience | Status of Independence | Number of Other Public Companies in Which the Individual is Concurrently Serving as an Remuneration Committee Member |
|-------------------------|------------------|---|---------------------------|---|
| Independent Director | Kenneth Kin | Please take a reference to the professional qualification and experience & status of independence of Independent Directors in page 21 of this Annual Report. | | 2 |
| Independent Director | Ming-To Yu | | | 1 |
| Independent Director | T.C. Chen | | | 0 |

B. Attendance of Members at Remuneration Committee Meetings

The Remuneration Committee of the Company takes charge of assisting the Board of Directors in executing and assessing the entire remuneration and welfare policies of the company, and shall periodically review the performances of Directors and managers as well as the policies, system, standards and structure of the remunerations according to the organization rules thereof, and shall periodically assess the remunerations of Directors and managers, then propose to the Board of Directors for approval after the suggestions are made. The focuses of its practice in 2022 are set forth below:

- (1) Reviewing and approving the distribution of employees' compensation and the remuneration of Directors.
- (2) Reviewing and approving the performance assessment of managers.
- (3) Reviewing and approving the distribution of employees' compensation and team operation bonus to management team.
- (4) Reviewing and approving the adjustment of the principle of distribution of Directors' remuneration.
- (5) Reviewing and approving the distribution for the respective remuneration of Directors.
- (6) Reviewing and approving the employee stock option certificates of subsidiary which are distributed to the managers.

Resolutions of the remuneration committee and the Company's response to the remuneration committee's opinion in 2022, please take a reference to the Major Resolutions of Board Meetings in page 69~72 of this Annual Report.

There are 3 members in the Remuneration Committee. A total of 3 (A) Remuneration Committee meetings were held in 2022. The attendance record of the Remuneration Committee members was as follows:

| Title | Name | Attendance in Person(B) | By Proxy | Attendance Rate (%) 【B/A】 | Remarks |
|---|-------------|----------------------------|-------------|------------------------------|---------|
| Convener | Kenneth Kin | 3 | 0 | 100.00% | |
| Committee Member | Ming-To Yu | 3 | 0 | 100.00% | |
| Committee Member | T.C. Chen | 3 | 0 | 100.00% | |
| <p>Other mentionable items:</p> <ol style="list-style-type: none"> 1. If the board of directors declines to adopt or modifies a recommendation of the remuneration committee, it should specify the date of the meeting, session, content of the motion, resolution by the board of directors, and the Company's response to the remuneration committee's opinion (eg., the remuneration passed by the Board of Directors exceeds the recommendation of the remuneration committee, the circumstances and cause for the difference shall be specified): None. 2. Resolutions of the remuneration committee objected to by members or expressed reservations and recorded or declared in writing, the date of the meeting, session, content of the motion, all members' opinions and the response to members' opinion should be specified: None. | | | | | |

3.3.5 Sustainable Development Promotion Status and Deviations from “the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies”

| Promotion Item | Implementation Status | | | Deviations from “the Sustainable Development Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|---|-----------------------|----|---|---|
| | Yes | No | Abstract Explanation | |
| 1. Whether the Company has established a management structure for promoting sustainable development and set up an exclusively (or concurrently) dedicated unit handled by senior management officer(s) authorized by the Board of Directors, and under the supervision of the Board of Directors? | V | | The Company’s “Corporate Social Responsibility Practice Principles” was approved by the Board of Directors on December 21, 2016. In compliance with the international ESG trend, these Principles were revised as the “Sustainable Development Practice Principles” in 2022. In 2022, a Sustainable Management Committee was also established to promote the Company’s sustainable development. The President reports on the Company’s sustainable development implementation to the Board of Directors every year. The Board of Directors oversees matters related to management orientations and specific implementation. The 2022 sustainable development implementation report is published on the corporate website. | None |
| 2. Does the Company make the risk assessment on the issues concerning environment, society and corporate governance which are related to the operation of Company according to the materiality principle, and establish relevant risk management policies or strategy? | V | | To ensure the thorough implementation of sustainable strategy, the Company has its President convene Management Examination Meeting every six months to review the issues related to environment, society and corporate governance which are concerned by stakeholders; in consideration of the materiality principle, the Company establishes risk assessment which is relevant to the business operation, and proposes related policies and measures. Please refer to page 129~131 of this Annual Report. The information with respect to the issues which are concerned | None |

| Promotion Item | Implementation Status | | | Deviations from “the Sustainable Development Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|--|-----------------------|----|--|---|
| | Yes | No | Abstract Explanation | |
| | | | by stakeholders and the communication performances is disclosed in the “Stakeholder Engagement” area on the corporate website. | |
| 3. Environment Topic | | | | None |
| (1) Does the Company establish proper environmental management systems based on the characteristics of their industries? | V | | Given the business characteristics of the Company, the verification of the Environmental Management System (EMS) does not apply to the Company. | None |
| (2) Does the Company endeavor to improve energy more efficiently and use renewable materials which have low impact on the environment? | V | | The Company complies with all environmental regulations on environmental protection, and practices source reductions and recycling. | None |
| (3) Does the Company evaluate the potential risk and opportunity caused by the climate change currently and in the future, and take measures corresponding to the climate relevant issues? | V | | The Company has evaluated that climate change may cause disaster hazard, market risk, operation risk etc., and to minimize the impact of increased operation costs caused by the relevant potential risks, the Company alters the green environmental protection from duties to opportunities by the innovation of core technologies, implementing component reduced product design which substitutes the complex manufacturing process required by the conventional non-volatile memory, and reduces the emission of carbon dioxide; depending on the innovation in several | None |

| Promotion Item | Implementation Status | | | Deviations from “the Sustainable Development Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|---|-----------------------|----|---|---|
| | Yes | No | Abstract Explanation | |
| | | | aspects of strategy, market, management, research and development, and accompanying with power of implementation, the Company keeps change for sustainability. | |
| (4) Does the Company make statistics of total greenhouse gas emissions, water consumption and waste weight of the Company during past two years, and establish strategies for energy conservation, carbon and greenhouse gas reduction, water consumption saving or waste management? | V | | <p>Following ISO 14064-1: 2018, the Company has finished the GHG inventory of 2022, which will be used as the base year for future annual GHG emission calculation and disclosure. In 2022, the total GHG emission was 1,696.6123 tonnes of CO₂e, including 15.6618 tonnes of CO₂e of direct (Scope 1) GHG emission, 1,653.5073 tonnes of CO₂e of energy indirect (Scope 2) GHG emission, 19.8197 tonnes of CO₂e of other indirect (Scope 3) GHG emission, 1.5041 tonnes of CO₂e of Scope 4 GHG emission, and 6.1194 tonnes of CO₂e of Scope 5 GHG emission.</p> <p>In 2022, the total energy consumption within the organization was 3,240,654.2 kWh (11,666,355 MJ), and the total energy consumption outside the organization was 10,371.9 kWh (37,338 MJ). The organization-specific metric (the denominator) chosen to calculate the energy intensity ratio was the revenue. Our energy intensity ratio in 2022 was 0.5274 (tonnes of CO₂e/ million NTD). We hope to decrease the energy intensity by 1% in three years.</p> <p>We use water in our daily operations for food services and sanitation. Therefore, water-related risks have fewer impacts on</p> | None |

| Promotion Item | Implementation Status | | | Deviations from “the Sustainable Development Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|----------------|-----------------------|----|--|---|
| | Yes | No | Abstract Explanation | |
| | | | <p>the organization’s operation. The main water sources are the Touqian River and Baoshan Reservoir in Hsinchu. The total water consumption in 2022 was 5,780.4 m³, with a water intensity of 1.7970 m³/million NTD.</p> <p>Our future goal is to decrease the water intensity by 1%. The Taiyuen Hi-Tech Industrial Park (Science Park), where the Company is located, has a sewage recovery system. This will be used to water plants and flowers around the Science Park. The domestic sewage is discharged to the domestic sewage treatment facilities in Science Park before being released to the water system without significant impact on the water system.</p> <p>The major waste generated by the organization is commercial waste, and no manufacturing waste is produced. We implement careful waste management of waste collection, recycling, and disposal. The waste is collected by employees in the temporary waste storage area. The cleaning service company that we have a contract with assists in its recycling and removal. The waste is then transported by a qualified waste-handling operator for treatment and final disposal. The total weight of commercial waste in 2022 was 11.288 metric tons, including 4.176 metric tons of non-hazardous waste for incineration and 7.112 metric tons of non-hazardous waste for off-site transfer disposal.</p> | |

| Promotion Item | Implementation Status | | | Deviations from “the Sustainable Development Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|--|-----------------------|----|---|---|
| | Yes | No | Abstract Explanation | |
| | | | <p>To practice energy conservation and carbon reduction, the Company has been taking proactive actions, including implementing highly efficient energy-saving light-emitting diode (LED), inspecting and maintaining the air-conditioning systems, adopting electronic spreadsheets, and constantly reducing waste. We hope to create a zero-pollution environment in the future.</p> <p>In 2021, the total CO₂ emission was 690.112 metric tons, the total water consumption was 3,372 m³, and the total waste generated was 3.525 metric tons. The above numbers were collected from our headquarters in Jhubei City, which did not include data from other offices. Following ISO 14064:2018, we have redefined the scope of facilities for reporting and revealed the information accordingly. In the future, we will be using 2022 as our base year for annual disclosure.</p> | |
| <p>4. Society Topic</p> <p>(1) Does the Company formulate appropriate management policies and procedures according to relevant regulations and the International Bill of Human Rights?</p> | V | | <p>The “Human Rights Protection Policy” had been established by the Company and publicly disclosed on the corporate website. The Company abides by local laws and regulations, and complies with internationally recognized human rights standards such as <UN Guiding Principles on Business and Human Rights>, <International Labor Organization Declaration of Fundamental Principles and Rights at Work>, <Universal Declaration</p> | None |

| Promotion Item | Implementation Status | | | Deviations from “the Sustainable Development Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|----------------|-----------------------|----|--|---|
| | Yes | No | Abstract Explanation | |
| | | | <p>of Human Rights>, <Responsible Business Alliance Code of Conduct>, and treat all employees, contractors and contingent workers, interns with dignity and respect. The management policies and practical measures are summarized as follows:</p> <ol style="list-style-type: none"> 1. Provide a safe working environment, establish the safety and health management organization, care about the personal safety of each employee, devote effort and attention to reducing the risk of occupational accidents and protecting both the physical and mental health of employees. 2. Medical services 6 times every month, providing related consulting services and health guidance; establishing the maternity health protection plan, which performs a vocational adequacy assessment and medical interview guidance for female employees during pregnancy or within one year after childbirth, and protecting their occupational health and safety. 3. Performing high quality physical examinations with expenses fully paid by the Company. 4. Respecting human rights in the workplace and complying with labor statutes; child labor is forbidden. Providing employees with fluent communication channels to establish harmonious labor relations in the work environment. | |

| Promotion Item | Implementation Status | | | Deviations from “the Sustainable Development Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|--|-----------------------|----|---|---|
| | Yes | No | Abstract Explanation | |
| | | | <p>5. Protect the processing, collection and use of personal information, setting up an adequate information security management mechanism to effectively control access to information and prevent the risk of divulgement.</p> <p>Otherwise, the training regarding human rights protection were held for the employees in 2022, with total training hours tallied at 80 hours, and the total number of participated employees being 33. The Company will pay continued attention to the topic of human rights protections, promoting relevant training to develop human rights awareness and reduce the possibility of the occurrence of related risks.</p> | |
| (2) Does the Company establish and implement rational employee welfare measures (including remuneration, leave and other welfare etc.) and appropriately reflect the corporate business performance or achievements in the employee remuneration policy? | V | | <p><u>Employee Remuneration</u></p> <p>It is definitely provided for in the Articles of Incorporation that if there is any pre-tax profit, 1% to 25% of the profit shall be distributed to eligible employees for profit sharing. Based on the ideas of human-based management and profit sharing with employees, and also taking account of the external competitiveness, internal fairness and legality, the “Salary Management Rule” is established, which provides various and competitive salary, welfare and reward programs.</p> <p>In addition to the fixed bonus paid for the three traditional festivals, the annual target will be set each year, and the seasonal bonus or performance bonus, project bonus</p> | None |

| Promotion Item | Implementation Status | | Abstract Explanation | Deviations from “the Sustainable Development Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|----------------|-----------------------|----|--|---|
| | Yes | No | | |
| | | | <p>and compensations will be distributed to employees to encourage them according to the business operation performance and the status of completion of the target reviewed each season. The employee promotion is processed according to the “Rules for Performance Management”, two assessments are performed each year which will be the basis for the salary adjustment, promotion, bonus.</p> <p><u>Employee Welfare Measures</u></p> <p>The Company concerns the balance of employees’ work and life, except providing the competitive salary, the leaves and activities are offered under the conditions better than those required by laws. The subsidy for daily afternoon tea is granted; there are society activities every week; birthday parties are held by the Welfare Committee each season. The travel subsidy is provided as well as the family day and year-end party are held each year. Performing free health examination every year; colleagues who serve as sales representatives/managers would be provided with car insurance benefits, etc.</p> <p><u>Leave System</u></p> <p>In addition to the leaves stipulated in the Labor Standards Act, the Company grants 7 days of special leaves and the leave for birthday. Under certain requirements, 7 days of full-pay sick leaves will be given which are better than those provided by laws.</p> | |

| Promotion Item | Implementation Status | | | Deviations from “the Sustainable Development Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|--|-----------------------|----|---|---|
| | Yes | No | Abstract Explanation | |
| | | | <p><u>Reflect the Corporate Business Performance or Achievements in the Employee Remuneration</u></p> <p>In 2022, the average employee benefit expenses and average salary expenses of the Company increased 16.9% and 18.5% in comparison with those of the preceding year. The reasons for such an increase include an increase in employ remuneration, planning for talents retention tools (ex: bonuses, raises), and an increase in additional insurance premiums.</p> | |
| (3) Does the Company provide a healthy and safe working environment and organize training on health and safety for its employees on a regular basis? | V | | <p>The Company is dedicated in the topics of securing labor health and working environment by periodically implementing safety and health education and holding “Fire Safety Seminar” , “CPR First Aid Training” propaganda courses pursuant to the occupational safety and health relevant laws and regulations. And by providing specific parking spaces or transportation allowances, nursery room, full time security system, multifunction rest area etc. the employees can enjoy a comfortable and healthy environment.</p> <p>We believe that the most fortune of the Company shall be the healthy employees, we provide full exercise allowances for fitness (about 80 people are subsidized every quarter) and hold health examination periodically (about 250 people are subsidized each year), and the nursing personnel on-site services are available in the Company to manage the health of</p> | None |

| Promotion Item | Implementation Status | | | Deviations from “the Sustainable Development Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|---|-----------------------|----|--|---|
| | Yes | No | Abstract Explanation | |
| | | | employees and provide health consulting services. During the high-risk period of the COVID-19 pandemic, the policy of split operations was adopted to reduce the risk of cross infection among employees. During this period, an additional epidemic prevention allowance was provided to employees. Later on, precautions to help fight the pandemic have continued to be periodically promoted. | |
| (4) Does the Company provide its employees with career development and training sessions? | V | | In order to improve the scheduled milestone and develop the employees’ abilities in profession and management to make human resources efficiently available and obtain the knowledge, skill and ability required for work, develop the goals of each stage on the basis of deeply establishing human resource of the Company. Every Wednesday is set as eMemory’s Learning Day to hold various internal training courses. In addition, financial support for external training courses is provided. Cross-disciplinary learning programs and training plans at all levels have been established. The goal of employee’s career development, learning capability, execution status, effectiveness review will be further planned and connected with internal practices, that the annual program planning can be proposed. | None |
| (5) Has the Company complied with relevant laws and regulations and international | V | | The major business of the Company is silicon IP licensing, that labeling will not be applicable for the products are intangible. The Company has passed the | None |

| Promotion Item | Implementation Status | | | Deviations from “the Sustainable Development Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|---|-----------------------|----|---|---|
| | Yes | No | Abstract Explanation | |
| standards for the health and safety of customers, customer privacy, marketing and labeling of products and services, and formulated relevant consumer or customer protection policies and complaint procedures? | | | TÜV Rheinland ISO 9001:2015 Quality Management System certification and obtained corresponding certificates. The NeoBit & NeoEE AS series products have passed the TÜV Rheinland ISO 26262 (Road Vehicles-Functional Safety) & Industrial Specifications IEC 61508 (Functional safety of electrical/electronic/programmable electronic safety-related systems) certification and obtained corresponding certificates. Besides, the Company insists on the spirit of “Quality First, Service Best, Customer Satisfied” and focuses on product quality to reach the main goal of increasing the customer’s satisfaction, provides customers with safe, reliable and high quality products, and maintain good communication channel with customers by providing transparent and effective complaint handling procedures for products and services. In addition, the customer satisfaction survey is conducted every year, the Company deserves recognition from customers for years, the average score of 2022 is 97.11. | |
| (6) Does the Company establish supplier management policy and request suppliers to comply with related standards on the topics of environmental protection, | V | | The Company established “eMemory Supplier Code of Conduct” to require the supply chain vendors for being qualified with the requirements of safe working environment, that their employees shall be respected with dignity, facilitating environment protection in business operation and complying with ethics. | None |

| Promotion Item | Implementation Status | | | Deviations from “the Sustainable Development Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|---|-----------------------|----|--|---|
| | Yes | No | Abstract Explanation | |
| occupational safety and health or labor right, and their implementation status? | | | <p>Except requiring the suppliers for following the code of conduct, the major suppliers are also required for signing the “eMemory Supplier Social Responsibility Commitment” and complying with the local laws and regulations implemented in the place their businesses are operated. Otherwise, the suppliers are also encouraged to require their downstream suppliers, contractors and service providers for recognizing and adopting the “eMemory Supplier Code of Conduct” .</p> <p>The supplier will be required for performing the self-examination pursuant to the “Supplier_ Checking List” annually by the Company, where the five phases of labor, health and safety, environment protection, ethics and management system are included in the content, and the suppliers are required for complying with the regulations related to the subjects of environment protection, health and safety etc. There were 27 “Supplier_ Checking List” distributed to the suppliers in 2022, and all of the checking list forms were received after the suppliers filled in them.</p> <p>The Quality Management & Process Integration Department will review the collected checking list forms and make them as a basis for supplier management. If it is necessary, the on-site audit will be performed to ensure the supply chain’s performance of corporate social responsibility.</p> | |

| Promotion Item | Implementation Status | | | Deviations from “the Sustainable Development Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|---|-----------------------|----|---|---|
| | Yes | No | Abstract Explanation | |
| 5. Does the Company refer to international reporting rules or guidelines to publish ESG Report to disclose non-financial information of the Company? Has the said Report acquired 3rd certification party verification or statement of assurance? | V | | Although the capital of the Company does not reach the standard of preparing for ESG report, we voluntarily adopt the Sustainability Reporting Guidelines set by the Global Reporting Initiative (GRI) in preparing the Chinese and English versions of the Company’s ESG report, and disclose this on the Company's website as well as the Market Observation Post System. | None |
| 6. If the Company has established the sustainable development practice principles based on “the Sustainable Development Best-Practice Principles for TWSE/TPEX Listed Companies”, please describe any discrepancy between the Principles and their implementation : None. | | | | |
| 7. Other important information to facilitate better understanding of the Company’s sustainable development practices : | | | | |
| <p>(1) The Company has established the ESG area on the corporate website, in which interprets the ESG policy of the Company and explicit achievements, that the internal and external persons can be clearly aware of the ESG ideas of the Company.</p> <p>(2) The Company participates in the philanthropic activities and gives back to the society. In 2022, we donated NT\$ 800,000 to National Tsing Hua University for scholarships and academic forums, NT\$ 213,000 to “Teach for Taiwan”, donated computers to “The YWCA of Taiwan -Hsinchu”, donated stationery to “Paramitas Foundation Taiwan” and participated in the Christmas flower bazaar for “Development Center of Spinal Cord Injury”.</p> <p>(3) The Company dedicated to diversified learning program, except internally providing various knowledge inheritance courses, especially cooperate in opening related courses with universities and colleges, hope this can well fulfill the social responsibility by the opportunity of sharing resources, and establish the cooperation platform for both the industries and academies, share and exchange the practices of industry with academia.</p> | | | | |

3.3.6 Ethical Corporate Management Implementation Status and Deviations from “the Ethical Corporate Management Best Practice Principles for TWSE/TPEX Listed Companies”

| Evaluation Item | Implementation Status | | | Deviations from “the Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|---|-----------------------|----|---|--|
| | Yes | No | Abstract Illustration | |
| <p>1. Establishment of ethical corporate management policies and programs</p> <p>(1) Does the Company establish the ethical corporate management policies which are approved by the Board of Directors, and clearly specify in the rules and external documents the ethical corporate management policies and measures, and the commitment made by the Board of Directors and senior management on rigorous and thorough implementation of such policies?</p> | V | | <p>(1) The Company engages in commercial activities by basing on the fair, honest, trustworthy, transparent principle, that the “Ethical Corporate Management Practice Principles” had been established and approved by the Board of Directors on December 21, 2016 to make ethical management practicable and prevent form unethical conducts. The President Office is appointed as a dedicated unit which is responsible for establishing the ethical corporate management policies and prevention programs and supervising the implementation and report on the same to the Board of Directors on an annual basis, as well as publicly disclose “Ethical Corporate Management Practice Principles” on the corporate website and Market Observation Post System; furthermore, the implementation of the ethical corporate management for each year shall be published on the corporate website.</p> | None |
| <p>(2) Does the Company establish a risk assessment mechanism against unethical conduct, analyze and</p> | V | | <p>(2) The Company had established the “Work Rules” in which provided definitely that all the employees are required to be honesty without accepting bribes to prevent the benefit</p> | |

| Evaluation Item | Implementation Status | | | Deviations from “the Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|---|-----------------------|----|---|--|
| | Yes | No | Abstract Illustration | |
| <p>assess business activities within their business scope which are at a higher risk of being involved in unethical conduct, and establish prevention programs, which at least include preventive measures against the conducts provided for in paragraph 2 of Article 7 of the “Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies”?</p> <p>(3) Dose the Company clearly and thoroughly prescribe the operational procedures, guidelines, discipline for violation and complaints system in the programs of preventing unethical conducts, on rigorous and thorough implementation of such programs, and review the programs periodically?</p> | V | | <p>of the Company from being damaged for the individual benefit of the employee; the handling procedures and the reward and penalty system for inhibiting the Director, manager, employee etc. to provide or accept improper benefits are also definitely provided in the “Ethical Corporate Management Practice Principles” of the Company. Besides, in order to ensure the fulfillment of ethical management, the President Office, as the unit in charge, shall annually report to the Board of Directors.</p> <p>(3) The clear directions of “Ethical Corporate Management Practice Principles” for performance of duties, operation procedures, discipline for violation and complaint channel, stakeholders may find the corresponding contact information through the area of ”Stakeholder Engagement” on the corporate website, or send emails to the Company or the members of Audit Committee to inform of unethical or complain.</p> | |
| 2. Fulfill operations integrity policy | | | | None |

| Evaluation Item | Implementation Status | | | Deviations from “the Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|--|-----------------------|----|---|--|
| | Yes | No | Abstract Illustration | |
| (1) Does the Company evaluate business partners’ ethical records and include ethics-related clauses in business contracts? | V | | (1) The sales unit and procurement unit of the Company respectively evaluates customer’s credit and manages the quality of supplier’s services pursuant to the internal procedures. The Company also cooperate with customers to sign the Supplier Code of Conduct or Supplier Social Responsibility Commitment and requires major suppliers to sign the “eMemory Supplier Social Responsibility Commitment” in which the requirement of ethical conduct has been provided. | |
| (2) Does the Company establish a dedicated unit that is under the Board of Directors and responsible for establishing the ethical corporate management, and report to the Board of Directors the ethical corporate management policies, prevention programs and the status of implementation under supervising periodically (at least on an annual basis)? | V | | (2) On December 21, 2016, the Board of Directors had appointed the President Office as the dedicated unit which is responsible for establishing the ethical corporate management, and report to the Board of Directors the ethical corporate management, prevention programs and the status of implementation under supervising on an annual basis, the implementation of the ethical corporate management for each year shall be published on the corporate website. | |
| (3) Does the Company establish policies to prevent conflicts of interest and provide | V | | (3) The recusal for Directors’ interest conflict had been provided in the “Rules of Procedure for Board of Directors Meetings”, that the Director | |

| Evaluation Item | Implementation Status | | | Deviations from “the Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|---|-----------------------|----|--|--|
| | Yes | No | Abstract Illustration | |
| <p>appropriate communication channels, and implement it?</p> <p>(4) Does the Company had established effective accounting system, internal control system for rigorous and thorough implementation of ethical corporate</p> | V | | <p>him/herself or the corporate he/she represents for has a stake in the matter under discussion at the meeting where there is a likelihood that the interests of the Company would be prejudiced, may state opinions or answer the inquiry but not participate in the discussion or vote on that proposal, shall recuse himself or herself from any discussion and voting, and may not exercise voting rights as proxy on behalf of another director. Furthermore, the “Ethical Corporate Management Practice Principles” of the Company has provided the situation that in the event the personnel of the Company find there is conflict to the interests of his/her or the entity he/she represents for, or there is a likelihood that himself or herself, his or her spouse, parent, child or the stakeholder may obtain the improper benefits when executing the business of the Company, shall report the related events to his/her direct supervisor and the unit in charge, and the direct supervisor shall provide proper direction.</p> <p>(4) In order to fulfill the ethical management, the Company had established effective accounting system and internal audit system. The financial reports of the Company had been reviewed by the CPAs with audit report. Based on the results of assessment of the risk of involvement in unethical</p> | |

| Evaluation Item | Implementation Status | | | Deviations from “the Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|--|-----------------------|----|--|--|
| | Yes | No | Abstract Illustration | |
| <p>management, and based on the results of assessment of the risk of involvement in unethical conducts under internal control operation, does the internal auditor devise internal audit plans and perform the examination on the compliance with programs of preventing from unethical conducts, or delegate a certified public accountant to perform the examination?</p> <p>(5) Does the Company regularly hold internal and external educational trainings on operational integrity?</p> | V | | <p>conducts under internal control operation, the internal auditor devises internal audit plans and performs the examination.</p> <p>(5) The fulfillment of ethical principle by employees is highly valued during the daily business, that the “Information Environment and Information Safety Propaganda” course is arranged in the new employee’s training courses, which emphasize on well preserving and keeping the confidentiality of either tangible information equipment or intangible information assets to prevent the confidentiality of the Company from being revealed. The course of “Personal Information Protection Act Propaganda” puts emphasis on the execution of non-disclosure agreement by the personnel who handles personal</p> | |

| Evaluation Item | Implementation Status | | | Deviations from “the Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|---|-----------------------|----|---|--|
| | Yes | No | Abstract Illustration | |
| | | | information to well conform to the confidentiality obligations and not illegally use the personal information. And the course of “Insider Trading Propaganda” which propagates the inhibition of making use of undisclosed information to conduct insider trading and disclose to others. In 2022, the total number of new employees of the Company who participated in the courses mentioned above are 46, and total in 69 hours. The course materials were uploaded to the Company's internal learning system for reference by all employees. | |
| 3. Operation of the integrity channel | | | | None |
| (1) Does the Company establish both a reward/punishment system and an integrity hotline? Can the accused be reached by an appropriate person for follow-up? | V | | (1) The whistle-blowing system and related processing procedures had been established in the “Stakeholders Engagement” area on the corporate website, and the company's internal platform, myeMemory, also established an Employee Suggestion Mailbox, providing a way for employees to express their opinions, or the whistle-blowing can be made by sending an email to the member of Audit Committee, the whistle-blowing case will be handled by a person appointed by the Company according to the accused. | |
| (2) Does the Company establish the standard | V | | (2) After receiving the whistleblowing case, according to the matters, the | |

| Evaluation Item | Implementation Status | | | Deviations from “the Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons |
|--|-----------------------|----|---|--|
| | Yes | No | Abstract Illustration | |
| operational procedures for investigation when whistle-blowing case occurs, the follow-up measures as well as the confidential mechanism after the investigation? (3) Does the Company provide proper whistleblower protection? | V | | Company shall appoint a person to accept and investigate the case. The appointed person shall report to the Company and the whistleblower about handling methods, schedule and result, the whistleblower and appointed person shall keep the investigation and related information confidential, that it shall not be disclosed, and the Company shall protect the whistleblower from revenge or other improper treatment. (3) As mentioned in the above, the Company shall protect the whistleblower from improper treatment due to the whistleblowing. The involved person who fails to keep the confidentiality and causes the confidentiality revealed shall be disciplined pursuant to the related rules. | |
| 4. Strengthening information disclosure (1) Does the Company disclose its ethical corporate management policies and the results of its implementation on the Company’s website and MOPS? | V | | The “Ethical Corporate Management Practice Principles” of the Company had been established and publicly disclosed on the corporate website and Market Observation Post System; the execution status of ethical management of the Company is further interpreted on the corporate website and in the Annual Report. | None |
| 5. If the Company has established the ethical corporate management policies based on the Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies, please describe any discrepancy between the policies and their implementation : None. | | | | |
| 6. Other important information to facilitate a better understanding of the Company’s ethical corporate management policies (e.g., review and amend its policies) : None. | | | | |

3.3.7 Corporate Governance Guidelines and Regulations

To enhance corporate management system, the Company had established the corporate management related rules such as Rules of Procedure for Shareholders Meetings, Rules of Procedure for Board of Directors Meetings, Rules for Election of Directors, Rules for Board of Directors Performance Assessment, Corporate Governance Practice Principles, Sustainable Development Practice Principles, Ethical Corporate Management Practice Principles, Rules Governing the Scope of Powers of Independent Directors, Audit Committee Charter and Remuneration Committee Charter, relevant contents of the fore mentioned rules are available on the Market Observation Post System and the corporate website.

3.3.8 Other Important Information Regarding Corporate Governance

To implement the hierarchical responsibilities management mechanism, the delegation of authorization had been established and authorized by the Board of Directors; the internal control system includes the management of related party transactions, supervision and management of subsidiaries, management of operation of Board meetings, management of Audit Committee meeting operations and management of Remuneration Committee meeting operations, that internal audit unit shall annually arrange the audit and report to the Audit Committee and Board of Directors.

The Company further established the rules related to corporate governance including Procedures for Acquisition or Disposal of Assets, Procedures for Endorsement and Guarantee, Procedures for Lending Funds to Other Parties, and Procedures for Repurchase of Shares which are available on the Market Observation Post System and the corporate website.

The Directors of the Company continually participate in the corporate governance and professional knowledge training courses and obtained the certified documents every fiscal year pursuant to the “Directions for the Implementation of Continuing Education for Directors and Supervisors of TWSE Listed and TPEX Listed Companies”. The Directors profession enhancement status had disclosed on the Market Observation Post System.

3.3.9 Internal Control System Execution Status

A. Statement of Internal Control System

eMemory Technology Inc.
Statement of Internal Control System

February 22, 2023

Based on the findings of a self-assessment, eMemory Technology Inc. (eMemory) states the following with regard to its internal control system during the year 2022:

1. eMemory's Board of Directors and management are responsible for establishing, implementing, and maintaining an adequate internal control system. Our internal control is a process designed to provide reasonable assurance over the effectiveness and efficiency of our operations (including profitability, performance and safeguarding of assets), reliability, timeliness, transparency of our reporting, and compliance with applicable rulings, laws and regulations.
2. An internal control system has inherent limitations. No matter how perfectly designed, an effective internal control system can provide only reasonable assurance of accomplishing its stated objectives. Moreover, the effectiveness of an internal control system may be subject to changes due to extenuating circumstances beyond our control. Nevertheless, our internal control system contains self-monitoring mechanisms, and eMemory takes immediate remedial actions in response to any identified deficiencies.
3. eMemory evaluates the design and operating effectiveness of its internal control system based on the criteria provided in the Regulations Governing the Establishment of Internal Control Systems by Public Companies (herein below, the "Regulations"). The criteria adopted by the Regulations identify five key components of managerial internal control: (1) control environment, (2) risk assessment, (3) control activities, (4) information and communication, and (5) monitoring activities.
4. eMemory has evaluated the design and operating effectiveness of its internal control system according to the aforesaid Regulations.
5. Based on the findings of such evaluation, eMemory believes that, on December 31, 2022, it has maintained, in all material respects, an effective internal control system (that includes the supervision and management of our subsidiaries), to provide reasonable assurance over our operational effectiveness and efficiency, reliability, timeliness, transparency of reporting, and compliance with applicable rulings, laws and regulations.
6. This Statement is an integral part of eMemory's annual report and prospectus, and will be made public. Any falsehood, concealment, or other illegality in the content made public will entail legal liability under Articles 20, 32, 171, and 174 of the Securities and Exchange Law.
7. This Statement was passed by the Board of Directors in their meeting held on February 22, 2023, with none of the nine attending Directors expressing dissenting opinions, and all affirming the content of this Statement.

eMemory Technology Inc.

Chairman : Charles Hsu

President : Michael Ho

- B. If CPA Was Engaged to Conduct a Special Audit of Internal Control System, Provide Its Audit Report: None.

3.3.10 Legal penalty against the Company or its internal personnel, or any disciplinary penalty by the Company against its internal personnel for violation of the internal control system, where the result of such penalty could have a material effect on shareholder equity or securities prices, disclose the penalty, the main shortcomings, and condition of improvement.: None.

3.3.11 Major Resolutions of Shareholders’ Meeting, Board Meetings, Audit Committee and Remuneration Committee

A. Major Resolutions of Shareholders’ Meeting in 2022

| Major Resolutions | Status of Execution |
|---|---|
| Acknowledgement of the Business Report and Financial Statements of 2021 | Approved by resolution. |
| Acknowledgement of the Proposal for Profit Distribution of 2021 | July 8, 2022 was set as the distribution closing date, July 22, 2022 was set as the distribution date. (cash dividend was distributed by NT\$ 12.5 per share) |
| By-election for One Director of the 8th Term | List of elected Directors: Michael Ho Approved by the competent authority for registration and announced on the Company's website on June 20, 2022. |
| Approval of Proposal to Distribute the Cash from Capital Surplus | July 8, 2022 was set as the distribution closing date, July 22, 2022 was set as the distribution date. (cash derived from Capital Surplus was distributed by NT\$1.5 per share) |
| Approval of Amendment to the “Articles of Incorporation” | Approved by resolution, and implemented according to the amendment to the articles. |
| Approval of Amendment to the “Procedures for Acquisition or Disposal of Assets” | Approved by resolution, and implemented according to the amendment to the articles. |
| Approval of Release of Directors from Non-Competition Restrictions | Approved by resolution. |

B. Major Resolutions of Board Meetings, Audit Committee and Remuneration Committee in 2022 and up to April 11, 2023

| Time | Term | Major Resolutions | Status of Execution |
|------------|----------------------------------|--|--------------------------------|
| 2022.02.23 | The fifth meeting of eighth term | 1. Approved the distribution of employees’ compensation and Directors’ remuneration of 2021 (*2) | All of the items were executed |

| Time | Term | Major Resolutions | Status of Execution |
|------------|----------------------------------|--|--|
| | | <ol style="list-style-type: none"> 2. Approved the transfer of employee stock option certificates first issued in 2016 to general shares and relevant change of registration (*1) 3. Approved the financial report and business report of 2021 (*1) 4. Approved the proposal of profit distribution of 2021 (*1) 5. Approved the proposal of distributing cash from capital surplus 6. Approved the by-election for one Director of the 8th term 7. Approved the proposal of convening the 2022 general shareholders' meeting 8. Approved the 2021 performance assessment of managers (*2) 9. Approved the proposal of distribution of 2021 employees' compensation and team operation bonus to management team (*2) 10. Approved the internal control self-assessment report and the "Statement of Internal Control System" for 2021 (*1) 11. Approved the professional fees of CPA for 2022 (*1) | according to the resolutions. |
| 2022.04.25 | The sixth meeting of eighth term | <ol style="list-style-type: none"> 1. Approved the 2022 first quarter consolidated financial report (*1) 2. Approved the proposed amendments of "Articles of Incorporation" 3. Approved the proposed amendments of "Procedures for Acquisition or Disposal of Assets" (*1) 4. Approved the amendment of subjects for convening the 2022 general shareholders' meeting 5. Approved the list of Director candidates nominated by the shareholders 6. Approved the proposal of removing the newly added prohibition on Directors from participating in competitive business (*1) | All of the items were executed according to the resolutions. |

| Time | Term | Major Resolutions | Status of Execution |
|------------|------------------------------------|---|--|
| | | 7. Approved the adjustment of the principle of distribution of Directors' remuneration (*2) | |
| 2022.07.27 | The seventh meeting of eighth term | <ol style="list-style-type: none"> 1. Acknowledged the loans that had been signed with the bank for business operation needs (*1) 2. Approved the transfer of employee stock option certificates first issued in 2016 to general shares and relevant change of registration (*1) 3. Approved the 2022 second quarter consolidated financial report (*1) 4. Approved the proposal to amend the Company's regulations of corporate governance 5. Approved the employee stock option certificates of subsidiary which are distributed to the managers of the Company (*2) 6. Approved the distribution proposal for the respective remuneration of Directors of the Company in 2021 (*2) | All of the items were executed according to the resolutions. |
| 2022.10.26 | The eighth meeting of eighth term | <ol style="list-style-type: none"> 1. Approved the transfer of employee stock option certificates first issued in 2016 to general shares and relevant change of registration (*1) 2. Approved the 2022 third quarter consolidated financial report (*1) 3. Approved the proposal of personnel appointment | All of the items were executed according to the resolutions. |
| 2022.12.21 | The ninth meeting of eighth term | <ol style="list-style-type: none"> 1. Approved the proposal for 2023 budget (*1) 2. Approved the "Procedures for Handling Material Inside Information" 3. Approved the amendments of "Internal Control System" and the relevant "Implementation rules for internal audits" (*1) 4. Approved the proposal for 2023 audit plan of the Company and its subsidiaries (*1) 5. Approved the assessment of the independence and performance of the CPA appointed by the Company (*1) | All of the items were executed according to the resolutions. |
| 2023.02.22 | The tenth meeting of eighth term | <ol style="list-style-type: none"> 1. Approved the distribution of employees' compensation and Directors' remuneration of 2022 (*2) | Except the distributions under |

| Time | Term | Major Resolutions | Status of Execution |
|------|------|--|---|
| | | 2. Approved the transfer of employee stock option certificates first issued in 2016 to general shares and relevant changes in the registration (*1) 3. Approved the financial report and business report of 2022 (*1) 4. Approved the proposal of profit distribution of 2022 (*1) 5. Approved the proposal of distributing cash from capital surplus 6. Approved the proposed amendments of “Rules of Procedure for Shareholders Meetings” , “Rules of Procedure for Board of Directors Meetings” and “Standard Operational Protocol for Responding to Requests from Directors” 7. Approved the proposal of convening the 2023 general shareholders’ meeting 8. Approved the 2022 performance assessment of managers (*2) 9. Approved the proposal of distribution of 2022 employees’ compensation and team operation bonus to management team (*2) 10. Approved the proposal for the distribution of pension benefits for management team member (*2) 11. Approved the internal control self-assessment report and the “Statement of Internal Control System” of 2022 (*1) 12. Approved the proposal to increase the capital of subsidiary (*1) 13. Approved the professional fees of 2023 for CPA (*1) | proposal 1 & 9 are not completed, and the proposal 3~7 will be determined during the shareholders’ meeting on 2023.06.09, the other items were executed according to the resolutions. |

*1: The matters that Audit Committee of the Company submits to the Board of Directors for approval Pursuant to Article 14-5 of the “Securities and Exchange Act”.

*2: The matters that Remuneration Committee of the Company submits to the Board of Directors for approval Pursuant to Article 7 of the “Regulations Governing the Appointment and Exercise of Powers by the Remuneration Committee of a Company Whose Stock is Listed on the Stock Exchange or Traded Over the Counter”.

3.3.12 Major Issues of Record or Written Statements Made by Any Director or Supervisor Dissenting to Important Resolutions Passed by the Board of Directors : None.

3.3.13 Resignation or Dismissal of the Company's Key Individuals, Including the Chairman, CEO, and Heads of Accounting, Finance, Internal Audit, Corporate Governance and R&D : None.

3.4 Information Regarding the Company's Audit Fee of Independent Auditors

3.4.1 Amounts of the Audit Fees and Non-Audit Fees Paid to Independent Auditors and to the Accounting Firm to Which They Belong and to Any Affiliated Enterprises As Well As the Details of Non-Audit Services:

Unit: NT\$ thousands

| Accounting Firm | Name of CPA | Period Covered by CPA's Audit | Audit Fee | Non-Audit Fee | Total | Remarks |
|-------------------|---------------|-------------------------------|-----------|---------------|-------|---|
| Deloitte & Touche | Yu-Feng Huang | 2022 | 1,805 | 350 | 2,155 | The non-audit fees include a Tax Compliance Audit fee, in the amount of NT\$320,000, and an NT\$30,000 fee for reviewing the Annual Report for the shareholders' meeting. |
| | Su-Li Fang | | | | | |

3.4.2 When the Company Changes Its Accounting Firm and the Audit Fees Paid for the Fiscal Year in Which Such Change Took Place Are Lower Than Those for the Previous Year, The Reduction in the Amount of Audit Fees, Reduction Percentage, and Reason(s) Therefore Shall Be Disclosed: None.

3.4.3 When the Audit Fees Paid for the Current Year Are Lower Than Those for the Previous Fiscal Year by 10 Percent Or More, the Reduction in the Amount of Audit Fees, Reduction Percentage, and Reason(s) Therefore Shall Be Disclosed: None.

3.5 Replacement of CPA : None.

3.6 The Company's Chairman, Chief Executive Officer, Chief Financial Officer, and Managers in Charge of Its Finance and Accounting Operations Did Not Hold Any Positions in the Company's Independent Auditing Firm or Its Affiliates During 2022.

3.7 Changes in Shareholding and Shares Pledged by the Directors, Supervisors, Managers and Shareholders with 10% Shareholdings or More

A. Changes in Shareholding of Directors, Supervisors, Managers and Major Shareholders

| Title | Name | 2022 | | 2021 (As of April 11) | |
|---|--------------------------------|-----------------------------|-------------------------------------|-----------------------------|-------------------------------------|
| | | Holding Increase (Decrease) | Pledged Holding Increase (Decrease) | Holding Increase (Decrease) | Pledged Holding Increase (Decrease) |
| Chairman | Charles Hsu | (200,000) | 0 | 0 | 0 |
| Director | Mu-Chuan Hsu | 0 | 0 | 0 | 0 |
| Director | Li-Jeng Chen | 0 | 0 | 0 | 3,000 |
| Director and President | Michael Ho | 18,750 | 0 | 0 | 0 |
| Director | How-Han Investment Corporation | 0 | (350,000) | 0 | 0 |
| Independent Director | Kenneth Kin | 0 | 0 | 0 | 0 |
| Independent Director | Ming-To Yu | 0 | 0 | 0 | 0 |
| Independent Director | T.C. Chen | 0 | 0 | 0 | 0 |
| Senior Vice President | Chris Lu | 10,000 | 0 | 0 | 0 |
| Senior Vice President and Chief of Technology Officer | Ching-Yuan Lin | 10,000 | 0 | (44,000) | 0 |
| Vice President | Anita Chang (Note 1) | 15,000 | 0 | 0 | 0 |
| Vice President | John Ho | 0 | 0 | 0 | 0 |
| Vice President | Evans Yang | 0 | 0 | (9,000) | 0 |
| Vice President | Hsin-Ming Chen (Note 2) | 0 | 0 | 0 | 0 |
| Accounting and Financial Officer / Corporate Governance Officer | Teresa Kuo | 2,000 | 0 | 0 | 0 |

Note 1 : Ms. Anita Chang retired on on March 31, 2023, so the information is as of March 31, 2023.

Note 2 : Mr. Hsin-Ming Chen was appointed as vice president on October 26, 2022.

B. Shares Trading with Related Parties:

As of 04/11/2023 ; Unit: Share / NT\$

| Name | Reason for Transfer | Date of Transaction | Transferee | Relationship between Transferee and Directors, Supervisors, Managers and Major Shareholders | Shares | Transaction Price |
|-------------|---------------------|---------------------|--------------|---|---------|---------------------|
| Charles Hsu | Grant | 08/16/2022 | Teresa Cheng | Spouse | 200,000 | NT\$1,360 Per Share |

C. Shares Pledge with Related Parties: None.

3.8 Relationship among the Top Ten Shareholders

04/11/2023 ; Unit: Share ; %

| Name | Current Shareholding | | Spouse's / minor's Shareholding | | Shareholding by Nominee Arrangement | | Name and Relationship Between the Company's Top Ten Shareholders, or Spouses or Relatives Within Two Degrees | | Remarks |
|--|----------------------|------|---------------------------------|------|-------------------------------------|-----|--|--|---------|
| | Shares | % | Shares | % | Shares | % | Name | Relationship | |
| SmallCap World Fund Inc. | 6,087,334 | 7.99 | N/A | N/A | N/A | N/A | None | None | None |
| Government of Singapore | 4,688,055 | 6.15 | N/A | N/A | N/A | N/A | None | None | None |
| Li-Jeng Chen | 2,345,000 | 3.08 | - | - | - | - | eMemory Technology Inc. | Director of the Comapany | None |
| Eleven Trustees in total as Trustee for The New Economy Fund | 2,329,000 | 3.06 | N/A | N/A | N/A | N/A | None | None | None |
| Fubon Life Insurance Co., Ltd Representative : Richard M. Tsai | 1,685,000 | 2.21 | N/A | N/A | N/A | N/A | None | None | None |
| eMemory Technology Inc. Representative : Charles Hsu | 1,567,000 | 2.06 | N/A | N/A | N/A | N/A | Charles Hsu Li-Jeng Chen Mu-Chuan Hsu | Chairman and Directors of the Comapany | None |
| Fidelity Emerging Markets Fund | 1,535,000 | 2.01 | N/A | N/A | N/A | N/A | None | None | None |
| Norges Bank | 1,478,000 | 1.94 | N/A | N/A | N/A | N/A | None | None | None |
| Charles Hsu | 1,429,407 | 1.88 | 6,423 | 0.01 | - | - | eMemory Technology Inc. | Chairman of the Comapany | None |
| Allianz Global Investors Taiwan Technology Fund | 1,321,000 | 1.73 | N/A | N/A | N/A | N/A | None | None | None |
| Mu-Chuan Hsu | 1,273,179 | 1.67 | 366,279 | 0.48 | - | - | eMemory Technology Inc. | Director of the Comapany | None |

3.9 Ownership of Shares in Affiliated Enterprises

04/11/2023 ; Unit: Thousand shares ; %

| Affiliated Enterprises (Note 1) | Ownership by the Company | | Direct or Indirect Ownership by Directors/Supervisors/Managers (Note 2) | | Total Ownership | |
|---------------------------------|--------------------------|------|---|------|-----------------|------|
| | Shares | % | Shares | % | Shares | % |
| iMQ Technology Inc. | 2,057 | 2.34 | 4,962 | 5.63 | 7,019 | 7.97 |

Note 1 : Investments accounted for using equity method.

Note 2 : If the Director or Supervisor is a legal entity, its shares include legal entity and its representative.

IV. Capital Overview

4.1 Capital and Shares

4.1.1 Source of Capital

Unit: Thousand shares / NT\$ thousands

| Month/ Year | Par Value (NT\$) | Authorized Capital | | Paid-in Capital | | Remark | | |
|----------------|------------------------|--------------------|---------|-----------------|---------|--|--|--|
| | | Shares | Amount | Shares | Amount | Sources of Capital (Amount) | Capital Increased by Assets Other than Cash (Amount) | Other |
| 09/2000 | 10 | 40,000 | 400,000 | 30,895 | 308,950 | Set up Capital : 308,950 | Technology : 60,000 | 09/22/2000 Jin (089) Sun Tzu No.089134296 |
| 01/2002 | 10 | 40,000 | 400,000 | 40,000 | 400,000 | Cash Offering : 91,050 | None | 01/09/2002 Jin So Sun Tzu No.09101006950 |
| 12/2003 | 10 | 60,000 | 600,000 | 46,000 | 460,000 | Cash Offering : 60,000 | None | 12/11/2003 Yuan Shang Tzu No. 0920034610 |
| 11/2004 | 10 | 61,500 | 615,000 | 32,689 | 326,889 | Capital Reduction : 203,111 Cash offering : 70,000 | None | 11/24/2004 Yuan Shang Tzu No.0930032426 |
| 10/2005 | 10 | 61,500 | 615,000 | 33,425 | 334,249 | Exercise of Employee Stock : 7,360 | None | 10/24 /2005Yuan Shang Tzu No.0940028474 |
| 01/2006 | 10 | 61,500 | 615,000 | 33,500 | 334,999 | Exercise of Employee Stock : 750 | None | 01/23/2006 Yuan Shang Tzu No.0950001176A |
| 08/2006 | 10 | 61,500 | 615,000 | 38,357 | 383,565 | Capitalization of Profits : 41,133 Capitalization of Employee Bonus : 7,433 | None | 08/01/2006Yuan Shang Tzu No.0950019826 |
| 10/2006 | 10 | 61,500 | 615,000 | 39,446 | 394,455 | Exercise of Employee Stock : 10,890 | None | 10/23/2006 Yuan Shang Tzu No.0950027836 |
| 01/2007 | 10 | 61,500 | 615,000 | 39,452 | 394,515 | Exercise of Employee Stock : 60 | None | 01/10/2007Yuan Shang Tzu No.0960000825 |
| 08/2007 | 10 | 61,500 | 615,000 | 44,869 | 448,694 | Exercise of Employee Stock : 4,940 Capitalization of Profits : 41,721 Capitalization of Employee Bonus : 7,518 | None | 08/31/2007 Yuan Shang Tzu No.0960023515 |
| 10/2007 | 10 | 61,500 | 615,000 | 45,415 | 454,154 | Exercise of Employee Stock : 5,460 | None | 10/16/2007 Yuan Shang Tzu No.0960027729 |
| 01/2008 | 10 | 61,500 | 615,000 | 45,558 | 455,584 | Exercise of Employee Stock : 1,430 | None | 01/28/2008 Yuan Shang Tzu No.0970002528 |
| 04/2008 | 10 | 61,500 | 615,000 | 45,744 | 457,444 | Exercise of Employee Stock : 1,860 | None | 04/29/2008 Yuan Shang Tzu No.0970011421 |
| 07/2008 | 10 | 61,500 | 615,000 | 53,497 | 534,974 | Exercise of Employee Stock : 1,690 Capitalization of Profits : 64,050 Capitalization of Employee Bonus : 11,790 | None | 07/29/2008 Yuan Shang Tzu No.0970020537 |
| 11/2008 | 10 | 61,500 | 615,000 | 53,966 | 539,664 | Exercise of Employee Stock : 4,690 | None | 11/06/2008 Yuan Shang Tzu No.0970031028 |
| 01/2009 | 10 | 61,500 | 615,000 | 54,116 | 541,164 | Exercise of Employee Stock : 1,500 | None | 01/19/2009 Yuan Shang Tzu No.0980001857 |
| 04/2009 | 10 | 61,500 | 615,000 | 54,300 | 543,004 | Exercise of Employee Stock : 1,840 | None | 04/20/2009 Yuan Shang Tzu No.0980010553 |
| 08/2009 | 10 | 80,000 | 800,000 | 60,392 | 603,916 | Exercise of Employee Stock : 800 Capitalization of Profits : 54,116 Capitalization of Employee Bonus : 5,995 | None | 08/05/2009 Yuan Shang Tzu No.0980021773 |

| Month/ Year | Par Value (NT\$) | Authorized Capital | | Paid-in Capital | | Remark | | |
|----------------|------------------------|--------------------|-----------|-----------------|---------|--|--|---|
| | | Shares | Amount | Shares | Amount | Sources of Capital (Amount) | Capital Increased by Assets Other than Cash (Amount) | Other |
| 10/2009 | 10 | 80,000 | 800,000 | 60,427 | 604,266 | Exercise of Employee Stock : 350 | None | 10/26/2009 Yuan Shang Tzu No.0980030178 |
| 02/2010 | 10 | 80,000 | 800,000 | 62,422 | 624,221 | Exercise of Employee Stock : 19,955 | None | 02/11/2010 Yuan Shang Tzu No.0990004274 |
| 03/2010 | 10 | 80,000 | 800,000 | 62,452 | 624,521 | Exercise of Employee Stock : 300 | None | 06/02/2010 Yuan Shang Tzu No.0990015194 |
| 08/2010 | 10 | 100,000 | 1,000,000 | 65,358 | 653,567 | Exercise of Employee Stock : 320 Capitalization of Profits : 18,727 Capitalization of Employee Bonus : 10,000 | None | 08/26/2010 Yuan Shang Tzu No.0990024779 |
| 10/2010 | 10 | 100,000 | 1,000,000 | 65,378 | 653,777 | Exercise of Employee Stock : 210 | None | 10/29/2010 Yuan Shang Tzu No.0990032379 |
| 01/2011 | 10 | 100,000 | 1,000,000 | 76,086 | 760,855 | Exercise of Employee Stock : 7,078 Cash offering : 100,000 | None | 02/09/2011 Yuan Shang Tzu No.1000003917 |
| 01/2012 | 10 | 100,000 | 1,000,000 | 76,514 | 765,138 | Exercise of Employee Stock : 4,283 | None | 01/17/2012 Yuan Shang Tzu No.1010001845 |
| 05/2012 | 10 | 100,000 | 1,000,000 | 76,706 | 767,058 | Exercise of Employee Stock : 1,920 | None | 05/09/2012 Yuan Shang Tzu No.1010013550 |
| 11/2012 | 10 | 100,000 | 1,000,000 | 76,833 | 768,323 | Exercise of Employee Stock : 1,265 | None | 11/06/2012 Yuan Shang Tzu No.1010034298 |
| 02/2016 | 10 | 100,000 | 1,000,000 | 75,783 | 757,823 | Cancellation of Treasury Shares: 10,500 | None | 02/18/2016 Zhu Shang Tzu No. 1050004206 |
| 04/2018 | 10 | 100,000 | 1,000,000 | 75,791 | 757,908 | Exercise of Employee Stock : 85 | None | 05/09/2018 Zhu Shang Tzu No. 1070013293 |
| 07/2019 | 10 | 100,000 | 1,000,000 | 75,805 | 758,050 | Exercise of Employee Stock : 142 | None | 08/20/2019 Zhu Shang Tzu No. 1080023864 |
| 10/2019 | 10 | 100,000 | 1,000,000 | 75,831 | 758,314 | Exercise of Employee Stock : 264 | None | 11/05/2019 Zhu Shang Tzu No. 1080032062 |
| 02/2020 | 10 | 100,000 | 1,000,000 | 75,834 | 758,336 | Exercise of Employee Stock : 22 | None | 03/02/2020 Zhu Shang Tzu No. 1090005834 |
| 10/2020 | 10 | 100,000 | 1,000,000 | 76,056 | 760,561 | Exercise of Employee Stock : 2,225 | None | 11/10/2020 Zhu Shang Tzu No. 1090031845 |
| 02/2021 | 10 | 100,000 | 1,000,000 | 76,073 | 760,726 | Exercise of Employee Stock :165 | None | 03/10/2021 Zhu Shang Tzu No. 1100006431 |
| 04/2021 | 10 | 100,000 | 1,000,000 | 76,080 | 760,797 | Exercise of Employee Stock :71 | None | 05/07/2021 Zhu Shang Tzu No. 1100013101 |
| 10/2021 | 10 | 100,000 | 1,000,000 | 76,123 | 761,234 | Exercise of Employee Stock :437 | None | 11/10/2021 Zhu Shang Tzu No. 1100033006 |
| 02/2022 | 10 | 100,000 | 1,000,000 | 76,126 | 761,262 | Exercise of Employee Stock :28 | None | 03/04/2022 Zhu Shang Tzu No. 1110006693 |
| 07/2022 | 10 | 100,000 | 1,000,000 | 76,162 | 761,622 | Exercise of Employee Stock :360 | None | 08/09/2022 Zhu Shang Tzu No. 1110025360 |
| 10/2022 | 10 | 100,000 | 1,000,000 | 76,184 | 761,844 | Exercise of Employee Stock :222 | None | 11/11/2022 Zhu Shang Tzu No. 11110036385 |
| 02/2023 | 10 | 100,000 | 1,000,000 | 76,186 | 761,864 | Exercise of Employee Stock :20 | None | 03/07/2023 Zhu Shang Tzu No. 1120006764 |
| Note | 10 | 100,000 | 1,000,000 | 76,188 | 761,884 | Exercise of Employee Stock :20 | None | Note |

Note : The 2,000 shares of the employee stock options executed in March 2023 have not been registered.

04/11/2023 ; Unit: Share

| Share Type | Authorized Capital | | | Remarks |
|--------------|--------------------|------------------|--------------|-------------|
| | Issued Shares | Un-issued Shares | Total Shares | |
| Common Share | 76,188,442 (Note) | 23,811,558 | 100,000,000 | TPEX stocks |

Note : The 2,000 shares of the employee stock options executed in March 2023 have not been registered.

4.1.2 Status of Shareholders

04/11/2023

| Item | Government Agencies | Financial Institutions | Other Juridical Persons | Domestic Natural Persons | Foreign Institutions & Natural Persons | Total |
|------------------------|---------------------|------------------------|-------------------------|--------------------------|--|------------|
| Number of Shareholders | 0 | 14 | 257 | 6,819 | 708 | 7,798 |
| Shareholding (shares) | 0 | 2,060,300 | 13,534,468 | 13,101,238 | 47,492,436 | 76,188,442 |
| Percentage (%) | 0 | 2.70 | 17.76 | 17.21 | 62.33 | 100 |

4.1.3 Shareholding Distribution Status

04/11/2023

| Class of Shareholding (Unit: Share) | Number of Shareholders | Shareholding (Shares) | Percentage (%) |
|-------------------------------------|------------------------|-----------------------|----------------|
| 1 ~ 999 | 5,747 | 201,946 | 0.27 |
| 1,000 ~ 5,000 | 1,305 | 2,361,178 | 3.10 |
| 5,001 ~ 10,000 | 208 | 1,606,745 | 2.11 |
| 10,001 ~ 15,000 | 102 | 1,278,719 | 1.68 |
| 15,001 ~ 20,000 | 72 | 1,267,648 | 1.66 |
| 20,001 ~ 30,000 | 73 | 1,845,752 | 2.42 |
| 30,001 ~ 40,000 | 65 | 2,301,135 | 3.02 |
| 40,001 ~ 50,000 | 32 | 1,451,605 | 1.91 |
| 50,001 ~ 100,000 | 80 | 5,679,157 | 7.45 |
| 100,001 ~ 200,000 | 45 | 6,443,806 | 8.46 |
| 200,001 ~ 400,000 | 35 | 9,747,492 | 12.79 |
| 400,001 ~ 600,000 | 9 | 4,397,003 | 5.77 |
| 600,001 ~ 800,000 | 6 | 4,177,430 | 5.48 |
| 800,001 ~ 1,000,000 | 6 | 5,429,066 | 7.13 |
| 1,000,001 or over | 13 | 27,999,760 | 36.75 |
| Total | 7,798 | 76,188,442 | 100.00 |

4.1.4 List of Major Shareholders

04/11/2023

| Shareholder's Name | Shareholding | |
|--|--------------|----------------|
| | Shares | Percentage (%) |
| SmallCap World Fund Inc. | 6,087,334 | 7.99 |
| Government of Singapore | 4,688,055 | 6.15 |
| Li-Jeng Chen | 2,345,000 | 3.08 |
| Eleven Trustees in total as Trustee for The New Economy Fund | 2,329,000 | 3.06 |
| Fubon Life Insurance Co., Ltd | 1,685,000 | 2.21 |
| eMemory Technology Inc. | 1,567,000 | 2.06 |
| Fidelity Emerging Markets Fund | 1,535,000 | 2.01 |
| Norges Bank | 1,478,000 | 1.94 |
| Charles Hsu | 1,429,407 | 1.88 |
| Allianz Global Investors Taiwan Technology Fund | 1,321,000 | 1.73 |
| Mu-Chuan Hsu | 1,273,179 | 1.67 |

4.1.5 Market Price, Net Worth, Earnings, and Dividends per Share

Unit: NT\$ / Thousand shares

| Item | Year | 2023 (As of April 11) (Note 4) | | | |
|------------------------------------|-------------------------------------|--------------------------------------|----------|----------|-----|
| | | 2021 | 2022 | | |
| Market Price per Share (Note 1) | Highest Market Price | 2,520.0 | 2,225.0 | 2,075.0 | |
| | Lowest Market Price | 597.0 | 899.0 | 1,320.0 | |
| | Average Market Price | 1,290.45 | 1,338.11 | 1,754.16 | |
| Net Worth per Share (Note 2) | Before Distribution | 33.20 | 41.01 | 45.23 | |
| | After Distribution | 19.20 | (Note 2) | N/A | |
| Earnings per Share | Weighted Average Shares | 74,520 | 74,586 | 74,620 | |
| | Earnings Per Share | 14.78 | 21.61 | 4.20 | |
| Dividends per Share (Note 3) | Cash Dividends | 14.0 | (Note 3) | N/A | |
| | Stock Dividends | Dividends from Retained Earnings | - | (Note 3) | N/A |
| | | Dividends from Capital Surplus | - | (Note 3) | N/A |
| | Accumulated Undistributed Dividends | - | (Note 3) | N/A | |
| Return on Investment | Price / Earnings Ratio (Note 5) | 93.70 | 64.82 | N/A | |
| | Price / Dividend Ratio (Note 6) | 98.92 | 68.33 | N/A | |
| | Cash Dividend Yield Rate (Note 7) | 1.01% | 1.46% | N/A | |

Note 1: Market price per share is based on the information posted on the official website of TPEx.

Note 2: Information on 2021 is based on the resolution of the Shareholders' Meeting in 2022; the distribution of profits for 2022 is still pending on the final resolution of the Shareholders' Meeting in 2023.

Note 3: Cash dividend paid by eMemory for 2022 is NT\$20.5 per share (dividend from the retained earnings amounted to NT\$19 and from capital Surplus amounted to NT\$1.5). This proposal is pending on the final resolution of the Shareholders' Meeting in 2023.

Note 4: The net worth and earnings per share in this column are the information on the reviewed consolidated financial statements for the first quarter of 2023.

Note 5: Price / Earnings Ratio = Average Closing Price per Share in current year / Earnings per Share.

Note 6: Price / Dividend Ratio = Average Closing Price per Share in current year / Cash Dividends per Share.

Note 7: Cash Dividend Yield = Cash Dividends per Share / Average Closing Price per Share in current year.

4.1.6 Dividend Policy and Implementation Status

A. Dividend Policy

If there is any profit in an annual general financial statement of the Company, such profit shall be distributed in the following orders:

1. Reserve for tax payments.
2. Offset accumulated losses, if any.
3. Legal reserve, which is 10% of remaining net profits after deducting the aforementioned items. However, this restriction does not apply in the event that the amount of the accumulated legal reserve equals or exceeds the Company's total capital stock.
4. Allocation or reverse of special reserves as required by law or government authorities.
5. The remaining net profits and retained earnings from previous years will be allocated as shareholders' dividend. The Board will prepare a distribution proposal and submit it to the Shareholders' Meeting for review and approval by a resolution.

Since the Company is in an industry in a growth phase, the dividend policy shall take into consideration factors such as the Company's current and future investment and capital needs, and capital budgeting plans. The proposal should strike a balance between the shareholders' benefits and the Company's long-term financial plans. Dividends to shareholders shall not be less than 50% of the remaining retained earnings available for distribution and may be distributed in cash or in stock. Cash dividends shall not be lower than 10% of total dividends to shareholders. Each year the Board shall prepare a profit distribution proposal and present it at the Shareholders' Meeting for approval.

B. Proposed Distribution of Dividend

The proposal for 2022 profit distribution was resolved by the Board dated February 22, 2023; pending on the final resolution of the Shareholders' Meeting scheduled on June 9, 2023 with authorization to the Chairman for setting the ex-dividend day.

eMemory Technology Inc.
Statement of Profit Distribution
2022

Unit: NT\$

| Item | Amount | |
|---|---------------------|-------------------------------|
| | Subtotal | Total |
| Beginning Balance of Unappropriated Earnings | | \$ 247,253,273 |
| Net Profit of 2022 | 1,611,909,140 | |
| Remeasurement of Defined Benefit Plans Counted in Retained Earnings | 2,702,125 | |
| Loss on Disposal of Investments in Equity Instruments at Fair Value Through Other Comprehensive Income | <u>(31,749,602)</u> | 1,582,861,663 |
| Legal Reserve Appropriated | | (125,887,898) |
| Special Reserve Reversed | | <u>26,004,721</u> |
| Retained Earnings Available for Distribution | | 1,730,231,759 |
| Distribution of Shareholder Dividends - Cash (NT\$ 19 per share) | | <u>(1,417,769,398)</u> |
| Ending Balance of Unappropriated Earnings | | <u>\$312,462,361</u> |

Chairman: Charles Hsu

President: Michael Ho

Accounting Officer: Teresa Kuo

Remarks: 1. According to the Rule No.871941343 issued by the Ministry of Finance on April 30, 1998, when distributing earnings, it shall be identified respectively; the earnings distributed in this year shall be those of the latest year.

2. The shareholder cash dividends is in a total amount of NT\$ 1,417,769,398, to be distributed by NT\$ 19 per share, this is calculated by basing on the issued 74,619,442 outstanding shares up to February 21, 2023, and rounded down to the nearest whole number, the fractional balance less than NT\$ 1 shall be summed up and recognized as other income of the Company.

C. Anticipation of Future Change in Dividend Policy: None.

4.1.7 Impact to 2022 Business Performance and EPS Resulting from Stock Dividend Distribution:
Not applicable.

4.1.8 Compensation of Employees, Directors and Supervisors

A. Information Relating to Compensation of Employees, Directors and Supervisors in the Articles of Incorporation

If there is any pre-tax profit, 1% to 25% of the profit shall be distributed to eligible employees in the form of cash or stock for profit sharing. No higher than 2% of the profit shall be distributed to directors for compensation.

- B. The basis for estimating the amount of employee, director, and supervisor compensation, for calculating the number of shares to be distributed as employee compensation, and the accounting treatment of the discrepancy, if any, between the actual distributed amount and the estimated figure, for the current period

In case of variation between the amount resolved by the resolution of the Shareholders' Meeting and the estimation in the financial statements, the difference is recognized as a change in accounting estimate and recognized as income or loss in current period.

C. Distribution of Compensation Approved in the Board of Directors Meeting

- (1) Employee compensation sharing, stock dividend, and remuneration to the directors and the supervisors in the year of recognition varied with the estimation, disclose the differences, specify the cause, and the settlement of the problem:

- a. The employees' compensation and the remuneration of Directors of 2022 had been resolved by the Board of Directors on February 22, 2023, the distribution of mentioned compensation and remuneration is set forth below:

① The distribution of employees' compensation is in an amount of NT\$ 344,259,423.

② The distribution of remuneration of Directors is in an amount of NT\$ 34,425,942.

- b. There is no difference between the distributed amounts mentioned above and the assessed amounts of employees' compensation and remuneration of Directors.

- (2) The amount of employee stock compensation planned to be released in proportion to the net income of the individual financial statements of The Company and to total employee compensation: Not applicable.

- D. Information of 2021 Distribution of Compensation of Employees, Directors and Supervisors (with an indication of the number of shares, monetary amount, and stock price, of the shares distributed) and, if there is any discrepancy between the actual distribution and the recognized employee, director, or supervisor compensation, additionally the discrepancy, cause, and how it is treated

Unit: Thousand shares / NT\$ thousands

| Item | Amount for Distribution Resolved by the Board of Directors | Estimation in the Year of Recognition | Difference | Shares (1,000 shares) | Share Price (NT\$) | Note to the Difference |
|---------------------------|--|---------------------------------------|------------|-----------------------|--------------------|------------------------|
| Employees' Compensation | 231,808 | 231,808 | - | - | - | N/A |
| Remuneration of Directors | 23,181 | 23,181 | - | - | - | N/A |

4.1.9 Status of Repurchase of Shares

A. Having been completely excuted

04/11/2023

| | |
|--|---------------------------------------|
| Number of times | Third time |
| Purpose | Transferring the shares to employees |
| Actual period of the repurchase | September 14, 2018 ~ October 31, 2018 |
| Estimated price range for repurchase | NT\$ 177.8~ NT\$ 400 |
| Average repurchased price per share (NT\$) | NT\$ 257.97 |
| The amount of actually repurchased shares (shares) | Common Share 1,567,000 shares |
| The total amount of actually repurchased shares (NT\$) | NT\$ 404,237,872 |
| The ratio of the quantity repurchased to the planned repurchase quantity (%) | 62.68% |
| Shares deregistered and transferred (shares) | 0 |
| Cumulative holding (shares) | 1,567,000 shares |
| Cumulated holding as a percentage of total issued shares (%) | 2.06% |

B. Still in the process of execution: None.

4.2 Bonds Status of Corporate Bonds, Preferred Stocks, Global Depository Receipts (GDRs): Not applicable.

4.3 Status of Employee Stock Options

4.3.1 Issuance of Employee Stock Options

04/11/2023 ; Unit: Thousand shares / NT\$ thousands

| Type of Stock Option | First Stock Option of 2016 (Issuance on 02/23/2016) |
|--|--|
| Approval Date and Total Units | 12/30/2015 2,000 |
| Issue Date | 02/23/2016 |
| Units Issued | 500 |
| Units Still Available | 0 |
| Percentage of Shares Exercisable to Outstanding Common Shares | 0.66% |
| Option Duration | 10 years (to 02/22/2026) |
| Source of Option Shares | New Common Share |
| Vesting Schedule | 2nd Year: Up to 30% 3rd Year: Up to 60% 4th Year: Up to 100% |
| Shares Exercised | 406.2 |
| Value of Shares Exercised | 129,860 |
| Shares Unexercised | 60.05 (Note) |
| Adjusted Exercise Price Per Share (NT\$) | 318.4 |
| Percentage of Shares Unexercised to Outstanding Common Shares | 0.09% |
| Impact to Shareholders' Equity | Dilution to shareholder's equity is limited |

Note : The shares had been deducted due to employee turnover.

4.3.2 List of Executives Receiving Employee Stock Options and the Top Ten Employees with Stock Options

04/11/2023

| | Title | Name | No. of Stock Options | Stock Options as a Percentage of Shares Issued | Exercised | | | | Unexercised | | | | |
|--------------------|---|------------------|----------------------|--|-------------------------|---------------------|-------------------------|---|-------------------------|---------------------|-------------------------|---|--|
| | | | | | No. of Shares Converted | Strike Price (NT\$) | Amount (NT\$ thousands) | Converted Shares as a Percentage of Shares Issued | No. of Shares Converted | Strike Price (NT\$) | Amount (NT\$ thousands) | Converted Shares as a Percentage of Shares Issued | |
| Executive officers | President | Michael Ho | | | | | | | | | | | |
| | Senior Vice President | Chris Lu | | | | | | | | | | | |
| | Senior Vice President and Chief of Technology Officer | Ching-Yuan Lin | | | | | | | | | | | |
| | Vice President | Anita Chang | | | | | | | | | | | |
| | Vice President | John Ho | 125,250 | 0.16% | 66,250 | 324.2~ 318.4 | 21,129 | 0.09% | 59,000 | 318.4 | 18,786 | 0.08% | |
| | Vice President | Evans Yang | | | | | | | | | | | |
| | Vice President | Hsin-Ming Chen | | | | | | | | | | | |
| Employees | Accounting and Financial Officer / Corporate Governance Officer | Teresa Kuo | | | | | | | | | | | |
| | Department Manager | Shih-Chen Wang | | | | | | | | | | | |
| | Deputy Director | Hung-Hsiang Wang | | | | | | | | | | | |
| | Senior Director | Chun-Hung Lin | | | | | | | | | | | |
| | Director | Chun-Fu Lin | | | | | | | | | | | |
| | Director | Shih-Yun Lin | 90,500 | 0.12% | 90,500 | 331.6~ 318.4 | 28,910 | 0.12% | 0 | 318.4 | 0 | 0% | |
| | Senior Director | Wein-Town Sun | | | | | | | | | | | |
| | Director | Hsin-Kun Hsu | | | | | | | | | | | |
| | Staff Project Manager | Shih-Chan Huang | | | | | | | | | | | |
| | Senior Director | Tsung-Mu Lai | | | | | | | | | | | |
| Department Manager | Ming-Shan Lo | | | | | | | | | | | | |

4.4 Status of New Restricted Employee Shares : Not applicable.

4.5 Status of New Share Issuance in Connection with Mergers and Acquisitions : Not applicable.

4.6 Financing Plans and Implementation : Not applicable.

V. Business Overview

5.1 Business Activities

5.1.1 Scope of business

A. Main business activities

- ① CC01080 Electronic Parts and Components Manufacturing
- ② I501010 Product Designing
- ③ F601010 Intellectual Property (IP)
- ④ CC01050 Data Storage and Processing Equipment Manufacturing
- ⑤ Research, development, manufacture and sales of the following products:
 - a. Flash Memory Integrated Circuits (IC)
 - b. Embedded flash memory IC IP (Embedded Non-Volatile Memory)
 - i. Embedded One-Time Programmable Memory SIP
 - ii. Embedded Flash Memory SIP
 - iii. Embedded Multi-Time Programmable Memory SIP
 - c. Memory card output/input controllers
 - d. Memory card and digital film related products
 - e. Physically Unclonable Function SIP for security applications

B. Revenue composition

Unit : NT\$ thousands

| Revenue Streams | 2021 | | 2022 | |
|-----------------|-------------|----------------------|-------------|----------------------|
| | Net Revenue | Revenue Contribution | Net Revenue | Revenue Contribution |
| Licensing | 702,851 | 29.7% | 742,072 | 23.1% |
| Royalty | 1,660,973 | 70.3% | 2,474,639 | 76.9% |
| Total | 2,363,824 | 100.0% | 3,216,711 | 100.0% |

C. Products and services as of now

Founded in September 2000, eMemory is a Silicon Intellectual Property (SIP) design company owning over 1050 patents. eMemory is dedicated to the technology development and applications of embedded non-volatile memories.

eMemory focuses on technology innovation, namely the creation of new embedded non-volatile memories within existing process platforms (e.g. Logic, Radio-Frequency, High Voltage, and BCD processes). Unlike other companies that introduce new materials/processes or adopt unstable device operation modes for their non-volatile memory technology, eMemory technology platforms are already available in world-wide foundries with our versatile offerings able to meet the different needs of IC design houses. This ensures shorter product development time and prevents process incompatibility issue.

SIP contends intellectual property. Users (customers) are licensed for use with the rights to manufacture or design products, while the property right is still possessed by the inventor. Users will be charged when using the SIP for product design or production. eMemory collects License fee, Usage fee, or Non-Recurring Engineering (NRE), Royalty, or a combination of the above. Descriptions of the fees are as follows:

① License Fee

eMemory's main licensing customers are semiconductor foundries. Due to patent entry barrier or expertise in mass production, customers must rely on eMemory's technology and IP solutions. License fee generally refers to the fee charged according to individual process platform (e.g. 0.5um , 0.35um , 0.25um , 0.18um , 65nm , 40nm , 28nm, 16nm, 10nm, 7nm, 5nm and so on).

② Usage Fee

Usage fee is applicable to customers who adopt available macro. Customers are subject to a fee for each usage. In other words, if a customer uses the same macro on 3 different products, the customer shall pay the usage fee for 3 times.

③ NRE

This is the fee for the development of customized macro.

④ Royalty

In general, this is the fee charged according to a certain ratio of the wafer or product price.

D. New product development plan

eMemory focuses on the design and development of embedded NVM technologies. Our proprietary SIP technologies include OTP, MTP, Flash and PUF have all been deployed on various process platforms in key foundries. These technologies have also been introduced to different production processes in leading foundries for mass production. New development plans will further push our core technologies towards advanced nodes, ranging from 12 nm down to 3nm logic process technologies. To respond to TSMC's "more-than-Moore" strategy, eMemory will expand value-added solutions onto matured process platforms by deploying IP into high-voltage, MEMS, BCD, CIS, analog, and SOI processes to meet the needs of one-stop shopping SIP solutions. In addition, eMemory also actively invests in research efforts for the development of emerging memory on 40nm process platforms and below to expand the new generation of memory silicon intellectual property. The development plans are as follows:

① Increase process platform coverage.

② Expand the product applications from existing customers (of NeoBit) by deploying NeoFuse, NeoPUF, NeoEE, and NeoMTP for new markets.

③ Expedite the development progress of new technologies for NeoFuse, NeoPUF, and NeoFlash.

④ Collaborate with partners on the development of ReRAM and MRAM technologies.

5.1.2 Industry overview

A. Current status and future development of the industry

(1) SIP industry background

IP (Intellectual Property) refers to intangible asset recognized and protected by law. Without permission from IP owners, no replication or use is allowed. Silicon Intellectual Property (hereinafter, "SIP") is a function block, consisting of IPs and know-hows, which has been initially defined and qualified for repetitive usage.

SIP cell is a pre-designed and qualified macro. With adjustable parameters, these cells can be tailor-made per customer requirements or product specifications. IC designers use these SIP cells to realize a part of the design functions without redesigning this function block. To get a head start, the use of SIP substantially brings down development timeline thereby accelerates the time to market.

SIP was originated after the mid-1990s. Nowadays, consumer electronics products are getting lighter, slimmer, and smaller. A System-on-a Chip (SoC) utilizing SIP blocks can greatly reduce the time for product qualification and integration; hence product developers can focus their efforts on verifying few new functions. This in turn minimizes the required engineering efforts that are needed to meet the customer adjustment requests. Therefore, product developers can concentrate on product core competencies while being agile enough to respond to unpredictable market demands.

High complexity and short development time in IC industry highlight the importance of IC design productivity. It is foreseen that the number of transistors in a semiconductor chip will increase year-over-year. Through purchasing or licensing SIP cells, it gains a greatly competitive advantage. It not only reduces IC designers' burden but also greatly shorten product development time, as well as increase products' competitive advantages in time-to-market. As such, the inevitable trend is to design the System-on-a Chip by using SIP cells.

(2) Industry outlook

According to the reviews from Semiconductor Industry Association (SIA), in 2022, the production value generated by the worldwide semiconductor industry amounted to nearly US\$574 billion, indicating a 3% growth compared to 2021. eMemory has a 36.1% growth in 2022, greatly exceeding that of the worldwide semiconductor industry.

eMemory has focused on the SIP business and became a pure SIP vendor since 2013. By then all revenue with 100% gross margin were from royalty and upfront fees (including license fee and technical service fee). Due to the continuous improvement of internal operation logistics and global business development, the revenue from upfront fees and royalties continue to grow year-over-year. Moreover, compared to 2021, NTO number in 2022 grew by 3% and our market share increased continuously.

Right in the information age, demand for SIP will grow further along with the IC design industry market size. The innovative SIP licensing business model leads IP vendors towards niche markets as it doesn't involve production but creates a good value of technology licensing with license fee and royalty in return. Having advantages of low operation cost and high gross margin, IP industry is superior to other entities in the semiconductor industry value chain.

The development of SoCs created a structural change in IC design industry. Soon afterwards, when the benefits of reusable SIP cells were understood, it contributed to even higher growth in the SoC development. Currently, with many of the global leading foundries (with advanced process and high production capacity) and numerous IC design houses all located in Asia, there is unlimited business potential for SIP providers who are also in Asia.

B. IC industry supply chain in Taiwan

| Group | Roles | Products | Major Players |
|------------|---|--|----------------------------|
| Upstream | SIP Development, Design Service and IC Design | SIP cells, Circuitry Product | eMemory, MTK, Novatek, GUC |
| Midstream | Mask & Wafer Production | Wafer | TSMC, UMC, VIS |
| Downstream | Package & Testing | Backend services for IC package and test | ASE, SPIL, KYEC |

SIP is among the top in the upstream of IC industry and facilitates the overall productivity in IC design and manufacturing.

C. Megatrend in IC industry

(1) Reusable SIP

Product delivery timeline is a major indicator of competitiveness. As the industry is inclined toward specialization, the use of SIP cells will be the key to success.

(2) Qualified and reliable SIP

Expense on product development is heavy due to the complexity and uncertain product specifications in a SoC design. In the advanced process nodes, using non-qualified SIP equals risk. Therefore, the adoption of qualified SIP from a third party will greatly reduce production risks; among which foundries are the most objective and convincing. SIP qualified by multiple foundry companies not only indicates the production flexibility of fab-to-fab porting but also demonstrates the wide availability in various process platforms.

(3) Continuous deployment in advanced process nodes

From 55nm down to 3nm, logic NVM SIPs in logic or high performance computing (HPC) process platforms are frequently deployed into memory repair, security setting, feature selection, chip identification, analog trimming, Digital Rights Management (DRM) and code storage. These are used in application processors, FPGA, AI accelerators, multi-media, SSD drive, network processors and commodity DRAMs.

In the age of IoT, smartphones, autotronics and bioelectronics where data security is at the utmost, this category will play a key role. Logic NVM provides the storage capability of analog trimming, security as well as chip identification for display driver IC, power management IC and sensor controller.

As for high density (1~4M Bytes) requirements, Logic NVM SIP is embedded for code storage to supersede ROM and reaches a high level of integration as well as meeting the needs of security. They are widely applied in wireless applications including Wi-Fi, Bluetooth, and smartphones.

(4) High security SIP

eMemory has been devoted to the research and development of innovative PUF technology. With the advantages of OTP's implementation in a wide range of platforms, the stable and excellent NeoPUF technology, after integrating with security functions, is widely used in IoT, AI, 5G and other applications. eMemory also collaborates with PUFsecurity, eMemory's subsidiary, and other world-class security solution companies to provide NeoPUF-based security functions. These solutions utilize PUF's random and unique properties, which is applied to the secret key, identification and other advanced security applications.

D. Competition

From the perspectives of Logic NVM SIP which eMemory specializes in, the other competitors in Taiwan are still utilizing old technology and struggle to achieve technical stability. On the other hand, two of the foreign main competitors have been acquired, thus the result of acquisition is not yet clear. From the perspective of design services, except for Andes and M31 that offers other SIP licensing, the remaining, such as Global Unichip Corp., Faraday Technology Inc. and Alchip, concentrate on providing ASIC services as well as turnkey services with foundry strategic alliances. Therefore, those design service companies will derive less of their revenue from license fees and royalties, as compared to eMemory.

E. Key performance indicators (KPI)

| Quantity of new tape outs (NTO) with eMemory IP | | | | | |
|---|--------|-----------------|--------|--------|-----------------|
| 2021 | | | 2022 | | |
| Target | Actual | Completion Rate | Target | Actual | Completion Rate |
| 550 | 596 | 108% | 600 | 615 | 103% |

5.1.3 Short and long term business development plan

eMemory continuously increases market share through innovation, wide product applications and strategic partnerships worldwide. eMemory keeps playing a leading role as a SIP provider in embedded memory technology.

A. Short-term

(1) Marketing plan

- a. Expand NeoBit, NeoFuse, NeoPUF, NeoEE, and NeoMTP's popularity through existing sales channels.
- b. Actively promote the development of NeoFlash technology, especially in line with the BCD platform's demand for higher-capacity memory for the new generation of

smart PMICs. Engage more foundries to implement NeoFlash technology in order to be a new technical standard.

- c. In response to the popularization of smart self-driving cars, develop more automotive specifications in the existing IP technologies, and actively go for certification of high-level safety regulations like ISO26262.
- d. Collaborate with major companies in Europe, America, and Japan to develop local markets.
- e. Establish subsidiaries or regional sales units in the US, Japan, China regions to serve customers nearby and increase operational efficiency to improve customer satisfaction and stickiness.
- f. Develop product applications of emerging memory technology which is co-developed with technology partners, including the developments of RRAM and MRAM.
- g. Focus on the establishment of groundwork and expertise of SIP products and to optimize investment and return.
- h. Provide customers with more comprehensive SIP platforms across worldwide foundries.
- i. Increase the revenue contribution from NeoFuse, NeoPUF, NeoEE, and NeoMTP SIP.
- j. Enhance on-time delivery to meet customer's needs.
- k. Introduce existing technologies and SIP to new application segments.
- l. Leverage distribution channels of partner foundries to enhance product promotion.
- m. Utilize social media to gain exposure, popularity and technical expertise through publishing newsletters of new technology, application, and platform along with whitepapers.
- n. Improve online system to maximize the bandwidth in serving customers 24/7.

(2) Financial plan

Make use of a robust business model to maintain a sound financial structure and optimized working capital.

B. Long-term

(1) Marketing plan

- a. Establish technical service and sales local offices worldwide to boost regional sales, reputation, and market share.
- b. Establish a one-stop shopping SIP platform to provide customers with comprehensive SIP choices and services.
- c. Continue developing emerging technologies, new products, applications, strategic partnerships, and markets.
- d. Collaborate with worldwide foundries through strategic alliances to establish new technology and manufacturing platform and strengthen competitiveness.
- e. Uplift adoption rate in advanced process nodes and develop new applications targeting products with higher ASP to enhance royalty income.

- f. Develop high value-added and reliable logic NVM SIP, including industrial, automotive and security applications.
- g. eMemory collaborates with PUFsecurity, eMemory's subsidiary, and other world-class security solution companies to provide NeoPUF-based security solutions which utilize PUF's random and unique properties applied in the secret key, identification and other advance security functions for IoT, AI and 5G applications.

(2) Financial plan

Make use of diverse fundraising and financial initiatives to form a sound financial structure.

5.2 Technology and R&D Outlook

5.2.1 R&D expense in previous year to the date this report was printed

Unit : NT\$ thousands

| | 2022 | 2023 (As of March 31) |
|-----------------|-----------|-----------------------|
| R&D Expense(A) | 846,920 | 186,163 |
| Net Revenue (B) | 3,216,711 | 667,751 |
| (A)/(B) | 26.3% | 27.9% |

5.2.2 Technology or product successfully developed in previous year to the date this report was printed

Technology or product The Company successfully developed in previous year to the date this report was printed is as the following:

| Date | Item |
|------------------------|--|
| 2022 to April 11, 2023 | <p>1. NeoBit</p> <ul style="list-style-type: none"> (1) Complete the reliability qualification of 90nm BCD OTP IP to meet the needs of low-cost power management IC. (2) Complete the reliability qualification of automotive OTP IP in 0.18 and 0.13um BCD process platforms. (3) Developed 0.11um high-voltage process OTP IP with automotive specifications in multiple foundries and functional verifications are ongoing. (4) For the high demand for power management chips (PMIC), the OTP IP in 3rd-gen 0.15um BCD process has been successful qualified and already released for mass production in several foundries. <p>5. NeoFuse</p> <ul style="list-style-type: none"> (1) Complete the design signoff of OTP IP in advanced 4nm FinFET process. (2) Complete the reliability qualification of OTP IP in 5nm FinFET process. (3) Complete design signoff of OTP IP in automotive 5nm FinFET process. (4) Complete the functional verification of 14nm OTP IP with automotive specifications. (5) Expand OTP IP development activities in several worldwide 12/14nm nodes and completed the design signoff. |

| Date | Item |
|------|--|
| | <p>(6) Complete functional verification of the OTP IP in 20nm DRAM process.</p> <p>(7) Complete the reliability qualification of enhanced OTP IP spec in 28nm HV process; Complete the design signoff of OTP IP with automotive specifications in 55nm HV process.</p> <p>(8) Complete the reliability qualification of OTP IP in 55/90nm BCD platforms. More OTP IP development activities are ongoing for next 5th-generation 0.15um PMIC project requested by key customer.</p> <p>3. NeoPUF</p> <p>(1) Complete the design signoff of NeoPUF as well as the digital design of PUFrt in advanced 4nm FinFET process.</p> <p>(2) Complete the design signoff of NeoPUF as well as the digital design of PUFrt in automotive 5nm FinFET process.</p> <p>(3) Through cooperation with PUFsecurity Corporation, PUFrt and PUFcc security IP (with NeoPUF as the core) are being developed for more customers in the technology platforms ranging from mature 55 nm planar to advanced 7nm FinFET process.</p> <p>4. NeoEE</p> <p>(1) The reliability qualification of 0.13um BCD SPD EEPROM has been completed for DDR5 DIMM module application.</p> <p>(2) The DNW version of 80nm BCD IP has been completed, 36% area reduction, for PMIC application with negative substrate bias.</p> <p>5. NeoMTP</p> <p>(1) Completed the qualification of automotive AEC Q100 Grade 0 NeoMTP IP on 0.18um BCD for automotive PMIC application.</p> <p>(2) Completed the qualification of NeoMTP IP in 65nm RFCMOS process for communication application.</p> <p>(3) Expand NeoMTP IP new design platform from 0.18um to 55nm BCD process platforms with IP size reduction by 20%~30% in multiple foundries, and completed the design signoff.</p> <p>(4) Completed the function check of NMOS FTP IP in 0.13um Green process for MCU application.</p> <p>6. ReRAM</p> <p>(1) The reliability qualification of 22nm ReRAM has been completed for eFlash-replacement or external Flash-replacement in high-end MCU application.</p> <p>7. MRAM</p> <p>(1) 22nm e-MRAM testchip has passed function check for high-end MCU application.</p> <p>8. NeoFlash</p> <p>(1) Completed the design of 110nm BCD testchip for high-end PMIC application.</p> <p>(2) Completed the design of automotive grade 80nm BCD testchip for high-end PMIC application.</p> |

5.3 Market Outlook and Production and Sales Overview

5.3.1 Market analysis

A. Main geographic regions for sales of products (services)

Unit : NT\$ thousands

| Geographic Regions | 2021 | 2022 |
|--------------------|-----------|-----------|
| Domestic | 1,386,771 | 1,966,669 |
| Asia | 850,784 | 1,070,871 |
| Others | 126,269 | 179,171 |
| Total | 2,363,824 | 3,216,711 |

B. Market share

According to the statistics compiled by IEK, the production value of Taiwan's IC design industry in 2022 amounted to \$ 1,232 billion NT. In 2022, eMemory's revenue was \$ 3,216,711 thousand NT, which was 0.26% of the total market production value. With the introduction of newly developed technologies of NeoEE, NeoFuse, and NeoMTP and NeoPUF, the full product IP technologies portfolio is in place. The Company can provide customers diverse technical services which will benefit operational performance. With steady growth in business operation and increasing number of customers and new product adaptations, the revenue generates from technical service and licensing fee will continue to grow. Likewise, revenue from royalty will also increase, and market share of eNVM SIP will surge.

C. Market supply/demand and growth in the future

(1) Future market supply and demand

SIP is increasingly important as global IC providers' demand in advanced process ndoe raise. The main market applications include mobile communication, consumer electronics, industrial electronics, and autotronics. eMemory has researched and developed a series of eNVM and hardware security technologies used for micro controllers ICs, LCD panel control ICs, LCD screen driver ICs, PMICs, Image Signal Processor (ISP), high frequency signal ICs, short-range communication ICs, Bluetooth ICs, oscillator controller ICs, MP3 control ICs, battery power management ICs, voice ICs, TWS ICs, WiFi ICs, AI chip, DRAM chip and autotronic ICs.

From the company's perspective, the market supply and demand suggested the rapid growth of portable devices in recent years increased the number of IC contained in the products, including CPUs, panel driver ICs, panel controller ICs, PMICs, touch panel ICs, communication ICs, and base band ICs. Furthermore, the fast growth new application markets, such as fingerprint ICs, portable DRAM, CMOS image sensors, Image Signal Processor (ISP), and TDDI, will also contribute to the revenue.

According to market data, after reaching a peak at the end of 2021, smartphone shipments declined somewhat in 2022 due to the malfunction of supply chain

management, caused by the COVID-19 epidemic, which lead to excess inventory of various chips. And then cause the foundry Capacity utilization has been in recession for several quarters in a row. Although the entire industry has temporarily entered a period of restructuring, smart phones still has the highest demand in the consumer electronic field. Mobile devices are going to grow due to the continuous launch of innovative high-end products and the momentum comes from demand for mid to low-end products at the emerging markets. Besides, new applications in AR/VR and autronics will also drive the total production value to grow.

(2) Market growth potentials

As the integration of SoC increases, the demand for light-weighted compact products become the mainstream of IC technology development. Factors including increasing proportion of design outsourcing, raising cost of new process mask and technology development, and the IC complexity which lead to longer cycle time, all of which have made SIP become the key to accelerate SoC development. The complex SoC design and production process resulted in increasing division of labor in the semiconductor industry. The use of SIP for SoC design reduces designers' burdens and the development time substantially. This is critical for enhancing competitive advantage in terms of time-to-market; as the result, SoC becomes increasingly dependent on SIP.

The rapid development of semiconductor production node and the increasing demand for compact, slim, and light-weighted products which require a greater variety of functions has led the IC design to the integration of multi-functionality and embedded design including application processor IC, stacked CMOS image sensor, fingerprint sensor, autotronic image system. As such, the raising era of communication, home appliance, and personal service communication, the scale of the IC design market continues to expand. The destructive innovation eNVM SIP from eMemory transcend traditional logic process into the eNVM logic process, which makes SoC circuit design simple and easy to accomplish, while reducing SoC development and manufacturing cost, and achieve higher performance efficiency to meet the requirement of IoT and autotronics. We not only build the floating gate structure on mature manufacturing platform but also introduce the NeoFuse and NeoPUF on advanced node platforms (5nm~65nm). This provides our clients product development and testification under multiple platform, increasing flexibility for the production and enhancing the competitiveness of the business. As such, the promising future of silicon intellectual device is foreseen.

D. Competitive advantages

(1) Rich eNVM technologies portfolio

eMemory has dedicated its resources in the research and development of eNVM since its establishment, focusing on the application of NeoBit, NeoFuse, NeoEE, and NeoMTP technologies. These technologies were successfully adopted by leading foundries for mass production in 0.5 um to 5 nm process nodes. Furthermore, our technologies expanded to the development of 3nm advance nodes, fulfilling customers' different

needs. The eNVM technology is applicable to all kinds of CMOS process (including logic, analog, M-M, HV, SiGe, CIS, EEPROM, and DRAM, etc) with wide applications, allowing customers to directly apply into their design without modifying components characters of customers' products to shorten the development time. For example, it takes 2~3 years to introduce eNVM (e.g., embedded flash or EERROM) technology in 0.13um and 90nm process platform. It may take even longer for 55nm and 28nm process. Yet it takes only 6 to 9 months for porting NeoBit, NeoEE, NeoFuse, or NeoMTP technology to each process node. Furthermore, our existing NeoFlash technology can provide high-density memory IP with only 2 to 3 added photomasks based on the traditional logic process. In response to the new generation of IC industry, multiple functional chips are integrated into a single system on a chip (SOC), this technology has excellent cost structure and is the best solution for integrated chips. For example, recent trend of smart power management ICs consider to merge microcontroller units, so we have cooperated with several foundries to deploy NeoFlash technology into several high-end BCD processes. It is believed that the next few years will bring another wave of revenue growing up.

- (2) eNVM IP technology features one-time/multiple-times programmable function; allowing higher flexibility of production and sales for customers

In general, program code mask must be introduced in ROM device manufacturing process. In other words, program code is already added in the production process that there is no flexibility for product program code adjustment later on. In addition, program codes of different versions also pose problems for mask and inventory management. NeoBit, NeoFuse, NeoPUF, NeoEE, and NeoMTP eNVM can be directly added to the memory device in the logic device manufacturing process. The product itself features one-time/multiple-times (OTP/MTP) programmable function. Therefore, special application providers can write in the program code before delivery to specific customers, or provide the code for the customers so that they could update the program code or data. These features provide IC providers greater production and sales flexibility, bringing the advantage of greater variety in small quantity and fast delivery.

- (3) eMemory has been devoted to the research and development of Physical Unclonable Function (PUF) technology

With the advantages of OTP's implementation in a wide range of platforms, the stable and excellent NeoPUF technology will be widely extended to new field. eMemory collaborates created PUFsecurity, eMemory's subsidiary, to launch a series of PUF-based hardware security solutions (PUFrt, PUFiot, PUFflash, PUFse etc) by using NeoPUF. These solutions are high-security, high-performance, easy-to-use, low-cost solution for chip security and be expected to be used in IoT, AI and 5G applications to achieve the goal of secure operation, secure computing, and secure storage.

- (4) Strong research and development team

The Company has oriented towards the research and development of its own technologies since its establishment. The Chairman of eMemory, Dr. Charles Hsu, is a

member of world-renowned NVM Committee. Former Director of the Institute of Electronics Engineering at National Tsing-Hua University, Dr. Hsu first propose the P-type tunneling flash memory in 1992, and has been awarded the “Outstanding Research Award” by National Science Commission in 1997 and 1999.

Chairman Hsu leads a research and development team with outstanding professionals and rich work experience, and has acquired more than 1050 patents around the world. The patented technology of eNVM developed by this team has won the gold medal of “2005 National Invention and Creation Award” in October 2005, the Innovative Enterprise Award of the “Industrial Technology Advancement Award” by Ministry of Economic Affairs in October 2008, the “2008 National Invention and Creation Award” by Intellectual Property Bureau of Ministry of Economic Affairs, the “Excellent Manufacturers Innovation Product Award and R&D Achievement Award” by Hsinchu Science Park Bureau of Ministry Science and Technology in December 2017, the Excellence in Innovation First Prize of the “National Industry Innovation Award” by Ministry of Economic Affairs in April 2019, and Security technology NeoPUF won the “National Invention and Creation Gold Medal Award” in October 2020 .

The Company is dedicated to the development of advanced technologies and makes ceaseless effort in the training and recruitment of talents. By providing full-range design resources and reliable technical supports, The Company makes the products of its customers highly competitive.

(5) Outstanding management team

Most of the management team members came from renowned companies, who have rich experience in business operation and are specialized in research and development, business, and operation management. With the same believe, the team leads the company towards substantial growth.

(6) Strong partnership with leading foundries

Our collaborative foundries are all worldwide leading foundries with the best process technology, yield rate, and delivery. Our eNVM technology, IP licensing, manufacturing technology, and design service has passed strict qualification and successfully assisted foundries to launch mass production. From 2010 to 2022, eMemory was recognized as the Best IP Partner by TSMC for 13 consecutive years, and received the best SMIC IP Partner Award from 2013 to 2016. In addition, the company has also been highly-recognized by other worldwide foundries. Looking towards the future, the strategic alliance with foundries will bring growth momentum and further expanded the market share.

(7) Zero-inventory contributed to the capital flexibility

The sole business of the company is eNVM and hardware security IP licensing with zero-inventory. The company is not a manufacturer. Without factories, machinery, and equipment and other sizable capital expenditures, eMemory can use the working capital with high flexibility.

(8) Full-range and efficient service quality

eMemory has established a customer technical service system. With well-developed process management mechanism, eMemory can provide customers the timely and accurate delivery of technical documents. Unlike other foreign SIP suppliers, when the SIP supplied is not compatible with customers' products, it is the customers who is responsible for seeking for solutions. eMemory encourages customers to embed NVM IP on process platforms to reduce the difficulty of technology integration. In addition, eMemory security IP derivative from the embedded IP technology is completely compatible to enhance the competitiveness of customer's products. Therefore, eMemory can offer comprehensive and good solutions to the customers as they face challenges.

E. Favorable and unfavorable factors for corporate development and the responding measures

(1) Favorable factors

a. Specialization of the semiconductor industry

The close relation of the upper- and lower-stream of the industry is beneficial to the formation of the supply chain.

With more than 30 years of experience, the semiconductor industry in Taiwan has a complete semiconductor industry chain.

The prosperity of Taiwan IC design industry also stimulates the growth in SIP industry. Leading foundries include TSMC, UMC, VIS, and PSMC can provide the platform for SIP qualification. The reliability and the complete SIP portfolio provide customers a solid product foundation. Therefore, the cooperative relation between eMemory and the customers could be bolstered.

b. Customer advantage

eMemory is located in Asia where the majority of the world's major foundries are located. For example, IDMs are located in Japan and Korea, and IC design houses are located in Taiwan and China. In addition, eMemory has established a complete customer base and long-term support from customers over the years, with high customer engagement and great advantages for the new products adoption.

(2) Unfavorable factors and responding measures

a. Insufficient SIP design talents in Taiwan

SIP design is a typical knowledge economy, the key to success lies in the R&D ability. However, there is a scarcity of talents with profound and professional knowledge. Moreover, in order to cultivate the centripetal force for employees, it takes higher cost in human resources.

【Responding Measures】

i. The company provide external and internal education and on-the-job training for employees. Moreover, with the cooperative programs with universities, the company can also recruits students with good performance.

ii. An employee's incentive program is also introduced. Employees with excellent performance will be rewarded correspondingly.

b. The industry is promising, leading to the increasing number of competitors

SIP will be the trend of the semiconductor industry. As IC designs became increasingly complex, particularly in SoC designs, IP licensing has become an indispensable part of the operation. eMemory is the leader of eNVM and hardware security IP technology. The eNVM technology has become a critical circuit block for mainstream products, which will attract more competitors.

【Responding Measures】

- i. Develop high value-added design service technology to provide rapid and accurate solutions for customers.
- ii. Develop applications for new products and assist customers to enhance their products performance or competitiveness.
- iii. Continue innovating and providing customers a full-range solution for eNVM and hardware security solutions.
- iv. Broaden the client base and continue to develop the international market and increase the market share.
- v. Continue to enhance service quality.

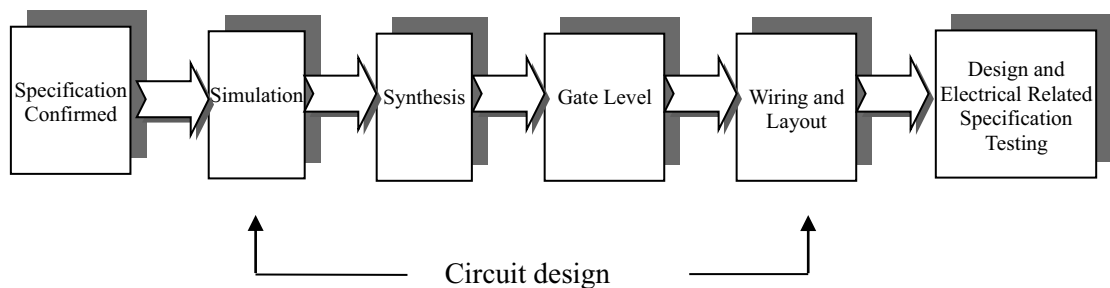
5.3.2 Main products' applications and production flows

A. Main products' applications

The main products are embedded memory and hardware security IP design service. The main applications of embedded memory include communication equipments, autotronics, home appliances, and communication and consumer electronics.

B. Main products' production flow

eMemory is an IP provider without physical products. The IP service flow chart is shown below:



5.3.3 Supply of Key Materials

eMemory is a professional SIP provider, offering production technology and design service of eNVM technology and IP licensing. The principal business is licensing and does not require supply of materials.

5.3.4 Major suppliers and clients

A. Major suppliers in the last two years

Under the adjustment of business strategy from the second half of 2011 onward, The Company decided to focus on IP production and planned to gradually reduce the proportion of income from wafer production service, and made no purchase of wafer in the last two years.

B. Major clients in the last two years

Unit: NT\$ thousands

| Item | 2021 | | | 2022 | | | 2023 (As of March 31) | | | | | |
|------|--------------|-----------|---------|----------------------|--------------|-----------|-----------------------|----------------------|--------------|---------|---------|----------------------|
| | Company Name | Amount | Percent | Relation with Issuer | Company Name | Amount | Percent | Relation with Issuer | Company Name | Amount | Percent | Relation with Issuer |
| 1 | Company A | 708,732 | 30.0% | - | Company A | 1,074,365 | 33.4% | - | Company A | 252,168 | 37.8% | - |
| 2 | Company B | 351,739 | 14.9% | - | Company B | 491,412 | 15.3% | - | Company B | 127,828 | 19.1% | - |
| 3 | Others | 1,303,353 | 55.1% | | Others | 1,650,934 | 51.3% | | Others | 287,755 | 43.1% | |
| | Net Sales | 2,363,824 | 100.0% | | Net Sales | 3,216,711 | 100.0% | | Net Sales | 667,751 | 100.0% | |

Note: The major revenue contribution from Company-A is royalty. In the past two years, the major items are the smart phone and mobile device's power management IC, display driver IC, fingerprint IC and MEMS sensor IC etc. MCU, digital TV, STB and Bluetooth ICs are also included.

5.3.5 Production in the last two years

The company is a professional company of SIP, which is not engaged in production and manufacturing; therefore, the production is not applicable.

5.3.6 Shipments and sales in the last two years

Unit: NT\$ thousands

| Shipments & Sales Major Products | Year | 2021 | | | | 2022 | | | |
|-------------------------------------|------|----------|-----------|----------|---------|----------|-----------|----------|-----------|
| | | Local | | Export | | Local | | Export | |
| | | Quantity | Amount | Quantity | Amount | Quantity | Amount | Quantity | Amount |
| Licensing | | 0 | 155,303 | 0 | 547,548 | 0 | 171,408 | 0 | 570,664 |
| Royalty | | 0 | 1,231,468 | 0 | 429,505 | 0 | 1,795,261 | 0 | 679,378 |
| Total | | 0 | 1,386,771 | 0 | 977,053 | 0 | 1,966,669 | 0 | 1,250,042 |

5.4 Human Resources

| Year | | 2021 | 2022 | 2023 (As of April 11) |
|--------------------------|--------------------------|-------|-------|-----------------------|
| Number of Employees | Sales & Marketing | 44 | 52 | 52 |
| | Administration | 51 | 57 | 58 |
| | R&D | 202 | 222 | 223 |
| | Total | 297 | 331 | 333 |
| Average Age | | 39 | 39 | 40 |
| Average Years of Service | | 8.03 | 8.03 | 7.83 |
| Education | Ph.D. | 4.0% | 4.0% | 4.2% |
| | Masters | 63.3% | 63.7% | 64.0% |
| | Bachelor's Degree | 32.0% | 32.0% | 31.5% |
| | Senior High School | 0.7% | 0.3% | 0.3% |
| | Below Senior High School | - | - | - |

Note : Including employees of the Company and its subsidiaries.

5.5 Environmental Protection Expenditure

Any losses suffered by the company in the previous year to the date this report was printed due to environmental pollution incidents (including any compensation paid and any violations of environmental protection laws or regulations found in environmental inspection, specifying the disposition dates, disposition reference numbers, the articles of law violated, and the content of the dispositions), and disclosing an estimate of possible expenses that could be incurred currently and in the future and measures being or to be taken. If a reasonable estimate cannot be made, an explanation of the facts of why it cannot be made shall be provided: None.

5.6 Labor-Management Relations

5.6.1 Employee benefit program, continuing learning, training, retirement system and its implementation, and the labor-management agreement and the protection measures of employees' rights

A. Employee benefit program

The "Employee Welfare Committee" of the Company had been established on September 18, 2002, and approved by the Hsinchu Science Park Bureau for reference, the funds are set aside monthly, the employee welfare activities are periodically held, the welfare programs are planned detailedly and so budgeted, including gift coupons for annual holidays, group entertainment activities, domestic and overseas travel activities, subsidies for wedding and funeral, subsidies for birth, pension for hospitalization, birthday party, year-end party lottery, physical examination, labor and health insurances, group insurance(including spouse and child are insured for free), travel accident insurance for business trip, free dessert/beverage bar, subsidy for afternoon tea coupon, subsidy for parking space, subsidy for gymnastic for fit, specific nursing room, personal birthday leave, and eMemory's favorable leaves which are granted under the conditions better than the requirements of laws and regulations.

B. Employees' continuing learning and training status

(1) To orientate the rapid change of technology in the industry and ensure the development of employees' talents to achieve the joint target for the Company, that training is a major point of the management of human resource. The scope covers related trainings including employees' skill, knowledge, language, computer and management, which will improve the professional skill and knowledge of employees as well as enhancing the working attitude. The Company provides employees for the training opportunities and funds, which expects the employees would contribute what he or she had learned to improve the quality and profession of the work and create total revenue of the Company, that the personal career planning and whole benefits of the Company can be achieved jointly.

(2) Implementation of 2022 trainings

| Items | Number of Courses | Total participants | Total Hours | Total Expenses |
|--|-------------------|--------------------|-------------|----------------|
| 1. New Employee Training | 2 | 91 | 431.5 | 0 |
| 2. Vocational Training | 259 | 1,323 | 3,405.6 | 311,642 |
| 3. Supervisor Training | 6 | 31 | 47.4 | 17,014 |
| 4. General Training (Including the courses of environmental safety, tool technique, etc.) | 38 | 475 | 1,028.0 | 75,000 |
| Total amounts | 305 | 1,920 | 4,912.5 | 403,656 |

Note : Including employees of the Company and its subsidiaries.

C. Retirement system and its implementation

The Rules for Retirement Management of the Company had been established pursuant to the Labor Act and Labor Pension Act, all of the employees are covered, the affairs related to conditions of retirement, standards of payment and procedures for application are definitely provided, and the Supervisory Committee of Labor's Retirement Preparation Fund is also established according to the law, the preparation fund is deposited in the Bank of Taiwan under the title of Supervisory Committee of Labor's Retirement Preparation Fund every month; in conforming with the Labor Pension Act, from the day of July 1, 2005, the employees who originally are covered by the rules and choose to be applicable to the new Act, the seniority of such employees or the employees who is employed after the enforcement of new Act shall be applicable to the defined contribution plan, the pension payment shall be contributed by the employer by no less than 6% per month, and deposit in the individual accounts of labor pension at the Bureau.

D. Labor-management agreement

In order to build up the harmonious labor-management relations, the Company provides the grievance channels of employee forum and employee suggestion box etc. which the opinions of employees can be smoothly rendered, and the President will report the current status of the Company to employees each quarter to make employees thoroughly understand the situation of the Company's operation. The labor-management relations are harmonious from the establishment of the Company up to the current date, that all relevant affairs are handled pursuant to the related provisions of laws and regulations.

E. Protection measures for the rights of employees

The excellent document control system is set up by the Company in which the management rules are recorded, and the rights, obligations and welfare of employees are definitely provided therein, the welfare are reviewed periodically and updated on the document control system from time to time to protect the rights of employees.

5.6.2 Loss deriving from labor-management dispute (including any violations of the Labor Standards Act found in labor inspection, specifying the disposition dates, disposition reference numbers, the articles of law violated, the substance of the legal violations, and the content of the dispositions) in the last two years to the date this report was printed, disclose the amount possibly incurred for the time being and in the future, and the responding measures. If this amount cannot be reasonably estimated, specify the reasons

The labor-management relations are harmonious from the establishment of the Company up to the current date, that there is not any concern of losses caused by the labor dispute happens right now and in the future.

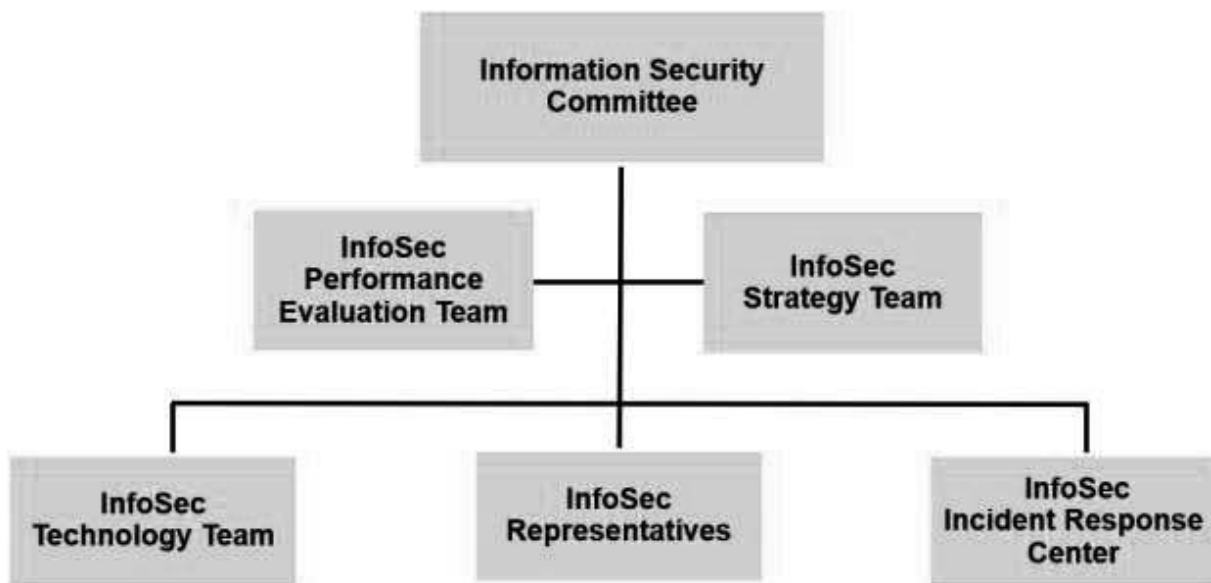
5.7 Cyber Security Management

5.7.1 Describe the cyber security risk management framework, cyber security policies, concrete management programs, and investments in resources for cyber security management

A. Cyber Security Risk Management Framework

To continuously strengthen information security governance, the Company established the “Information Security Committee” in April 2013, responsible for formulating information security management policies and related regulations. In 2022, the Company adopted the ISO 27001 information security management system and expanded the information security promotion organization. The President serves as the chairman of the new "Information Security Committee", while the Top-level Executives serve as committee members, jointly promoting and supervising the planning and implementation of information security strategy.

The “Information Security Committee” holds meetings on a quarterly basis to review the operation of information security management system and reports the progress of annual information security program to the Chairman. In addition, the Audit Office conducts annual audits of information security management operations and reports the audit results to the Board of Directors.



Information Security Promotion Organization

B. Cyber Security Policies

Based on the PDCA (Plan-Do-Check-Action) cycle of ISO 27001 and the principles of gradual and continuous improvement, the Company ensures the effectiveness and sustainability of our business information operations, maintains the confidentiality, integrity, and availability of information assets, as well as legal compliance with all information security regulations.

C. Concrete Management Programs

The Company has proposed specific information security strategies from four perspectives:

(1) Promote information security policies: The “Information Security Committee” supervises

the planning and implementation of security strategies to ensure the effective promotion and implementation of the information security policies.

- (2) Strengthen the maturity of information security governance: the Company has introduced the world-class standards of information security management system since 2022, and obtained the ISO 27001 certification in April 2023.
- (3) Strengthen technical defense capabilities: In reference to the five major core functions of the Cyber Security Framework (CSF) proposed by the US National Institute of Standards and Technology (NIST) – namely, Identify, Protect, Detect, Respond, and Recover, and by integrating the requirements of ISO 27001, we comprehensively review and enhance our information security defense capabilities.
- (4) Enhance personnel’s information security awareness: the Company holds "Information Security Policy and Information Security Awareness" education and training courses for all employees every year. We also pay close attention to the latest information security intelligence from the government and the industry.

D. Investments In Resources For Cyber Security Management

The Company has been actively investing in enterprise information security. In 2022, we allocated a lot of resources for planning, monitoring, and implementation of information security systems. The measures and achievements we have completed are as follows:

- (1) Build a project team to implement the ISO 27001 information security management system. We also propose specific measures in accordance with the "Cyber Security Guidelines for TWSE/TPEX-Listed Companies" issued by the competent authority.
- (2) Regularly hold information security strategy planning and execution meetings every month and "Information Security Committee" meetings every quarter.
- (3) Strengthen the awareness of information security protection among colleagues. New employees and all employees receive annual information security education and policy dissemination.
- (4) Reinforce the access control of information and communication systems and related facilities, conduct account and permission inventory operations, adopt the principle of minimum access rights, review privileged accounts, strengthen password management mechanisms, etc.
- (5) Strengthen the protection and monitoring of the Company’s local area network and equipment, restrict access between different local network areas to reduce the malware lateral movement risks, and reinforce audits on server activities to strengthen continuous diagnosis and protection, etc.
- (6) Strengthen the security of software and operating systems, formulate information security protection and control measures for application system development and maintenance, perform system patch updates in a timely manner, regularly conduct system vulnerability scanning, and perform source code scanning and security testing before systems go online, etc.

5.7.2 List any losses suffered by the Company in the previous year to the date this report was printed due to significant cyber security incidents, the possible impacts therefrom, and measures being or to be taken. If a reasonable estimate cannot be made, an explanation of the facts of why it cannot be made shall be provided: None.

5.8 Major Contract

| Contract | Contracting Party | Term of Agreement | Major Contents | Limitation |
|-------------------|---------------------------|-------------------|------------------------------|---|
| License Agreement | GLOBALFOUNDRIES Singapore | 11/25/2002~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | Renesas Technology | 04/01/2003~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | TSMC | 09/03/2003~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | GLOBALFOUNDRIES Singapore | 01/01/2004~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | Alpha Microelectronics | 05/01/2004~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | Vanguard | 01/04/2005~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | Ricoh | 04/01/2005~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | Powerchip | 04/06/2005~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | Toshiba | 10/31/2005~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | Silterra | 04/07/2006~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | MagnaChip | 09/28/2007~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | Fujitsu Microelectronics | 12/19/2007~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | Dongbu HiTek | 06/24/2008~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | UMC | 05/23/2008~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |

| Contract | Contracting Party | Term of Agreement | Major Contents | Limitation |
|-------------------|------------------------|-------------------|------------------------------|---|
| License Agreement | Mitsumi Electronic | 04/01/2009~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | Mitsumi Electronic | 07/07/2009~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | TI | 02/01/2010~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | HLMC | 08/10/2011~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | GSMC | 09/28/2011~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | Mitsubishi Electric | 03/29/2012~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | TSMC | 06/01/2012~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | Vanguard | 01/01/2012~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | MagnaChip | 10/12/2012~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | NXP Semiconductors | 11/01/2012~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | UMC | 03/01/2013~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | TSMC | 03/04/2014~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | SK hynix | 03/18/2014~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | Powerchip | 09/01/2014~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | Vanguard | 08/31/2015~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | GLOBALFOUNDRIES U.S.A. | 09/07/2015~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |

| Contract | Contracting Party | Term of Agreement | Major Contents | Limitation |
|-----------------------|---------------------------------|-------------------|------------------------------|---|
| License Agreement | CSMC | 09/11/2015~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | SMIC | 01/01/2016~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | PSMC | 05/06/2016~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | Dongbu HiTek | 05/18/2016~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | Vanguard | 07/01/2016~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | Japan Semiconductor Corporation | 05/09/2017~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | SHARP | 07/20/2017~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | GLOBALFOUNDRIES Singapore | 07/23/2017~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| Development Agreement | HFC | 10/10/2017~ | Development Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | HeJian Technology | 12/05/2017~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | Winbond | 02/21/2018~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | HHGrace | 04/25/2018~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | CanSemi | 07/24/2019~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | CanSemi | 10/21/2019~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | SK Hynix Wuxi | 07/23/2020~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | Key Foundry | 11/01/2020~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |

| Contract | Contracting Party | Term of Agreement | Major Contents | Limitation |
|-------------------|---------------------|-------------------|------------------------------|---|
| License Agreement | SMIC-Tianjin | 03/22/2021~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | HLMC | 05/20/2021~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | HHGrace | 07/19/2021~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | XMC | 07/20/2021~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | HLIC | 10/01/2021~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | GTA Semiconductor | 10/01/2021~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | Renesas Electronics | 12/15/2021~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | UMC | 12/15/2021~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | VIS-SG | 01/01/2022~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | USJC | 02/10/2022~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | PSMC | 03/07/2022~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | HHGrace | 03/11/2022~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | UMC | 10/01/2022~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |
| License Agreement | VIS | 11/04/2022~ | Technology License Agreement | Comply with the obligations for confidential information and intellectual property rights |

VI. Financial Information

6.1 Five-Year Financial Summary

6.1.1 Consolidated Financial Summary

A. Consolidated Balance Sheet

Unit: NT\$ thousands

| Item | Year | Financial Summary for The Last Five Years (Note1) | | | | | 2023(As of March 31) |
|---|---------------------|---|-----------|-----------|-----------|-----------|----------------------|
| | | 2018 | 2019 | 2020 | 2021 | 2022 | (Note 1) |
| Current Assets | | 1,483,605 | 1,416,756 | 1,898,915 | 2,621,819 | 3,333,909 | 3,639,234 |
| Property, Plant and Equipment | | 491,533 | 477,171 | 467,393 | 460,310 | 460,797 | 456,434 |
| Intangible Assets | | 67,162 | 73,805 | 76,814 | 72,436 | 74,187 | 101,086 |
| Other Assets | | 61,877 | 65,595 | 34,450 | 32,743 | 29,218 | 27,769 |
| Total Assets | | 2,104,177 | 2,033,327 | 2,477,572 | 3,187,308 | 3,898,111 | 4,224,523 |
| Current Liabilities | Before Distribution | 349,772 | 305,153 | 448,093 | 639,785 | 786,828 | 792,862 |
| | After Distribution | 943,562 | 825,019 | 1,118,644 | 1,683,614 | (Note 2) | N/A |
| Non-current Liabilities | | 20,864 | 26,160 | 23,836 | 24,732 | 17,959 | 17,322 |
| Total Liabilities | Before Distribution | 370,636 | 331,313 | 471,929 | 664,517 | 804,787 | 810,184 |
| | After Distribution | 964,426 | 851,179 | 1,142,480 | 1,708,346 | (Note 2) | N/A |
| Equity Attributable to Shareholders of the Parent | | 1,733,541 | 1,702,014 | 1,996,271 | 2,475,376 | 3,060,204 | 3,374,776 |
| Capital Stock | | 757,908 | 758,336 | 760,592 | 761,235 | 761,845 | 761,885 |
| Capital Surplus | Before Distribution | 416,537 | 404,446 | 391,907 | 303,181 | 210,522 | 211,939 |
| | After Distribution | 379,425 | 293,046 | 280,148 | 191,342 | (Note 2) | N/A |
| Retained Earnings | Before Distribution | 1,025,266 | 1,009,056 | 1,308,111 | 1,846,184 | 2,497,055 | 2,810,145 |
| | After Distribution | 468,588 | 600,590 | 749,319 | 914,194 | (Note 2) | N/A |
| Other Equity | | (61,932) | (65,586) | (60,101) | (30,986) | (4,980) | (4,955) |
| Treasury Stock | | (404,238) | (404,238) | (404,238) | (404,238) | (404,238) | (404,238) |
| Non-controlling Interest | | 0 | 0 | 9,372 | 47,415 | 33,120 | 39,563 |
| Total Equity | Before Distribution | 1,733,541 | 1,702,014 | 2,005,643 | 2,522,791 | 3,093,324 | 3,414,339 |
| | After Distribution | 1,139,751 | 1,182,148 | 1,335,092 | 1,478,962 | (Note 2) | N/A |

Note 1 : The financial information for year 2018 to 2021 was audited by the CPAs, and the financial information for the first quarter of 2023 was reviewed by the CPAs.

Note 2 : 2022 dividend distribution is pending for shareholders' approval at the Shareholders' Meeting.

B. Consolidated Statement of Comprehensive Income

Unit: NT\$ thousands (Except EPS: NT\$)

| Item \ Year | Financial Summary for The Last Five Years (Note) | | | | | 2023 (As of March 31) (Note) |
|---|--|-----------|-----------|-----------|-----------|-----------------------------------|
| | 2018 | 2019 | 2020 | 2021 | 2022 | |
| Operating Revenue | 1,476,516 | 1,410,085 | 1,776,653 | 2,363,824 | 3,216,711 | 667,751 |
| Gross Profit | 1,476,516 | 1,410,085 | 1,776,653 | 2,363,824 | 3,216,711 | 667,751 |
| Income from Operations | 672,735 | 621,323 | 822,586 | 1,268,812 | 1,853,418 | 367,094 |
| Non-operating Income and Expenses | 26,096 | 11,861 | 8,209 | 14,286 | 55,506 | 4,436 |
| Income before Tax | 698,831 | 633,184 | 830,795 | 1,283,098 | 1,908,924 | 371,530 |
| Income from Continuing Operations | 613,106 | 542,072 | 706,845 | 1,093,654 | 1,604,141 | 307,558 |
| Loss of Discontinued Operations | 0 | 0 | 0 | 0 | 0 | 0 |
| Net Income (Loss) | 613,106 | 542,072 | 706,845 | 1,093,654 | 1,604,141 | 307,558 |
| Other Comprehensive Income (Income after Tax) | (590) | (5,258) | 5,004 | 24,812 | (2,973) | 51 |
| Total Comprehensive Income | 612,516 | 536,814 | 711,849 | 1,118,466 | 1,601,168 | 307,609 |
| Net Income Attributable to Shareholders of the Parent | 613,106 | 542,072 | 707,999 | 1,101,157 | 1,611,909 | 313,090 |
| Net Income Attributable to Non-controlling Interest | 0 | 0 | (1,154) | (7,503) | (7,768) | (5,532) |
| Comprehensive Income Attributable to Shareholders of the Parent | 612,516 | 536,814 | 713,006 | 1,125,980 | 1,608,867 | 313,115 |
| Comprehensive Income Attributable to Non-controlling Interest | 0 | 0 | (1,157) | (7,514) | (7,699) | (5,506) |
| Earnings Per Share | 8.13 | 7.30 | 9.52 | 14.78 | 21.61 | 4.20 |

Note : The financial information for year 2018 to 2022 was audited by the CPAs, and the financial information for the first quarter of 2023 was reviewed by the CPAs.

6.1.2 Parent Company Financial Summary

A. Parent Company Balance Sheet

Unit: NT\$ thousands

| Item | | Financial Summary for The Last Five Years (Note1) | | | | |
|---|---------------------|---|-----------|-----------|-----------|-----------|
| | | 2018 | 2019 | 2020 | 2021 | 2022 |
| Current Assets | | 1,483,605 | 1,388,394 | 1,796,991 | 2,539,933 | 3,192,646 |
| Property, Plant and Equipment | | 491,533 | 475,318 | 465,056 | 458,656 | 458,760 |
| Intangible Assets | | 67,162 | 73,584 | 74,477 | 67,213 | 66,254 |
| Other Assets | | 61,877 | 93,234 | 127,124 | 67,679 | 134,400 |
| Total Assets | | 2,104,177 | 2,030,530 | 2,463,648 | 3,133,481 | 3,852,060 |
| Current Liabilities | Before Distribution | 349,772 | 302,356 | 443,541 | 633,373 | 773,897 |
| | After Distribution | 943,562 | 822,222 | 1,114,092 | 1,677,202 | (Note 2) |
| Non-current Liabilities | | 20,864 | 26,160 | 23,836 | 24,732 | 17,959 |
| Total Liabilities | Before Distribution | 370,636 | 328,516 | 467,377 | 658,105 | 791,856 |
| | After Distribution | 964,426 | 848,382 | 1,137,928 | 1,701,934 | (Note 2) |
| Equity Attributable to Shareholders of the Parent | | 1,733,541 | 1,702,014 | 1,996,271 | 2,475,376 | 3,060,204 |
| Capital Stock | | 757,908 | 758,336 | 760,592 | 761,235 | 761,845 |
| Capital Surplus | Before Distribution | 416,537 | 404,446 | 391,907 | 303,181 | 210,522 |
| | After Distribution | 379,425 | 293,046 | 280,148 | 191,342 | (Note 2) |
| Retained Earnings | Before Distribution | 1,025,266 | 1,009,056 | 1,308,111 | 1,846,184 | 2,497,055 |
| | After Distribution | 468,588 | 600,590 | 749,319 | 914,194 | (Note 2) |
| Other Equity | | (61,932) | (65,586) | (60,101) | (30,986) | (4,980) |
| Treasury Stock | | (404,238) | (404,238) | (404,238) | (404,238) | (404,238) |
| Non-controlling Interest | | 0 | 0 | 0 | 0 | 0 |
| Total Equity | Before Distribution | 1,733,541 | 1,702,014 | 1,996,271 | 2,475,376 | 3,060,204 |
| | After Distribution | 1,139,751 | 1,182,148 | 1,325,720 | 1,431,547 | (Note 2) |

Note 1 : The financial information for year 2018 to 2022 was audited by the CPAs.

Note 2 : 2022 dividend distribution is pending for shareholders' approval at the Shareholders' Meeting.

B. Parent Company Statement of Comprehensive Income

Unit: NT\$ thousands (Except EPS: NT\$)

| Item \ Year | Financial Summary for The Last Five Years (Note) | | | | |
|---|--|-----------|-----------|-----------|-----------|
| | 2018 | 2019 | 2020 | 2021 | 2022 |
| Operating Revenue | 1,476,516 | 1,409,329 | 1,771,831 | 2,349,722 | 3,109,833 |
| Gross Profit | 1,476,516 | 1,409,329 | 1,771,831 | 2,349,772 | 3,109,833 |
| Income from Operations | 672,735 | 643,842 | 881,816 | 1,333,761 | 1,883,867 |
| Non-operating Income and Expenses | 26,096 | (10,658) | (49,867) | (43,361) | 32,511 |
| Income before Tax | 698,831 | 633,184 | 831,949 | 1,290,400 | 1,916,378 |
| Income from Continuing Operations | 613,106 | 542,072 | 707,999 | 1,101,157 | 1,611,909 |
| Loss of Discontinued Operations | 0 | 0 | 0 | 0 | 0 |
| Net Income (Loss) | 613,106 | 542,072 | 707,999 | 1,101,157 | 1,611,909 |
| Other Comprehensive Income (Income after Tax) | (590) | (5,258) | 5,007 | 24,823 | (3,042) |
| Total Comprehensive Income | 612,516 | 536,814 | 713,006 | 1,125,980 | 1,608,867 |
| Net Income Attributable to Shareholders of the Parent | 613,106 | 542,072 | 707,999 | 1,101,157 | 1,611,909 |
| Net Income Attributable to Non-controlling Interest | 0 | 0 | 0 | 0 | 0 |
| Comprehensive Income Attributable to Shareholders of the Parent | 612,516 | 536,814 | 713,006 | 1,125,980 | 1,608,867 |
| Comprehensive Income Attributable to Non-controlling Interest | 0 | 0 | 0 | 0 | 0 |
| Earnings Per Share | 8.13 | 7.30 | 9.52 | 14.78 | 21.61 |

Note : The financial information for year 2018 to 2022 was audited by the CPAs.

6.1.3 Auditors' Opinions from 2018 to 2022

| Year | Accounting Firm | CPA | Audit Opinion |
|------|-------------------|---------------------------|-----------------------|
| 2018 | Deloitte & Touche | Yih-Shin Kao, Su-Li Fang | An Unmodified Opinion |
| 2019 | Deloitte & Touche | Yu-Feng Huang, Su-Li Fang | An Unmodified Opinion |
| 2020 | Deloitte & Touche | Yu-Feng Huang, Su-Li Fang | An Unmodified Opinion |
| 2021 | Deloitte & Touche | Yu-Feng Huang, Su-Li Fang | An Unmodified Opinion |
| 2022 | Deloitte & Touche | Yu-Feng Huang, Su-Li Fang | An Unmodified Opinion |

6.2 Five-Year Financial Analysis

6.2.1 Consolidated Financial Analysis

| Item | | Year | | | | | 2023 (As of March 31) (Note 1) |
|-----------------------|---|---|----------|----------|-----------|-----------|-----------------------------------|
| | | Financial Analysis for the Last Five Years (Note 1) | | | | | |
| | | 2018 | 2019 | 2020 | 2021 | 2022 | |
| Financial Structure | Debt Ratio (%) | 17.61 | 16.29 | 19.05 | 20.85 | 20.65 | 19.18 |
| | Ratio of Debt to Equity (%) | 21.38 | 19.47 | 23.64 | 26.85 | 26.30 | 24.01 |
| | Ratio of Long-term Capital to Property, Plant and Equipment (%) | 356.93 | 362.17 | 434.21 | 553.44 | 675.20 | 751.84 |
| Solvency | Current Ratio (%) | 424.16 | 464.28 | 423.78 | 409.80 | 423.72 | 459.00 |
| | Quick Ratio (%) | 417.51 | 455.73 | 417.67 | 404.11 | 420.51 | 456.27 |
| | Times Interest Earned (Times) | (Note 2) | 3,538.34 | 5,036.12 | 11,772.54 | 13,257.42 | 14,290.62 |
| Operating Performance | Accounts Receivable Turnover (Times) | 11.67 | 9.33 | 13.49 | 20.25 | 18.56 | 12.60 |
| | Average Collection Period | 31 | 39 | 27 | 18 | 20 | 29 |
| | Inventory Turnover (Times) | (Note 2) | (Note 2) | (Note 2) | (Note 2) | (Note 2) | (Note 2) |
| | Accounts Payable Turnover (Times) | (Note 2) | (Note 2) | (Note 2) | (Note 2) | (Note 2) | (Note 2) |
| | Average Days in Sales | (Note 2) | (Note 2) | (Note 2) | (Note 2) | (Note 2) | (Note 2) |
| | Property, Plant and Equipment Turnover (Times) | 2.96 | 2.91 | 3.76 | 5.10 | 6.98 | 5.82 |
| | Total Assets Turnover (Times) | 0.66 | 0.68 | 0.79 | 0.83 | 0.91 | 0.66 |
| Profitability | Return on Total Assets (%) | 27.22 | 26.21 | 31.35 | 38.61 | 45.28 | 30.29 |
| | Return on Stockholders' Equity (%) | 32.28 | 31.56 | 38.29 | 49.25 | 58.24 | 38.92 |
| | Pre-tax Income to Paid-in Capital (%) | 92.21 | 83.50 | 109.23 | 168.55 | 250.57 | 195.06 |
| | Profit Ratio (%) | 41.52 | 38.44 | 39.79 | 46.27 | 49.87 | 46.06 |
| | Earnings Per Share (NT\$) | 8.13 | 7.30 | 9.52 | 14.78 | 21.61 | 4.20 |
| Cash Flow | Cash Flow Ratio (%) | 181.67 | 194.17 | 206.17 | 210.61 | 213.76 | 205.56 |
| | Cash Flow Adequacy Ratio (%) | 114.25 | 106.15 | 117.12 | 134.79 | 142.40 | 191.41 |
| | Cash Reinvestment Ratio (%) | 3.56 | (0.07) | 18.34 | 24.91 | 19.45 | 45.32 |
| Leverage | Operating Leverage | 1.95 | 2.00 | 1.94 | 1.71 | 1.62 | 1.70 |
| | Financial Leverage | 1.00 | 1.00 | 1.00 | 1.00 | 1.00 | 1.00 |

Analysis of financial ratio differences for the last two years. (Not required if the difference does not exceed 20%)

1. The increase in ratio of long-term capital to property, plant and equipment was mainly due to the increase in profit in 2022, which resulted in the increase in total equity.
2. The increase in property, plant and equipment turnover was mainly due to the growth in revenue in 2022.
3. The increase in pre-tax income to paid-in capital and earnings per share were mainly due to the increase in profit in 2022.
4. The decrease in cash reinvestment ratio was mainly due to the increase in cash dividends paid in 2022.

Note 1 : The financial information for year 2018 to 2022 was audited by the CPAs, and the financial information for the first quarter of 2023 was reviewed by the CPAs.

Note 2 : eMemory did not have interest expense or inventory for the year. Therefore, eMemory did not apply times interest earned, inventory turnover, accounts payable turnover and average days in sales.

6.2.2 Parent Company Financial Analysis

| Item | | Year | Financial Analysis for the Last Five Years (Note 1) | | | | |
|--|---|------------|---|------------|------------|------------|--|
| | | 2018 | 2019 | 2020 | 2021 | 2022 | |
| Financial Structure | Debt Ratio (%) | 17.61 | 16.18 | 18.97 | 21.00 | 20.56 | |
| | Ratio of Debt to Equity (%) | 21.38 | 19.30 | 23.41 | 26.59 | 25.88 | |
| | Ratio of Long-term Capital to Property, Plant and Equipment (%) | 356.93 | 363.58 | 434.38 | 545.09 | 670.97 | |
| Solvency | Current Ratio (%) | 424.16 | 459.19 | 405.15 | 401.02 | 412.54 | |
| | Quick Ratio (%) | 417.51 | 450.64 | 399.38 | 395.18 | 406.74 | |
| | Times Interest Earned (Times) | (Note 2) | 3,538.34 | 7,496.04 | 11,839.53 | 13,309.18 | |
| Operating Performance | Accounts Receivable Turnover (Times) | 11.67 | 9.30 | 13.42 | 20.30 | 19.79 | |
| | Average Collection Period | 31 | 39 | 27 | 18 | 18 | |
| | Inventory Turnover (Times) | (Note 2) | (Note 2) | (Note 2) | (Note 2) | (Note 2) | |
| | Accounts Payable Turnover (Times) | (Note 2) | (Note 2) | (Note 2) | (Note 2) | (Note 2) | |
| | Average Days in Sales | (Note 2) | (Note 2) | (Note 2) | (Note 2) | (Note 2) | |
| | Property, Plant and Equipment Turnover (Times) | 2.96 | 2.92 | 3.77 | 5.09 | 6.78 | |
| | Total Assets Turnover (Times) | 0.66 | 0.68 | 0.79 | 0.84 | 0.89 | |
| Profitability | Return on Total Assets (%) | 27.22 | 26.23 | 31.51 | 39.35 | 46.15 | |
| | Return on Stockholders' Equity (%) | 32.28 | 31.56 | 38.29 | 49.25 | 58.24 | |
| | Pre-tax Income to Paid-in Capital (%) | 92.21 | 83.50 | 109.38 | 169.51 | 251.54 | |
| | Profit Ratio (%) | 41.52 | 38.46 | 39.96 | 46.86 | 51.83 | |
| | Earnings Per Share (NT\$) | 8.13 | 7.30 | 9.52 | 14.78 | 21.61 | |
| Cash Flow | Cash Flow Ratio (%) | 181.67 | 202.23 | 221.82 | 223.01 | 223.14 | |
| | Cash Flow Adequacy Ratio (%) | 114.73 | 105.37 | 114.41 | 133.52 | 142.39 | |
| | Cash Reinvestment Ratio (%) | 3.56 | 0.94 | 21.16 | 27.80 | 21.05 | |
| Leverage | Operating Leverage | 1.95 | 1.94 | 1.82 | 1.63 | 1.54 | |
| | Financial Leverage | 1.00 | 1.00 | 1.00 | 1.00 | 1.00 | |
| Analysis of financial ratio differences for the last two years. (Not required if the difference does not exceed 20%) | | | | | | | |
| 1. The increase in ratio of long-term capital to property, plant and equipment was mainly due to the increase in profit in 2022, which resulted in the increase in total equity. | | | | | | | |
| 2. The increase in property, plant and equipment turnover was mainly due to the growth in revenue in 2022. | | | | | | | |
| 3. The increase in pre-tax income to paid-in capital and earnings per share were mainly due to the increase in profit in 2022. | | | | | | | |
| 4. The decrease in cash reinvestment ratio was mainly due to the increase in cash dividends paid in 2022. | | | | | | | |

Note 1 : The financial information for year 2018 to 2022 was audited by the CPAs.

Note 2 : eMemory did not have interest expense or inventory for the year. Therefore, eMemory did not apply times interest earned, inventory turnover, accounts payable turnover and average days in sales.

* Glossary

1. Financial Structure

(1) Debt Ratio = Total Liabilities / Total Assets

(2) Ratio of Debt to Equity = Total Liabilities / (Total Equity- Non-controlling Interests)

(3) Ratio of Long-term Capital to Property, Plant and Equipment = (Shareholders' Equity + Non-current Liabilities) / Net Property, Plant and Equipment

2. Solvency

(1) Current Ratio = Current Assets / Current Liabilities

(2) Quick Ratio = (Current Assets - Inventories - Prepaid Expenses) / Current Liabilities

(3) Times Interest Earned = Earnings before Interest and Taxes / Interest Expenses

3. Operating Performance

(1) Accounts Receivable Turnover = Operating Revenue / Average Accounts Receivables

(2) Average Collection Period = 365 / Accounts Receivable Turnover

(3) Inventory Turnover = Cost of Sales / Average Inventory

(4) Accounts Payable Turnover = Cost of Sales / Average Accounts Payables

(5) Average Days in Sales = 365 / Inventory Turnover

(6) Property, Plant and Equipment Turnover = Operating Revenue / Average Net Property, Plant and Equipment

(7) Total Assets Turnover = Operating Revenue / Average Total Assets

4. Profitability

(1) Return on Total Assets = (Net Income + Interest Expenses * (1 - Effective Tax Rate)) / Average Total Assets

(2) Return on Stockholders' Equity = Net Income Attributable to Shareholders of the Parent / Average Equity Attributable to Shareholders of the Parent

(3) Pre-tax Income to Paid-in Capital Ratio = Income before Tax / Paid-in Capital

(4) Profit Ratio = Net Income / Operating Revenue

(5) Earnings Per Share = (Net Income Attributable to Shareholders of the Parent - Preferred Stock Dividend) / Weighted Average Number of Shares Outstanding

5. Cash Flow

(1) Cash Flow Ratio = Net Cash Provided by Operating Activities / Current Liabilities

(2) Cash Flow Adequacy Ratio = Five-year Sum of Cash from Operations / Five-year Sum of Capital Expenditures, Inventory Additions, and Cash Dividend

(3) Cash Reinvestment Ratio = (Cash Provided by Operating Activities - Cash Dividends) / (Gross Property, Plant and Equipment + Long-term Investments + Other Non-current Assets + Working Capital)

6. Leverage

(1) Operating Leverage = (Operating Revenue - Variable Cost) / Income from Operations

(2) Financial Leverage = Income from Operations / (Income from Operations - Interest Expenses)

6.3 Audit Committee's Review Report

Audit Committee's Review Report

The Board of Directors has prepared the Company's 2022 business report, financial statements, and proposal for allocation of profits. The CPA firm of Deloitte & Touche was retained to audit eMemory's financial statements and has issued an audit report relating to the financial statements. The business report, financial statements, and profit allocation proposal have been reviewed by the Audit Committee and no irregularities were found. We hereby report as above according to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act.

To eMemory Technology Inc. 2023 General Shareholders' Meeting

eMemory Technology Inc.

Chairman of the Audit Committee: Ming-To Yu

February 22, 2023

- 6.4 Consolidated Financial Statements for the Years Ended December 31 2022 and 2021, and Independent Auditors' Report : Please refer to page 134~197 of this Annual Report.
- 6.5 Parent Company Only Financial Statements for the Years Ended December 31, 2022 and 2021 and Independent Auditors' Report : Please refer to page 198~253 of this Annual Report.
- 6.6 Disclosure of the Impact on Company's Financial Status Due to Financial Difficulties : None.
- 6.7 Certification Details of Employees who are Related to the Release of the Company's Financial Information Transparency

| Title | Name | Issuing Institution | Certification |
|----------------------------------|------------|--|--|
| Accounting and Financial Officer | Teresa Kuo | The Institute of Internal Auditors, ROC (Taiwan) | Qualified Internal Auditor (QIA) |
| | | The Institute of Internal Auditors, ROC (Taiwan) | Certified Internal Auditor (CIA) |
| Internal Auditing Officer | Grace Mai | The Institute of Internal Auditors, ROC (Taiwan) | Certified Internal Auditor (CIA) |
| | | Securities & Futures Institute | Basic Competence Exams for Enterprise Internal Control |
| | | Ministry of Economic Affairs | Intangible Asset Certified Valuation Analyst – Entry Level Certification |

VII. Financial Status, Financial Performance, and Risk Management

7.1 Financial Status

Unit: NT\$ thousands

| Item | Year | 2022 | 2021 | Difference | |
|---|------|-----------|-----------|------------|---------|
| | | | | Amount | % |
| Current Assets | | 3,333,909 | 2,621,819 | 712,090 | 27.16 |
| Property, Plant and Equipment | | 460,797 | 460,310 | 487 | 0.11 |
| Intangible Assets | | 74,187 | 72,436 | 1,751 | 2.42 |
| Other Assets | | 29,218 | 32,743 | (3,525) | (10.77) |
| Total Assets | | 3,898,111 | 3,187,308 | 710,803 | 22.30 |
| Current Liabilities | | 786,828 | 639,785 | 147,043 | 22.98 |
| Non-current Liabilities | | 17,959 | 24,732 | (6,773) | (27.39) |
| Total Liabilities | | 804,787 | 664,517 | 140,270 | 21.11 |
| Equity Attributable to Shareholders of the Parent | | 3,060,204 | 2,475,376 | 584,828 | 23.63 |
| Capital Stock | | 761,845 | 761,235 | 610 | 0.08 |
| Capital Surplus | | 210,522 | 303,181 | (92,659) | (30.56) |
| Retained Earnings | | 2,497,055 | 1,846,184 | 650,871 | 35.25 |
| Other Equity | | (4,980) | (30,986) | 26,006 | (83.93) |
| Treasury Stock | | (404,238) | (404,238) | 0 | 0.00 |
| Non-controlling Interest | | 33,120 | 47,415 | (14,295) | (30.15) |
| Total Equity | | 3,093,324 | 2,522,791 | 570,533 | 22.62 |
| Analysis of Deviation over 20% : | | | | | |
| 1. The increase in current assets, total assets, equity attributable to shareholders of the parent, retained earnings and total equity were mainly due to the increase in revenue and profit in 2022. | | | | | |
| 2. The increase in current liabilities and total liabilities were mainly due to the increase in profit in 2022, which resulted the increase in remuneration payable to employees and directors, and income tax liabilities. | | | | | |
| 3. The decrease in non-current liabilities was mainly due to the decrease in right-of-use assets, which resulted the decrease in lease liabilities. | | | | | |
| 4. The decrease in capital surplus was mainly due to cash derived from capital surplus. | | | | | |
| 5. The decrease in other equity was mainly due to the decrease in loss of investments in equity instruments at fair value through other comprehensive income. | | | | | |
| 6. The decrease in non-controlling interest was mainly due to the repurchase of shares by the subsidiary. | | | | | |

7.2 Financial Performance

Unit: NT\$ thousands (Except EPS: NT\$)

| Item \ Year | 2022 | 2021 | Difference | % |
|--|-----------|-----------|------------|----------|
| Operating Revenue | 3,216,711 | 2,363,824 | 852,887 | 36.08 |
| Gross Profit | 3,216,711 | 2,363,824 | 852,887 | 36.08 |
| Income from Operations | 1,853,418 | 1,268,812 | 584,606 | 46.08 |
| Non-operating Income and Expenses | 55,506 | 14,286 | 41,220 | 288.53 |
| Income before Tax | 1,908,924 | 1,283,098 | 625,826 | 48.77 |
| Income from Continuing Operations | 1,604,141 | 1,093,654 | 510,487 | 46.68 |
| Loss of Discontinued Operations | 0 | 0 | 0 | 0 |
| Net Income (Loss) | 1,604,141 | 1,093,654 | 510,487 | 46.68 |
| Other Comprehensive Income (Income after Tax) | (2,973) | 24,812 | (27,785) | (111.98) |
| Total Comprehensive Income | 1,601,168 | 1,118,466 | 482,702 | 43.16 |
| Net Income Attributable to Shareholders of the Parent | 1,611,909 | 1,101,157 | 510,752 | 46.38 |
| Net Income Attributable to Non-controlling Interest | (7,768) | (7,503) | (265) | 3.53 |
| Comprehensive Income Attributable to Shareholders of the Parent | 1,608,867 | 1,125,980 | 482,887 | 42.89 |
| Comprehensive Income Attributable to Non-controlling Interest | (7,699) | (7,514) | (185) | 2.46 |
| Earnings Per Share | 21.61 | 14.78 | 6.83 | 46.21 |
| Analysis of Deviation over 20% : | | | | |
| 1. The increase in operating revenue, gross profit, income from operations, income before tax, income from continuing operations, net income, total comprehensive income, net income attributable to shareholders of the parent, comprehensive income attributable to shareholders of the parent, and earnings per share were mainly due to the growth in royalty and licensing in 2022. | | | | |
| 2. The increase in non-operating income was mainly due to the increase in foreign exchange gain caused by the depreciation of the Taiwan dollar in 2022. | | | | |
| 3. The increase in other comprehensive loss (income after tax) in the current period was mainly due to the increase in the recognition of unrealized loss on investments in equity instruments at fair value through other comprehensive loss in 2022. | | | | |

7.3 Cash Flow

7.3.1 Cash Flow Analysis for 2022

Unit: NT\$ thousands

| Cash and Cash Equivalents, Beginning of Year (1) | Net Cash Generated from Operating Activities (2) | Net Cash Used in Investing Activities and Financing Activities (3) | Effects of Exchange Rate Changes on the Balance of Cash Held in Foreign Currencies (4) | Cash Surplus (Deficit) (1)+(2)-(3)+(4) | Leverage of Cash Deficit | |
|--|--|--|--|--|--------------------------|-----------------|
| | | | | | Investment Plans | Financing Plans |
| \$2,482,765 | \$1,681,896 | \$1,119,757 | \$21,364 | \$3,066,268 | 0 | 0 |

A. Analysis of Cash Flow

- (1) Operating Activities : Net cash generated from operating activities was mainly from net income.
- (2) Investing Activities : Net cash used in investing activities was primarily for capital expenditures.
- (3) Financing Activities : Net cash used in financing activities was mainly for payment of cash dividends.

B. Remedial Actions for Liquidity Shortfall : Not applicable.

7.3.2 Cash Flow Projection for 2023

Unit: NT\$ thousands

| Cash and Cash Equivalents, Beginning of Year (1) | Net Cash Generated from Operating Activities (2) | Net Cash Used in Investing Activities and Financing Activities (3) | Effects of Exchange Rate Changes on the Balance of Cash Held in Foreign Currencies (4) | Cash Surplus (Deficit) (1)+(2)-(3)+(4) | Leverage of Cash Deficit | |
|--|--|--|--|--|--------------------------|------------------|
| | | | | | Investment Plans | Investment Plans |
| \$3,066,268 | \$1,923,334 | \$1,652,480 | \$0 | \$3,337,122 | 0 | 0 |

A. Analysis of Cash Flow

- (1) Operating Activities : Net cash generated from operating activities was mainly from net income.
- (2) Investing Activities : Net cash used in investing activities was primarily for capital expenditures.
- (3) Financing Activities : Net cash used in financing activities was mainly for payment of cash dividends.

B. Remedial Actions for Liquidity Shortfall : Not applicable.

7.4 Major Capital Expenditure Items

7.4.1 Major Capital Expenditure Items and Source of Capital : None.

7.4.2 Expected Benefits : Not applicable.

7.5 Investment Policy in the Last Year, Main Causes for Profits or Losses, Improvement Plans and Investment Plans for the Coming Year

The objectives of the Company's investment policy are for stable gains and the cultivation of business relation with the investees. In 2022, the investment accounted for under the equity method caused loss amounted to NT\$2,080 thousand. Compared with the preceding year, these losses decreased significantly. This was as a result of continued product expansion effectiveness in the invested company, and of increased market demand. In the future, the Company will seek long-term strategic investment and continue taking caution in the evaluation and management of all investment planning.

7.6 Analysis of Risk Management

7.6.1 Effects of Changes in Interest Rates, Foreign Exchange Rates and Inflation on Corporate Finance, and Future Response Measures

- A. Interest rate: The interest income of the Company for 2022 was in the amount of NT\$15,416 thousand, and the interest expense was in the amount of NT\$144 thousand; both of which accounted for a rather low percentage of operating revenue as well as profit and loss for the year respectively. It is expected that changes in the interest rate in the future will not have a significant effect on the overall operations as well as profit and loss of the Company.
- B. Foreign exchange volatility: The majority of the sales of the Company are denominated in USD and JPY and some of the purchases were denominated in USD. Any changes in the exchange rate will affect the accounts receivable and payable denominated in foreign currencies and the profit position of the Company. For hedging off risks deriving from exchange rate fluctuation, the Company has appointed designated personnel to keep track of the changes in exchange rate, as well as keeping close liaison with associated banks to gather exchange rate forecast to understand banks' exchange rate trend and information, and reduce the adverse impact of exchange rate changes on the Company's profit and loss.
- C. Inflation: Inflation has never caused any significant impact on the Company's income. The Company's management is highly sensitive to the market trend. If there is an anticipation of inflation that increase the purchase cost, the Company will seek to reorient its business policy, including the adjustment of the price of sales. As such to keep inflation risk is kept under control.

7.6.2 Policies, Main Causes of Gain or Loss and Future Response Measures with Respect to High-risk, High-leveraged Investments, Lending or Endorsement Guarantees, and Derivatives Transactions

In 2022 and 2023 to April 11, the Company did not engage in any high-risk, high-leveraged investments, lending or endorsement guarantees, and derivative transactions.

7.6.3 Research & Development Plans and Expense Projection

The Company keeps its effort in eNVM development in line with the future trend in the industry and expedite new SIP development in advanced process nodes to increase Company's competitiveness.

| Plans in Recent Years | Progress and Schedule of Completion | R&D Expenditure | Major Factors Affecting Project Success |
|---|--|-----------------|---|
| NeoBit development in 0.15um BCD process for automotive IP specifications | Expect to complete IP characterization in 2023 and complete qualification in 2024. | USD 150K | IP design needs to fulfill automotive specification |
| NeoBit development in 0.11um 7V based high-voltage process for automotive IP specifications | Expect to complete IP qualification in 2023. | USD 150K | IP design needs to fulfill automotive specification |
| NeoBit developments in 0.11um BCD process from multiple foundries to fulfill high demand of PMIC applications | Expect to complete IP characterization and qualification in 2023. | USD 200K | IP Quality and yield stability |
| NeoFuse development in 4nm FinFET process for the mobile applications | Expect to complete IP characterization and qualification in 2023. | USD 900K | IP Quality and yield stability |
| NeoFuse development in 5nm automotive FinFET process for the automotive IP specifications | Expect to complete IP characterization and qualification in 2024. | USD 900K | IP Quality, yield stability & IP design needs to fulfill automotive specification |
| NeoFuse development in 12/14nm FinFET process for the IoT applications | Expect to complete IP characterization and qualification in 2024. | USD 350K | IP design needs to fulfill IoT specification |
| NeoFuse development in 14nm FinFET process for automotive specifications | Expect to complete qualification in 2024. | USD 350K | IP design needs to fulfill automotive specification |
| NeoFuse development in the 22nm HV process (0.8/8V) for OLED display driver ICs | Expect to complete IP characterization and qualification in 2023. | USD 250K | IP Quality and yield stability |
| NeoFuse development in leading-edge 1X DRAM process | Expect to complete IP qualification and release to customer for risk run in 2023. | USD 300K | programming performance of Memory cell and yield of the IP |

| Plans in Recent Years | Progress and Schedule of Completion | R&D Expenditure | Major Factors Affecting Project Success |
|--|---|-----------------|--|
| NeoFuse development in 22nm BCD process for advanced PMIC applications | Expect to complete IP characterization and qualification in 2024. | USD 250K | IP Quality and yield stability |
| PUFcc security module development based on NeoPUF technology | Expect to complete IP design signoff of 40nm product in 2023. | USD 150K | Design to meet security guideline |
| PUFrt security module development based on NeoPUF technology | Expect to complete IP design signoff of 5nm products in 2023. | USD 250K | Design to meet security guideline |
| EcoBit development in 0.153um process | Qualification will be completed in 2023. | USD 200K | Quality and yield of the IP |
| NeoMTP development for DDR5 PMIC in 90nm BCD process | Qualification will be completed in 2023. | USD 300K | Circuit shrink capability |
| New FTP development in 0.13um BCD process | Qualification will be completed in 2023. | USD 200K | Memory cell's PGM current and Circuit shrink capability |
| NeoMTP development in 55nm BCD process | Qualification will be completed in 2023. | USD 350K | Memory cell's abnormal cell ratio and Data retention performance |
| NeoFlash development in 110nm BCD process | IP characterization will be completed in 2023. | USD 600K | Quality of the IP and Fab ONO process. |
| NeoFlash development in 80nm Automotive BCD process | IP characterization will be completed in 2024. | USD 600K | Quality of the IP and Fab ONO process. |
| NeoFlash development in 40nm LP process | complete IP design and tape-out in 2023Q2. | USD 600K | Quality of the IP and Fab ONO process. |
| ReRAM development in 22nm ULL process | IP has been qualified. Area optimization will be completed in 2023Q2. | USD 200K | Quality and yield of the IP |
| MRAM development in 22nm ULP | Optimizing process. IP characterization will be completed in 2023Q3. | USD 4M | MRAM cell performance and quality of the IP |

7.6.4 Effects of and Response to Changes in Policies and Regulations Relating to Corporate Finance and Sales

The Company runs its routine operation in compliance with applicable domestic and foreign laws, and monitors closely all domestic and foreign governmental policy and regulation changes that might impact the operation and financial operations. In 2022 and 2023 to April 11, there was no influence on the financial and operation performance of the Company due to changes of domestic and foreign governmental policy and regulation.

7.6.5 Effects of and Response to Changes in Technology and the Industry Relating to Corporate Finance and Sales

The Company has established protective measures for its network and computer-related information security. In addition, it is continuously reviewing and evaluating its information security regulations and procedures to ensure their appropriateness and effectiveness. In the face of ever-changing information security threats, cyber-attackers will attempt to infiltrate the Company's external website and mail servers to subsequently destroy or attempt to steal the Company's confidential information. In the event of a serious cyber-attack, important Company information may be lost, and external communications may be consequently suspended. Malicious hackers may also attempt to introduce computer viruses, malware, or ransomware into the Company's network system to interfere with the Company's operations, or extort or blackmail the Company. To prevent and reduce the damage caused by such attacks, the Company has strengthened its network firewall and network control to prevent the spread of computer viruses across regions, and established endpoint anti-virus measures according to the type of computers. It has also introduced solutions for detecting and handling malware.

For specific software and firmware whose vulnerabilities have been publicly disclosed, and where the vendors have yet to install patch updates or implement defenses against the vulnerabilities, hackers or criminal groups may have already developed zero-day vulnerability attacks or malicious programs to gain control of computer systems or spy on classified information. To prevent and reduce the damage caused by such attacks, the Company has introduced zero-day vulnerability defense software to provide appropriate protection before the vulnerabilities are patched to prevent hackers from exploiting the vulnerabilities.

The Company highly values the research and development ability enhancement. Through the strong bonding of strategic alliances with world-class foundries, the Company can keep abreast of the latest changes in the industry and access to market information ahead of the industry peers, for keeping the financial stability and flexibility. As such, the effect of technological change and industry change bring is positive effects to the Company.

7.6.6 The Impact of Changes in Corporate Image on Corporate Risk Management, and the Company's Response Measures

Professionalism and integrity are the fundamental principles of the Company. The Company highly values its corporate images and risk management. There is no foreseeable crisis currently. In the future, the Company will seek to optimize the shareholders' interest while realizing corporate social responsibility.

7.6.7 Expected Benefits from, Risks Relating to and Response to Merger and Acquisition Plans

None.

7.6.8 Expected Benefits from, Risks Relating to and Response to Factory Expansion Plans

None.

7.6.9 Risks Relating to and Response to Excessive Concentration of Purchasing Sources and Excessive Customer Concentration

Under the adjustment of business strategy from the second half of 2011 onward, the Company decided to focus on IP business and planned to gradually reduce the proportion of income from wafer business, and made no purchase of wafer since 2013 to the date this report was printed. The key customers of the Company are famous domestic and foreign foundries with stable streams of purchasing orders and consistent revenue contributions to the Company. The business relation between these foundries and the Company is positive and there is no risk deriving from overconcentration of selling.

7.6.10 Effects of, Risks Relating to and Response to Large Share Transfers or Changes in Shareholdings by Directors, Supervisors, or Shareholders with Shareholdings of over 10%

None.

7.6.11 Effects of, Risks Relating to and Response to the Changes in Management Rights

None.

7.6.12 Litigation or Non-litigation Matters

- A. Major ongoing lawsuits, non-lawsuits or administrative lawsuit: None.
- B. Major ongoing lawsuits, non-lawsuits or administrative lawsuits caused by directors, supervisors or shareholders with over 10% shareholdings: None.

7.6.13 Other Major Risks

A. Risk Management Policy

The Company's management pays utmost attention to risk management. The frequency of internal audit is arranged in line with the level of risk. The Chief Auditor also assists the Company to bolster all internal control for reducing risk to the minimum level and enhance shareholders' interest.

- B. To ensure the thorough implementation of sustainable strategy, the Company has its President convene Management Examination Meeting every six months to review the issues related to environment, society and corporate governance which are concerned by stakeholders; in consideration of the materiality principle, the company establishes risk assessment which is relevant to the business operation, and proposes related policies and measures. Please refer to page 129~131 of this Annual Report.

C. The Organization Structure for Risk Management

| Name of Organization | Scope of Authority and Responsibility |
|----------------------|---|
| Board of Directors | Map out the risk management policy, structure, and the culture; ensure the effectiveness of risk management mechanism and allocate resources. |

| Name of Organization | Scope of Authority and Responsibility |
|---|---|
| Audit Committee | Review the policy, structure and culture of risk management and propose suggestions to the Board of Directors; furthermore supervise on the effectiveness of the risk management mechanism and propose suggestions to the Board of Directors. |
| Senior Management (President, Vice Presidents) | Execution of the risk management decision of the Board, coordination of cross-function risk management interaction and communication, design and decision-making of business operation, assessment mid-term to long-term investment and return to reduce risks. |
| Audit Office | Conduct regular and irregular audits in accordance with the internal control and audit plan to ensure enforcement of risk control. Prepare audit reports based on the findings as reference for the Audit Committee, Board of Directors and the management for adjusting management policy and decision-making. |
| Management Review Meeting | Periodically perform comprehensive review on the quality/information security of the Company, the content to be reviewed shall include the feedback of stakeholder, to ensure its constant normal operation. |
| Information Security Committee | Resolve and adjudicate information security policies and issues, and provide resources to promote information security. |
| Sustainable Management Committee | Study, plan and formulate the vision, policies, and objectives for sustainable development; identify risks and opportunities in sustainable development related-issues, to determine response strategies and related investments; oversee planning and implementation of the sustainable development strategy; supervise disclosure of sustainable development performance and information. |
| Environmental Safety Functional Units | Risk Control of labor safety and provide related education, establishment and maintenance of environmental protection, labor safety, and health system. |
| The Manager of Each Functional Department | Execution of risk control in routine operation and self-assessment of risk control. |
| Administration Center | Management and maintenance of IT system, allocation of human resources, maintenance and management of quality management system, design and arrangement of administrative and general affairs, review and institution of legitimacy of intellectual property rights. |
| Finance Department | Bookkeeping and compilation of management statements as reference for the management in making and revising decisions, funds management, share registration and transfer, execution, preparation and analysis of the return of short to long-term investment. |

D. Risk Management Organization:

| Major Risk Assessment | Risk Management Authority (1 st Tier) | Risk Review and Control (2 nd Tier) | The Board, Audit Committee and Audit Office (3 rd Tier) |
|---|--|--|--|
| 1. Interest rate, exchange rate, and financial risk | Finance Department | President | 1. The Board: Decision of risk assessment and |

| Major Risk Assessment | Risk Management Authority (1 st Tier) | Risk Review and Control (2 nd Tier) | The Board, Audit Committee and Audit Office (3 rd Tier) |
|---|--|--|--|
| 2. High-risk, high-leveraged investments, lending or endorsement guarantees, derivative transactions, and financial investments | | | control. 2. Audit Committee: Review the risk assessment and propose suggestions to the Board. 3. Audit Office: Risk inspection, assessment, monitoring, and tracking of corrective actions and report. |
| 3. R&D plan 4. Changes in Technology and industry | R&D Units Sales & Marketing Units InfoSec Strategy Team InfoSec Technology Team | 1. Project Management (members: project manager, Sales & Marketing Units, R&D Units, Quality Management & Process Integration Department) 2. Senior Management Meeting (members: President, Officer of Administration Center, VP of Sales & Marketing Center, VP of R&D, Accounting and Financial Officer) 3. Information Security Committee (members: President, Officer of Administration Center, VP of Sales & Marketing Center, VP of R&D, Accounting and Financial Officer) 4. Sustainable Management Committee (members: President is convener; top-ranking managers are members; under the Committee, there are an executive secretary, investor relations section, and work groups) | |
| 5. Changes in policies and Regulations | President Legal Affairs Department | 1. Senior Management Meeting (members: President, Officer of | |

| Major Risk Assessment | Risk Management Authority (1 st Tier) | Risk Review and Control (2 nd Tier) | The Board, Audit Committee and Audit Office (3 rd Tier) |
|---|---|--|--|
| 6. Litigation or non-litigation matters | | Administration Center, VP of Sales & Marketing Center, VP of R&D, Accounting and Financial Officer) 2. Management Review Meeting (members: President, managers of each functional departments, Quality Management & Process Integration Department) | |
| 7. Corporate image / Sustainable Development | President Office Relevant functional departments | | |
| 8. Transfer of shares by Directors and major shareholders | Stock Affairs Unit Investor Relations Division | Chairman, President, Investor Relations Division | |
| 9. Changes in management rights | Chairman President | | |
| 10. Others operational matters | Relevant functional departments | Chairman, President | |

E. The Company made the risk assessment on the issues concerning environment, society and corporate governance which are related to the operation of Company according to the materiality principle, and established related risk management strategy and measures as followings:

| Material Topic | Risk Assessment Project | Risk Management Strategy and Measures |
|----------------|--|---|
| Environment | Environmental Protection and Ecological Conservation | Environmental protection is an extremely crucial part of corporate sustainability. As a specialized silicon intellectual property company, the Company does not engage in physical production and manufacturing, so we are in a non-pollution business – neither producing nor discharging any manufacturing waste. However, we still do our best to integrate environmental protection into our policy formulation and daily business operations, so as to do our part in maintaining corporate sustainable development. Given that the Company is in a non-polluting business, authentication of general environmental management systems does not apply to us. However, we still comply with environmental |

| Material Topic | Risk Assessment Project | Risk Management Strategy and Measures |
|----------------|--|---|
| Environment | Environmental Protection and Ecological Conservation | laws and regulations, reducing resource waste and doing resource recycling. Based on the goal of reducing carbon, and following ISO 14064-1:2018, we completed our greenhouse gas inventory in 2022. Using 2022 as our base year, we will periodically disclose the results of our greenhouse gas inventory checks and review carbon reduction progress year by year. In response to global trends toward energy efficiency and carbon reduction, the Company has adopted a series of measures including replacing old lighting with LED products year by year; accelerated elimination and management of air-conditioning facilities; and promoting e-forms and reduced paper consumption. By doing do, we deeply ingrain concepts of workplace energy conservation and carbon reduction in the minds of employees, continued reduce garbage production, and move toward the goal of zero environmental pollution. |
| | Climate Change | The Company has evaluated that climate change may cause disaster hazard, market risk, operation risk etc., and to minimize the impact of increased operation costs caused by the relevant potential risks, the Company alters the green environmental protection from duties to opportunities by the innovation of core technologies, implementing component reduced product design which substitutes the complex manufacturing process required by the conventional non-volatile memory, and reduces the emission of carbon dioxide; depending on the innovation in several aspects of strategy, market, management, research and development, and accompanying with power of implementation, the Company keeps change for sustainability. |
| Society | Workplace Safety | The Company is dedicated in the topics of securing labor health and working environment by periodically implementing safety and health education and holding “Fire Safety Seminar” ,“CPR First Aid Training” propaganda courses pursuant to the occupational safety and health relevant laws and regulations. And by providing specific parking spaces or transportation allowances, nursery room, full time security system, multifunction rest area etc. the employees can enjoy a comfortable and healthy environment. We believe that the most fortune of the Company shall be the |

| Material Topic | Risk Assessment Project | Risk Management Strategy and Measures |
|----------------------|--------------------------------|---|
| | | <p>healthy employees, we provide full exercise allowances for fitness (about 80 people are subsidized every quarter) and hold health examination periodically (about 250 people are subsidized each year), and the nursing personnel on-site services are available in the Company to manage the health of employees and provide health consulting services. During the high-risk period of the COVID-19 pandemic, the policy of split operations was adopted to reduce the risk of cross infection among employees. During this period, an additional epidemic prevention allowance was provided to employees. Later on, precautions to help fight the pandemic have continued to be periodically promoted.</p> |
| | Product Safety | <p>The Company has passed the TÜV Rheinland ISO 9001:2015 Quality Management System certification and obtained corresponding certificates. The NeoBit & NeoEE AS series products have passed the TÜV Rheinland ISO 26262 (Road Vehicles-Functional Safety) & Industrial Specifications IEC 61508 (Functional safety of electrical/electronic/programmable electronic safety-related systems) certification and obtained corresponding certificates. Besides, the Company insists on the spirit of “Quality First, Service Best, Customer Satisfied” and focuses on product quality to reach the main goal of increasing the customer’s satisfaction, provides customers with safe, reliable and high quality products, and maintain good communication channel with customers by providing transparent and effective complaint handling procedures for products and services. In addition, the customer satisfaction survey is conducted every year, the Company deserves recognition from customers for years.</p> |
| Corporate Governance | Social Economic and Compliance | <p>By means of establishing corporate governance organization and implementing internal control system, all the personnel and operations of the Company can be ensured to comply with relevant laws and regulations.</p> |

7.7 Other Materiality: None.

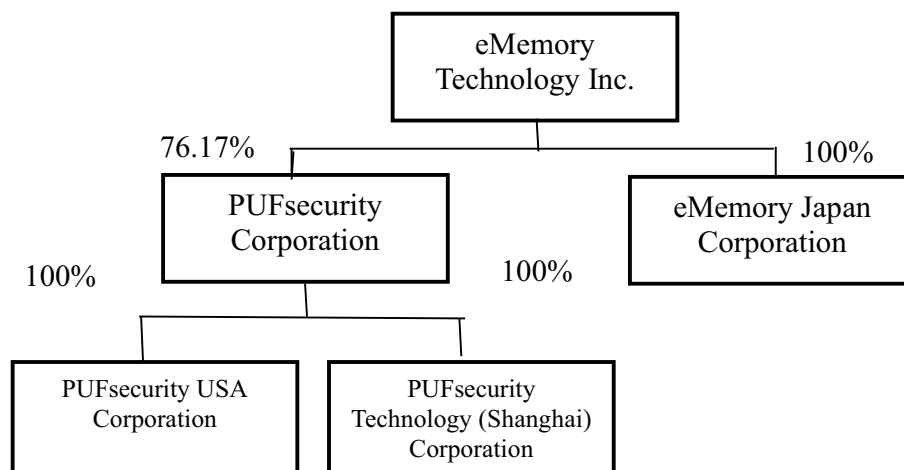
VIII. Special Disclosure

8.1 Summary of Affiliated Companies

8.1.1 Consolidation Business Report of Affiliates

A. The Company's Affiliated Companies Chart

12/31/2022



B. Basic Information of Affiliated Companies :

12/31/2022 ; Unit: NT\$ thousands/ US\$ thousands

| Company Name | Date of Establishment | Address | Capital | Main Businesses and Products |
|---|-----------------------|------------------------|--------------|---|
| PUFsecurity Corporation | May 8, 2019 | Hsinchu County, Taiwan | NT\$ 110,481 | Product designing, software services, data processing services, intellectual property, etc. |
| PUFsecurity USA Corporation | July 9, 2020 | USA | US\$ 270 | Sales promotion |
| eMemory Japan Corporation | March 2, 2022 | Japan | JPY\$ 50,000 | Product designing, intellectual property management, technology service |
| PUFsecurity Technology (Shanghai) Corporation | July 22, 2022 | China | US\$ 0 | Product designing and related services |

C. In accordance with the Article 369-3 of the Company Act, Disclose if There is a Presumption of Controlling and Subordinate Relationship : None.

D. Shareholders in Common of the Company and Its Affiliated Companies with Deemed Control and Subordination : None.

E. Business Scope of the Company and Its Affiliated Companies : Please refer to the above of Basic Information of Affiliated Companies.

F. List of Directors, Supervisors and Presidents of the Company's Affiliated Companies :

12/31/2022

| Company Name | Title | Name or Representative | Holding Shares | |
|---|---------------------|---|--------------------------------|--------|
| | | | Shares | % |
| PUFsecurity Corporation | Chairman | eMemory Technology Inc. Representative : Charles Hsu | 81,106,622 | 76.17% |
| PUFsecurity USA Corporation | Chairman | Charles Hsu | PUFsecurity Corporation 270 | 100% |
| eMemory Japan Corporation | Executive Director | Michael Ho | N/A. | 100% |
| PUFsecurity Technology (Shanghai) Corporation | Director Supervisor | Michael Ho Evans Yang | PUFsecurity Corporation N/A | 100% |

G. Operation Highlights of the Company's Affiliated Companies :

12/31/2022 ; Unit: NT\$ thousands (Except EPS: NT)

| Company Name | Capital | Assets | Liabilities | Equity | Revenue | Operating Income | Net Income (Loss) | EPS |
|---|---------|---------|-------------|---------|---------|------------------|-------------------|--------|
| PUFsecurity Corporation | 110,481 | 167,224 | 29,560 | 137,664 | 109,747 | (49,272) | (39,638) | (0.39) |
| PUFsecurity USA Corporation | 7,777 | 4,394 | 206 | 4,188 | 8,681 | 568 | 254 | 939.29 |
| eMemory Japan Corporation | 10,697 | 9,877 | 8,815 | 1,062 | - | (10,127) | (10,127) | - |
| PUFsecurity Technology (Shanghai) Corporation | - | - | - | - | - | - | - | - |

8.1.2 Consolidated Business Report and Consolidation of Financial Statements of Affiliates :
Please refer to page 134~197 of this Annual Report.

8.2 Private Placement Securities : None.

8.3 Shares in the Company Held or Disposed of by Subsidiaries : None.

8.4 Supplementary Notes : None.

8.5 Any Events Had Significant Impacts on Shareholders' Right or Security Prices as Stated in Item 2 Paragraph 3 of Article 36 of Securities and Exchange Act : None.

Appendix 1 : Consolidated Financial Statements

DECLARATION OF CONSOLIDATION OF FINANCIAL STATEMENTS OF AFFILIATES

The companies required to be included in the consolidated financial statements of affiliates in accordance with the “Criteria Governing Preparation of Affiliation Reports, Consolidated Business Reports and Consolidated Financial Statements of Affiliated Enterprises” for the year ended December 31, 2022 are all the same as the companies required to be included in the consolidated financial statements of the parent company and its subsidiaries under International Financial Reporting Standard 10 “Consolidated Financial Statements”. Relevant information that should be disclosed in the consolidated financial statements of affiliates has all been disclosed in the consolidated financial statements of the parent company and its subsidiaries. Hence, we did not prepare a separate set of consolidated financial statements of affiliates.

Very truly yours,

eMemory Technology Inc.

By:

Charles Hsu
Chairman

February 22, 2023

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
eMemory Technology Inc.

Opinion

We have audited the accompanying consolidated financial statements of eMemory Technology Inc. and its subsidiaries (collectively referred to as the “Group”), which comprise the consolidated balance sheets as of December 31, 2022 and 2021, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2022 and 2021, 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 International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (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 Auditing and Attestation of Financial Statements by Certified Public Accountants and the 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. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2022. 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.

The key audit matter of the Group's consolidated financial statements for the year ended December 31, 2022 is stated as follows:

1. Royalty fees are the Group's major source of revenue; refer to Note 20 for the related information. When the customers of the Group, the IC design houses, uses the Group's intellectual property to kick off mass production, and the goods have been produced and shipped from the wafer foundries, the wafer foundries will pay royalty fees to the Group based on a certain percentage of the wafer price.

2. The Group recognizes royalty revenue based on the contract regulations, at the time the royalty reports are signed and returned. Hence, there is a risk that the royalty revenue from wafer foundries is not recognized at appropriate time.
3. We confirmed the accuracy of timing of royalty revenue recognition by understanding the revenue recognition policy of the Group, assessing the reasonableness of the timing of revenue recognition, performing relevant tests of controls and analytical procedures, and selecting a certain number of royalty revenue transactions before and after the end of the reporting period and checking them against the relevant supporting documents and accounting records.

Other Matter

We have also audited the parent company only financial statements of eMemory Technology Inc. as of and for the years ended December 31, 2022 and 2021 on which we have issued an unmodified opinion.

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and IFRS, IAS, IFRIC and 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.

Auditors' 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 auditors' 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 maintain 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 auditors’ 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 auditors’ 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 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 for the year ended December 31, 2022, and are therefore the key audit matters. We describe these matters in our auditors’ 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 audits resulting in this independent auditors’ report are Yu-Feng Huang and Su-Li Fang.

Deloitte & Touche
Taipei, Taiwan
Republic of China

February 22, 2023

Notice to Readers

The accompanying consolidated financial statements are intended only to present the consolidated financial position, financial performance and cash flows in accordance with 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 applied in the Republic of China.

For the convenience of readers, the independent auditors’ report and the accompanying consolidated financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors’ report and consolidated financial statements shall prevail.

EEMEMORY TECHNOLOGY INC. AND SUBSIDIARY

CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2022 AND 2021
(In Thousands of New Taiwan Dollars)

| ASSETS | 2022 | | 2021 | | LIABILITIES AND EQUITY | | 2022 | | 2021 | |
|--|---------------------|------------|---------------------|------------|------------------------|---|---------------------|------------|---------------------|------------|
| | Amount | % | Amount | % | Amount | % | Amount | % | Amount | % |
| CURRENT ASSETS | | | | | | | | | | |
| Cash (Notes 4, 6 and 26) | \$ 3,066,268 | 79 | \$ 2,482,765 | 78 | | | \$ 67,508 | 2 | \$ 76,943 | 3 |
| Accounts receivable - net (Notes 4, 9, 20 and 26) | 239,381 | 6 | 102,669 | 3 | | | 181,897 | 5 | 152,271 | 5 |
| Accounts receivable - related parties (Notes 4, 20, 26 and 27) | 3,071 | - | - | - | | | 10 | - | - | - |
| Other receivables (Notes 4 and 26) | 1,018 | - | 5,271 | - | | | 384,981 | 10 | 254,989 | 8 |
| Prepayments (Note 15) | 20,014 | 1 | 27,260 | 1 | | | 7,478 | - | 9,763 | - |
| Other current assets (Notes 4, 15 and 26) | 4,157 | - | 3,854 | - | | | 139,676 | 3 | 140,661 | 4 |
| Total current assets | 3,333,909 | 86 | 2,621,819 | 82 | | | 3,299 | - | 3,230 | - |
| | | | | | | | 1,979 | - | 1,928 | - |
| NON-CURRENT ASSETS | | | | | | | 786,828 | 20 | 639,785 | 20 |
| Financial assets at fair value through other comprehensive income - noncurrent (Notes 4, 7 and 26) | 4,914 | - | 16,130 | 1 | | | | | | |
| Financial assets at amortized cost - noncurrent (Notes 4, 8, 26 and 28) | 116 | - | 116 | - | | | 2,237 | - | 5,532 | - |
| Investment accounted for using the equity method (Notes 4 and 11) | 15,185 | - | 3,083 | - | | | | | | |
| Property, plant and equipment (Notes 4, 12 and 31) | 460,797 | 12 | 460,310 | 15 | | | | | | |
| Right-of-use assets (Notes 4, 13 and 31) | 5,438 | - | 8,686 | - | | | | | | |
| Intangible assets (Notes 4 and 14) | 74,187 | 2 | 72,436 | 2 | | | 15,712 | 1 | 19,190 | 1 |
| Deferred tax assets (Notes 4 and 22) | 2,743 | - | 4,257 | - | | | 10 | - | 10 | - |
| Refundable deposits | 822 | - | 471 | - | | | | | | |
| Total non-current assets | 564,202 | 14 | 565,489 | 18 | | | 17,959 | 1 | 24,732 | 1 |
| | | | | | | | 804,787 | 21 | 664,517 | 21 |
| EQUITY ATTRIBUTABLE TO SHAREHOLDERS OF THE COMPANY (Notes 4, 18 and 19) | | | | | | | | | | |
| Ordinary shares | 761,845 | 19 | | | | | 761,845 | 19 | 761,235 | 24 |
| Capital surplus | 210,522 | 5 | | | | | 210,522 | 5 | 303,181 | 10 |
| Retained earnings | | | | | | | | | | |
| Legal reserve | 635,956 | 16 | | | | | 635,956 | 16 | 526,270 | 16 |
| Special reserve | 30,985 | 1 | | | | | 30,985 | 1 | 60,101 | 2 |
| Unappropriated earnings | 1,830,114 | 47 | | | | | 1,830,114 | 47 | 1,259,813 | 40 |
| Total retained earnings | 2,497,055 | 64 | | | | | 2,497,055 | 64 | 1,846,184 | 58 |
| Other equity | | | | | | | | | | |
| Exchange differences on the translation of the financial statements of foreign operations | | | | | | | 706 | - | (112) | - |
| Unrealized gain (loss) on financial assets at fair value through other comprehensive income | | | | | | | (5,686) | - | (30,874) | (1) |
| Total other equity | | | | | | | (4,980) | - | (30,986) | (1) |
| Treasury shares | | | | | | | (404,238) | (10) | (404,238) | (13) |
| Total equity attributable to shareholders of the Company | | | | | | | 3,060,204 | 78 | 2,475,376 | 78 |
| NON-CONTROLLING INTERESTS (Notes 4 and 18) | | | | | | | 33,120 | 1 | 47,415 | 1 |
| Total equity | | | | | | | 3,093,324 | 79 | 2,522,791 | 79 |
| TOTAL | <u>\$ 3,898,111</u> | <u>100</u> | <u>\$ 3,187,308</u> | <u>100</u> | | | <u>\$ 3,898,111</u> | <u>100</u> | <u>\$ 3,187,308</u> | <u>100</u> |

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

EMEMORY TECHNOLOGY INC. AND SUBSIDIARY

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

| | 2022 | | 2021 | |
|--|--------------|-----|--------------|-----|
| | Amount | % | Amount | % |
| OPERATING REVENUE (Notes 4, 20, 27 and 31) | \$ 3,216,711 | 100 | \$ 2,363,824 | 100 |
| OPERATING COSTS | - | - | - | - |
| GROSS PROFIT | 3,216,711 | 100 | 2,363,824 | 100 |
| OPERATING EXPENSES (Notes 4, 21 and 27) | | | | |
| Selling and marketing expenses | 220,275 | 7 | 166,218 | 7 |
| General and administrative expenses | 297,436 | 9 | 257,449 | 11 |
| Research and development expenses | 846,920 | 26 | 681,871 | 29 |
| Reversal of expected credit loss (Notes 4 and 9) | (1,338) | - | (10,526) | (1) |
| Total operating expenses | 1,363,293 | 42 | 1,095,012 | 46 |
| OPERATING INCOME | 1,853,418 | 58 | 1,268,812 | 54 |
| NON-OPERATING INCOME AND EXPENSES | | | | |
| Interest income (Notes 4 and 21) | 15,416 | - | 6,997 | - |
| Other income (Notes 4, 13, 21 and 27) | 2,422 | - | 3,899 | - |
| Other gains and losses (Notes 4, 21, 24 and 27) | 39,892 | 1 | 6,059 | - |
| Finance costs (Notes 4, 21 and 27) | (144) | - | (109) | - |
| Share of loss of associates (Notes 4 and 11) | (2,080) | - | (2,560) | - |
| Total non-operating income and expenses | 55,506 | 1 | 14,286 | - |
| PROFIT BEFORE INCOME TAX | 1,908,924 | 59 | 1,283,098 | 54 |
| INCOME TAX EXPENSE (Notes 4 and 22) | 304,783 | 9 | 189,444 | 8 |
| NET PROFIT FOR THE YEAR | 1,604,141 | 50 | 1,093,654 | 46 |
| OTHER COMPREHENSIVE INCOME (LOSS) | | | | |
| Items that will not be reclassified subsequently to profit or loss: | | | | |
| Remeasurement of defined benefit plans (Notes 4 and 17) | 2,702 | - | 1,253 | - |
| Unrealized gain (loss) on investments in equity instruments at fair value through other comprehensive (loss) income (Notes 4, 18 and 26) | (6,562) | - | 23,656 | 1 |

(Continued)

EMEMORY TECHNOLOGY INC. AND SUBSIDIARY

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

| | 2022 | | 2021 | |
|--|---------------------|-----------|---------------------|-----------|
| | Amount | % | Amount | % |
| Items that may be reclassified subsequently to profit or loss: | | | | |
| Exchange differences on the translation of the financial statements of foreign operations (Notes 4 and 18) | \$ 886 | - | \$ (97) | - |
| Share of the other comprehensive income of associates accounted for using the equity method (Notes 4, 11 and 18) | <u>1</u> | <u>-</u> | <u>-</u> | <u>-</u> |
| Other comprehensive (loss) income for the year | <u>(2,973)</u> | <u>-</u> | <u>24,812</u> | <u>1</u> |
| TOTAL COMPREHENSIVE INCOME FOR THE YEAR | <u>\$ 1,601,168</u> | <u>50</u> | <u>\$ 1,118,466</u> | <u>47</u> |
| NET PROFIT (LOSS) ATTRIBUTABLE TO: | | | | |
| Shareholders of the Company | \$ 1,611,909 | 50 | \$ 1,101,157 | 46 |
| Non-controlling interests | <u>(7,768)</u> | <u>-</u> | <u>(7,503)</u> | <u>-</u> |
| | <u>\$ 1,604,141</u> | <u>50</u> | <u>\$ 1,093,654</u> | <u>46</u> |
| TOTAL COMPREHENSIVE INCOME (LOSS) ATTRIBUTABLE TO: | | | | |
| Shareholders of the Company | \$ 1,608,867 | 50 | \$ 1,125,980 | 47 |
| Non-controlling interests | <u>(7,699)</u> | <u>-</u> | <u>(7,514)</u> | <u>-</u> |
| | <u>\$ 1,601,168</u> | <u>50</u> | <u>\$ 1,118,466</u> | <u>47</u> |
| EARNINGS PER SHARE (Note 23) | | | | |
| Basic | <u>\$ 21.61</u> | | <u>\$ 14.78</u> | |
| Diluted | <u>\$ 21.51</u> | | <u>\$ 14.73</u> | |

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

(Concluded)

EEMEMORY TECHNOLOGY INC. AND SUBSIDIARY

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(In Thousands of New Taiwan Dollars)

| | Equity Attributable to Shareholders of the Company | | | | | | | | | | | | |
|--|--|------------|-----------------|-------------------|-----------------|-------------------------|--------------|--|--|--------------|-----------------|----------|--------------|
| | Ordinary Shares | | | Retained Earnings | | | Other Equity | | | Total Equity | | | |
| | Number of Shares (In Thousands) | Amount | Capital Surplus | Legal Reserve | Special Reserve | Unappropriated Earnings | Total | Exchange Difference on the Translation of the Financial Statements of Foreign Operations | Unrealized Gains (Losses) on Financial Assets at Fair Value Through Other Comprehensive Income | | Treasury Shares | | |
| BALANCE, JANUARY 1, 2021 | 76,060 | \$ 760,592 | \$ 391,907 | \$ 455,518 | \$ 65,586 | \$ 787,007 | \$ 1,308,111 | \$ (26) | \$ (60,075) | \$ (404,238) | \$ 1,996,271 | \$ 9,372 | \$ 2,005,643 |
| Appropriation of 2020 earnings | - | - | - | 70,752 | - | (70,752) | - | - | - | - | - | - | - |
| Legal reserve | - | - | - | - | (6,485) | 5,485 | - | - | - | - | - | - | - |
| Special reserve | - | - | - | - | - | (558,792) | (558,792) | - | - | - | (558,792) | - | (558,792) |
| Cash dividends distributed by the Company | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Changes in percentage of ownership interests in subsidiaries | - | - | 3,068 | - | - | - | - | - | - | - | 3,068 | (3,068) | - |
| Changes in capital surplus from investments in associates accounted for using the equity method | - | - | 126 | - | - | - | - | - | - | - | 126 | - | 126 |
| Issuance of cash dividends from capital surplus | - | - | (111,759) | - | - | - | - | - | - | - | (111,759) | - | (111,759) |
| Net profit (loss) for the year ended December 31, 2021 | - | - | - | - | - | 1,101,157 | 1,101,157 | - | - | - | 1,101,157 | (7,503) | 1,093,654 |
| Other comprehensive income (loss) for the year ended December 31, 2021 | - | - | - | - | - | 1,253 | 1,253 | (86) | 23,656 | - | 24,823 | (11) | 24,812 |
| Total comprehensive income (loss) for the year ended December 31, 2021 | - | - | - | - | - | 1,102,410 | 1,102,410 | (86) | 23,656 | - | 1,125,980 | (7,514) | 1,118,466 |
| Issuance of ordinary shares under employee share options | 64 | 643 | 19,839 | - | - | - | 1,102,410 | - | - | - | 20,482 | 9,613 | 30,095 |
| Share-based payments | - | - | - | - | - | - | - | - | - | - | - | 78 | 78 |
| Non-controlling interests | - | - | - | - | - | - | - | - | - | - | - | 38,934 | 38,934 |
| Disposal of investments in equity instruments designated as at fair value through other comprehensive income | - | - | - | - | - | (5,543) | (5,543) | - | 5,543 | - | - | - | - |
| BALANCE, DECEMBER 31, 2021 | 76,124 | 761,235 | 303,181 | 526,270 | 60,101 | 1,259,813 | 1,846,184 | (112) | (30,874) | (404,238) | 2,475,376 | 47,415 | 2,522,791 |
| Appropriation of 2021 earnings | - | - | - | 109,686 | - | (109,686) | - | - | - | - | - | - | - |
| Legal reserve | - | - | - | - | (29,116) | 29,116 | - | - | - | - | - | - | - |
| Special reserve | - | - | - | - | - | (931,990) | (931,990) | - | - | - | (931,990) | - | (931,990) |
| Cash dividends distributed by the Company | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Changes in percentage of ownership interests in subsidiaries | - | - | (13,814) | - | - | - | - | - | - | - | (13,814) | 13,814 | - |
| Changes in capital surplus from investments in associates accounted for using the equity method | - | - | 14,182 | - | - | - | - | - | - | - | 14,182 | - | 14,182 |
| Issuance of cash dividends from capital surplus | - | - | (111,839) | - | - | - | - | - | - | - | (111,839) | - | (111,839) |
| Net profit (loss) for the year ended December 31, 2022 | - | - | - | - | - | 1,611,909 | 1,611,909 | - | - | - | 1,611,909 | (7,768) | 1,604,141 |
| Other comprehensive income (loss) for the year ended December 31, 2022 | - | - | - | - | - | 2,702 | 2,702 | 818 | (6,562) | - | (3,042) | 69 | (2,973) |
| Total comprehensive income (loss) for the year ended December 31, 2022 | - | - | - | - | - | 1,614,611 | 1,614,611 | 818 | (6,562) | - | 1,608,867 | (7,699) | 1,601,168 |
| Issuance of ordinary shares under employee share options | 61 | 610 | 18,812 | - | - | - | - | - | - | - | 19,422 | 8,867 | 28,289 |
| Share-based payments | - | - | - | - | - | - | - | - | - | - | - | 723 | 723 |
| Non-controlling interests | - | - | - | - | - | - | - | - | - | - | - | (30,000) | (30,000) |
| Disposal of investments in equity instruments designated as at fair value through other comprehensive income | - | - | - | - | - | (31,750) | (31,750) | 706 | 31,750 | - | - | - | - |
| BALANCE, DECEMBER 31, 2022 | 76,185 | 761,845 | 2,105,522 | 635,956 | 30,985 | 1,830,114 | 2,497,055 | 706 | (6,686) | (404,238) | 3,060,204 | 33,120 | 3,093,324 |

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

EMEMORY TECHNOLOGY INC. AND SUBSIDIARY

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021 (In Thousands of New Taiwan Dollars)

| | 2022 | 2021 |
|---|------------------|------------------|
| CASH FLOWS FROM OPERATING ACTIVITIES | | |
| Profit before income tax | \$ 1,908,924 | \$ 1,283,098 |
| Adjustments for: | | |
| Depreciation expenses | 39,318 | 40,785 |
| Amortization expenses | 35,584 | 18,838 |
| Reversal of expected credit loss | (1,338) | (10,526) |
| Finance costs | 144 | 109 |
| Interest income | (15,416) | (6,997) |
| Dividend income | (932) | (315) |
| Share-based payments | 723 | 78 |
| Share of loss of associates | 2,080 | 2,560 |
| Loss on disposal of property, plant and equipment | - | 26 |
| Gain on disposal of investments | (86) | (100) |
| Net (gain) loss on foreign currency exchange | (18,580) | 4,553 |
| Changes in operating assets and liabilities | | |
| Accounts receivable | (137,271) | 22,699 |
| Accounts receivable - related parties | (3,084) | - |
| Other receivables | 5,118 | (5,118) |
| Other receivables - related parties | - | 277 |
| Prepayments | 7,261 | (3,571) |
| Other current assets | (303) | (592) |
| Contract liabilities | (9,435) | 26,141 |
| Other payables | 29,631 | 15,678 |
| Other payables - related parties | 10 | - |
| Other current liabilities | 51 | (206) |
| Net defined benefit liabilities | (776) | (790) |
| Bonuses payable to employees and directors | <u>129,992</u> | <u>90,592</u> |
| Cash generated from operations | 1,971,615 | 1,477,219 |
| Interest received | 14,550 | 6,949 |
| Income tax paid | <u>(304,269)</u> | <u>(136,692)</u> |
| Net cash generated from operating activities | <u>1,681,896</u> | <u>1,347,476</u> |
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Proceeds from disposal of financial assets at fair value through other comprehensive income | 4,654 | 28,563 |
| Acquisition of financial assets at amortized cost | - | (2) |
| Acquisition of financial assets at fair value through profit or loss | (370,000) | (771,000) |
| Proceeds from disposal of financial assets at fair value through profit or loss | 370,086 | 771,100 |
| Acquisition of property, plant and equipment | (38,835) | (26,762) |
| Increase in refundable deposits | (351) | (113) |
| Acquisition of intangible assets | (37,335) | (14,460) |
| Decrease in prepayments for equipment | - | 50 |
| Dividends received | <u>932</u> | <u>315</u> |
| Net cash used in investing activities | <u>(70,849)</u> | <u>(12,309)</u> |

(Continued)

EMEMORY TECHNOLOGY INC. AND SUBSIDIARY

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021 (In Thousands of New Taiwan Dollars)

| | 2022 | 2021 |
|---|---------------------|---------------------|
| CASH FLOWS FROM FINANCING ACTIVITIES | | |
| Decrease in guarantee deposits received | \$ - | \$ (520) |
| Repayment of the principal portion of lease liabilities | (3,233) | (2,322) |
| Dividends paid | (1,043,820) | (670,536) |
| Exercise of employee share options | 28,289 | 30,095 |
| Interest paid | (144) | (109) |
| (Decrease) increase in non-controlling interests | <u>(30,000)</u> | <u>38,934</u> |
| Net cash used in financing activities | <u>(1,048,908)</u> | <u>(604,458)</u> |
| EFFECTS OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH HELD IN FOREIGN CURRENCIES | <u>21,364</u> | <u>(2,055)</u> |
| NET INCREASE IN CASH | 583,503 | 728,654 |
| CASH AT THE BEGINNING OF THE YEAR | <u>2,482,765</u> | <u>1,754,111</u> |
| CASH AT THE END OF THE YEAR | <u>\$ 3,066,268</u> | <u>\$ 2,482,765</u> |

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

(Concluded)

EMEMORY TECHNOLOGY INC. AND SUBSIDIARY

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021 (In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

1. GENERAL INFORMATION

eMemory Technology Inc. (the “Company”) was incorporated in Hsinchu City, Republic of China, and commenced business in September 2000. The Company’s main business activities include researching, developing, manufacturing and selling embedded flash memory products, etc.

The Company’s shares have been listed on the Taipei Exchange (TPEX) since January 2011.

The consolidated financial statements are presented in the Company’s functional currency, the New Taiwan dollar.

2. APPROVAL OF FINANCIAL STATEMENTS

The consolidated financial statements were approved by the board of directors and authorized for issue on February 22, 2023.

3. APPLICATION OF NEW, AMENDED AND REVISED STANDARDS AND INTERPRETATIONS

- a. Initial application of the amendments to the International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) (collectively, the “IFRSs”) endorsed and issued into effect by the Financial Supervisory Commission (FSC)

The initial application of the IFRSs endorsed and issued into effect by the FSC did not have material impact on the Company and the entities controlled by the Company (collectively, the “Group”) accounting policies.

- b. The IFRSs endorsed by the FSC for application starting from 2023

| New, Amended and Revised Standards and Interpretations | Effective Date Announced by IASB |
|---|---|
| Amendments to IAS 1 “Disclosure of Accounting Policies” | January 1, 2023 (Note 1) |
| Amendments to IAS 8 “Definition of Accounting Estimates” | January 1, 2023 (Note 2) |
| Amendments to IAS 12 “Deferred Tax related to Assets and Liabilities arising from a Single Transaction” | January 1, 2023 (Note 3) |

Note 1: The amendments will be applied prospectively for annual reporting periods beginning on or after January 1, 2023.

Note 2: The amendments will be applicable to changes in accounting estimates and changes in accounting policies that occur on or after the beginning of the annual reporting period beginning on or after January 1, 2023.

Note 3: Except for deferred taxes that were recognized on January 1, 2022 for temporary differences associated with leases and decommissioning obligations, the amendments were applied prospectively to transactions that occur on or after January 1, 2022.

As of the date the consolidated financial statements were authorized for issue, the Group has assessed that the application of other standards and interpretations will not have a material impact on the Group's financial position and financial performance.

- c. The IFRSs in issue but not yet endorsed and issued into effect by the FSC

| <u>New, Amended and Revised Standards and Interpretations</u> | <u>Effective Date Announced by IASB (Note 1)</u> |
|--|--|
| Amendments to IFRS 10 and IAS 28 "Sale or Contribution of Assets between An Investor and Its Associate or Joint Venture" | To be determined by IASB |
| Amendments to IFRS 16 "Leases Liability in a Sale and Leaseback" | January 1, 2024 (Note 2) |
| IFRS 17 "Insurance Contracts" | January 1, 2023 |
| Amendments to IFRS 17 | January 1, 2023 |
| Amendments to IFRS 17 "Initial Application of IFRS 9 and IFRS 17 - Comparative Information" | January 1, 2023 |
| Amendments to IAS 1 "Classification of Liabilities as Current or Non-current" | January 1, 2024 |
| Amendments to IAS 1 "Non-current Liabilities with Covenants" | January 1, 2024 |

Note 1: Unless stated otherwise, the above IFRSs are effective for annual reporting periods beginning on or after their respective effective dates.

Note 2: A seller-lessee shall apply the Amendments to IFRS 16 retrospectively to sale and leaseback transactions entered into after the date of initial application of IFRS 16.

As of the date the consolidated financial statements were authorized for issue, the Group is continuously assessing the possible impact that the application of other standards and interpretations will have on the Group's financial position and financial performance and will disclose the relevant impact when the assessment is completed.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

- a. Statement of compliance

The consolidated financial statements have been prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and IFRSs as endorsed and issued into effect by the FSC.

- b. Basis of preparation

The consolidated financial statements have been prepared on the historical cost basis except for financial instruments which are measured at fair value and net defined benefit liabilities which are measured at the present value of the defined benefit obligation less the fair value of plan assets.

The fair value measurements, which are grouped into Levels 1 to 3 based on the degree to which the fair value measurement inputs are observable and based on the significance of the inputs to the fair value measurement in its entirety, are described as follows:

- 1) Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities;

- 2) Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for an asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and
 - 3) Level 3 inputs are unobservable inputs for an asset or liability.
- c. Classification of current and non-current assets and liabilities

Current assets include:

- 1) Assets held primarily for the purpose of trading;
- 2) Assets expected to be realized within 12 months after the reporting period; and
- 3) Cash and cash equivalents unless the asset is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period.

Current liabilities include:

- 1) Liabilities held primarily for the purpose of trading;
- 2) Liabilities due to be settled within 12 months after the reporting period; and
- 3) Liabilities for which the Group does not have an unconditional right to defer settlement for at least 12 months after the reporting period.

Assets and liabilities that are not classified as current are classified as non-current.

d. Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and the entities controlled by the Company (i.e., its subsidiaries).

Income and expenses of subsidiaries acquired or disposed of during the period are included in the consolidated statement of comprehensive income from the effective dates of acquisitions up to the effective dates of disposals, as appropriate.

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with those used by the Group.

All intra-group transactions, balances, income and expenses are eliminated in full upon consolidation. Total comprehensive income of subsidiaries is attributed to the shareholders of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

Changes in the Group's ownership interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transactions. The carrying amount of the interests of the Group and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognized directly in equity and attributed to the shareholders of the Company.

See Note 10, Table 3 and Table 4 for detailed information on subsidiaries (including percentages of ownership and main businesses).

e. Foreign currencies

In preparing the financial statements of each individual entity, transactions in currencies other than the entity's functional currency (i.e., foreign currencies) are recognized at the rates of exchange prevailing at the dates of the transactions.

At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Exchange differences on monetary items arising from settlement or translation are recognized in profit or loss in the period in which they arise.

Non-monetary items denominated in foreign currencies that are measured at fair value are retranslated at the rates prevailing at the date when the fair value is determined. Exchange differences arising from the retranslation of non-monetary items are included in profit or loss for the period except for exchange differences arising from the retranslation of non-monetary items in respect of which gains and losses are recognized directly in other comprehensive income; in which cases, the exchange differences are also recognized directly in other comprehensive income.

Non-monetary item denominated in a foreign currency and measured at historical cost is stated at the reporting currency as originally translated from the foreign currency.

For the purpose of presenting consolidated financial statements, the financial statements of the Company's foreign operations (including subsidiaries and associates in other countries that are prepared using functional currencies which are different from the currency of the Company) are translated into the presentation currency, the New Taiwan dollar, as follows: Assets and liabilities are translated at the exchange rates prevailing at the end of the reporting period; and income and expense items are translated at the average exchange rates for the period. The resulting currency translation differences are recognized in other comprehensive income (attributed to the shareholders of the Company and non-controlling interests as appropriate).

f. Investments in associates

An associate is an entity over which the Group has significant influence and which is neither a subsidiary nor an interest in a joint venture. The Group uses the equity method to account for its investments in associates.

Under the equity method, investments in an associate are initially recognized at cost and adjusted thereafter to recognize the Group's share of the profit or loss and other comprehensive income of the associate. The Group also recognizes the changes in the Group's share of the equity of associates.

When the Group subscribes for additional new shares of an associate at a percentage different from its existing ownership percentage, the resulting carrying amount of the investment differs from the amount of the Group's proportionate interest in the associate. The Group records such a difference as an adjustment to investments with the corresponding amount charged or credited to capital surplus - changes in capital surplus from investments in associates accounted for using the equity method. If the Group's ownership interest is reduced due to its additional subscription of the new shares of the associate, the proportionate amount of the gains or losses previously recognized in other comprehensive income in relation to that associate is reclassified to profit or loss on the same basis as would be required had the investee directly disposed of the related assets or liabilities. When the adjustment should be debited to capital surplus, but the capital surplus recognized from investments accounted for using the equity method is insufficient, the shortage is debited to retained earnings.

The entire carrying amount of an investment is tested for impairment as a single asset by comparing its recoverable amount with its carrying amount. Any impairment loss recognized is not allocated to any asset that forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognized to the extent that the recoverable amount of the investment subsequently increases.

When the Group transacts with its associate, profits and losses resulting from the transactions with the associate are recognized in the Group's consolidated financial statements only to the extent of interests in the associate that are not related to the Group.

g. Property, plant and equipment

Property, plant and equipment are initially measured at cost and subsequently measured at cost less accumulated depreciation and accumulated impairment loss.

Except for freehold land which is not depreciated, the depreciation of property, plant and equipment is recognized using the straight-line method. Each significant part is depreciated separately. The estimated useful lives, residual values and depreciation methods are reviewed at the end of each year, with the effects of any changes in the estimates accounted for on a prospective basis.

On derecognition of an item of property, plant and equipment, the difference between the sales proceeds and the carrying amount of the asset is recognized in profit or loss.

h. Intangible assets

1) Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are initially measured at cost and subsequently measured at cost less accumulated amortization and accumulated impairment loss. Amortization is recognized on a straight-line basis. The estimated useful lives, residual values, and amortization methods are reviewed at the end of each year, with the effect of any changes in the estimates accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are measured at cost less accumulated impairment loss.

2) Internally-generated intangible assets - research and development expenditures

Expenditures on research activities are recognized as expenses in the period in which they are incurred.

An internally-generated intangible asset arising from the development phase of an internal project is recognized if, and only if, all of the following have been demonstrated:

- a) The technical feasibility of completing the intangible asset so that it will be available for use or sale;
- b) The intention to complete the intangible asset and use or sell it;
- c) The ability to use or sell the intangible asset;
- d) How the intangible asset will generate probable future economic benefits;
- e) The availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- f) The ability to measure reliably the expenditures attributable to the intangible asset during its development.

The amount initially recognized for internally-generated intangible asset is the sum of the expenditures incurred from the date when such an intangible asset first meets the recognition criteria listed above. Subsequent to initial recognition, such intangible asset is measured on the same basis as an intangible asset that is acquired separately.

3) Derecognition of intangible assets

On derecognition of an intangible asset, the difference between the net disposal proceeds and the carrying amount of the asset is recognized in profit or loss.

i. Impairment of property, plant and equipment, right-of-use assets and intangible assets

At the end of each reporting period, the Group reviews the carrying amount of its property, plant and equipment, right-of-use assets and intangible assets to determine whether there is any indication of an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. If the carrying amount of the asset can be allocated on a reasonable and consistent basis to the cash-generating unit (CGU), the Group compares the carrying amount of the CGU, including the portion of the asset's carrying amount allocated to the CGU, with the recoverable amount of the CGU to which the asset belongs. If this reasonable and consistent basis of allocation cannot be applied to the CGU to which the asset belongs and can be applied to the smallest group of CGUs to which the CGU belongs, this smallest group is used for impairment testing.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually and whenever there is an indication that the assets may be impaired.

The recoverable amount is the higher of fair value less costs to sell and value in use. If the recoverable amount of an asset or cash-generating unit is estimated to be less than its carrying amount, the carrying amount of the asset or cash-generating unit is reduced to its recoverable amount, with the resulting impairment loss recognized in profit or loss.

When an impairment loss is subsequently reversed, the carrying amount of the corresponding asset, cash-generating unit is increased to the revised estimate of its recoverable amount, but only to the extent of the carrying amount that would have been determined had no impairment loss been recognized on the asset, cash-generating unit in prior years. A reversal of an impairment loss is recognized in profit or loss.

j. Financial instruments

Financial assets and financial liabilities are recognized when the Group becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issuance of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss (FVTPL)) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognized immediately in profit or loss.

1) Financial assets

All regular way purchases or sales of financial assets are recognized and derecognized on a trade date basis.

a) Measurement categories

Financial assets are classified into the following categories: Financial assets at amortized cost and investments in equity instruments at fair value through other comprehensive income (FVTOCI).

i. Financial assets at amortized cost

Financial assets that meet the following conditions are subsequently measured at amortized cost:

- i) The financial assets are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- ii) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Subsequent to initial recognition, financial assets at amortized cost, including cash, accounts receivable (including related parties), other receivables and other current assets are measured at amortized cost, which equals the gross carrying amount determined using the effective interest method less any impairment loss. Exchange differences are recognized in profit or loss.

Interest income is calculated by applying the effective interest rate to the gross carrying amount of such a financial asset, except for:

- i) Purchased or originated credit-impaired financial asset, for which interest income is calculated by applying the credit-adjusted effective interest rate to the amortized cost of such financial assets; and
- ii) Financial asset that is not credit impaired on purchase or origination but has subsequently become credit impaired, for which interest income is calculated by applying the effective interest rate to the amortized cost of such financial assets in subsequent reporting periods.

A financial asset is credit impaired when one or more of the following events have occurred:

- i) Significant financial difficulty of the issuer or the borrower;
- ii) Breach of contract, such as a default;
- iii) It is becoming probable that the borrower will enter bankruptcy or undergo a financial reorganization; or
- iv) The disappearance of an active market for that financial asset because of financial difficulties.

Cash includes time deposits, which are highly liquid, readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value. Cash is held for the purpose of meeting short-term cash commitments.

ii. Investments in equity instruments at FVTOCI

On initial recognition, the Group may make an irrevocable election to designate investments in equity instruments as at FVTOCI. Designation as at FVTOCI is not permitted if the equity investment is held for trading or if it is contingent consideration recognized by an acquirer in a business combination.

Investments in equity instruments at FVTOCI are subsequently measured at fair value with gains and losses arising from changes in fair value recognized in other comprehensive income and accumulated in other equity. The cumulative gain or loss will not be reclassified

to profit or loss on disposal of the equity investments; instead, it will be transferred to retained earnings.

Dividends on these investments in equity instruments are recognized in profit or loss when the Group's right to receive the dividends is established, unless the dividends clearly represent a recovery of part of the cost of the investment.

b) Impairment of financial assets

The Group recognizes a loss allowance for expected credit losses on financial assets at amortized cost (including accounts receivable).

The Group always recognizes lifetime expected credit losses (ECLs) for accounts receivable. For all other financial instruments, the Group recognizes lifetime ECLs when there has been a significant increase in credit risk since initial recognition. If, on the other hand, the credit risk on a financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month ECLs.

Expected credit losses reflect the weighted average of credit losses with the respective risks of default occurring as the weights. Lifetime ECLs represent the expected credit losses that will result from all possible default events over the expected life of a financial instrument. In contrast, 12-month ECLs represent the portion of lifetime ECLs that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

For internal credit risk management purposes, the Group considers the following situations as indication that a financial asset is in default (without taking into account any collateral held by the Group):

- i. Internal or external information shows that the debtor is unlikely to pay its creditors.

The impairment loss of all financial assets is recognized in profit or loss by a reduction in their carrying amounts through a loss allowance account, except for investments in debt instruments that are measured at FVTOCI, for which the loss allowance is recognized in other comprehensive income and the carrying amounts of such financial assets are not reduced.

c) Derecognition of financial assets

The Group derecognizes a financial asset only when the contractual rights to the cash flows from the asset expire or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of a financial asset at amortized cost in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss. However, on derecognition of an investment in an equity instrument at FVTOCI, the cumulative gain or loss is transferred directly to retained earnings, without recycling through profit or loss.

2) Equity instruments

Equity instruments issued by the Group are classified as equity in accordance with the substance of the contractual arrangements and the definitions of an equity instrument.

Equity instruments issued by the Group are recognized at the proceeds received, net of direct issue costs.

The repurchase of the Group's own equity instruments is recognized in and deducted directly from equity. No gain or loss is recognized in profit or loss on the purchase, sale, issuance or cancellation of the Group's own equity instruments.

3) Financial liabilities

a) Subsequent measurement

All financial liabilities are measured at amortized cost using the effective interest method.

b) Derecognition of financial liabilities

The difference between the carrying amount of a financial liability derecognized and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognized in profit or loss.

k. Revenue recognition

The Group identifies contracts with customers, allocates the transaction price to the performance obligations and recognizes revenue when performance obligations are satisfied.

For contracts where the period between the date on which the Group transfers a promised good or service to a customer and the date on which the customer pays for that good or service is one year or less, the Group does not adjust the promised amount of consideration for the effects of a significant financing component.

1) Licensing revenue

a) Technical service revenue

The Group identifies performance obligations from contracts with customers and recognizes revenue when performance obligations are satisfied.

b) Royalty revenue

Revenue received from the intellectual property that remains operational without renewal or technical support is royalty revenue. When customers use the intellectual property in mass production at the foundries, the royalty prices are determined based on the production volume, sales amount or other methods of measurement; and revenue is recognized in accordance with the terms of the arrangements.

l. Leases

At the inception of a contract, the Group assesses whether the contract is, or contains, a lease.

1) The Group as lessor

Leases are classified as finance leases whenever the terms of a lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

When the Group subleases a right-of-use asset, the sublease is classified by reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. However, if the head lease is a short-term lease that the Group, as a lessee, has accounted for applying recognition exemption, the sublease is classified as an operating lease.

Lease payments (less any lease incentives payable) from operating leases are recognized as income on a straight-line basis over the terms of the relevant leases. Lease modification that resulted from a negotiation with a lessee is accounted for as a new lease from the effective date of modification.

2) The Group as lessee

The Group recognizes right-of-use assets and lease liabilities for all leases at the commencement date of a lease, except for short-term leases and low-value asset leases accounted for by applying a recognition exemption where lease payments are recognized as expenses on a straight-line basis over the lease terms.

Right-of-use assets are initially measured at cost, which comprises the initial measurement of lease liabilities adjusted for lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs needed to restore the underlying assets, and less any lease incentives received. Right-of-use assets are subsequently measured at cost less accumulated depreciation and impairment losses and adjusted for any remeasurement of the lease liabilities. Right-of-use assets are presented on a separate line in the consolidated balance sheets.

Right-of-use assets are depreciated using the straight-line method from the commencement dates to the earlier of the end of the useful lives of the right-of-use assets or the end of the lease terms.

Lease liabilities are initially measured at the present value of the lease payments. The lease payments are discounted using the interest rate implicit in a lease, if that rate can be readily determined. If that rate cannot be readily determined, the lessee's incremental borrowing rate will be used.

Subsequently, lease liabilities are measured at amortized cost using the effective interest method, with interest expense recognized over the lease terms. When there is a change in a lease term resulting from a change in future lease payments, the Group remeasures the lease liabilities with a corresponding adjustment to the right-of-use-assets. However, if the carrying amount of the right-of-use assets is reduced to zero, any remaining amount of the remeasurement is recognized in profit or loss. For a lease modification that is not accounted for as a separate lease, the Group accounts for the remeasurement of the lease liability by (a) decreasing the carrying amount of the right-of-use asset of lease modifications that decreased the scope of the lease, and recognizing in profit or loss any gain or loss on the partial or full termination of the lease; (b) making a corresponding adjustment to the right-of-use asset of all other lease modifications. Lease liabilities are presented on a separate line in the consolidated balance sheets.

Variable lease payments that do not depend on an index or a rate are recognized as expenses in the periods in which they are incurred.

m. Government grants

Government grants are not recognized until there is reasonable assurance that the Group will comply with the conditions attached to them and that the grants will be received.

Government grants related to income are recognized in other income on a systematic basis over the periods in which the Group recognizes as expenses the related costs that the grants intend to compensate. Specifically, government grants whose primary condition is that the Group should purchase, construct or otherwise acquire non-current assets are recognized as deferred revenue and transferred to profit or loss on a systematic and rational basis over the useful lives of the related assets.

Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Group with no future related costs are recognized in profit or loss in the period in which they are received.

n. Employee benefits

1) Short-term employee benefits

Liabilities recognized in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related services.

2) Retirement benefits

Payments to defined contribution retirement benefit plans are recognized as expenses when employees have rendered services entitling them to the contributions.

Defined benefit costs (including service cost, net interest and remeasurement) under defined benefit retirement benefit plans are determined using the projected unit credit method. Service cost (including current service cost) and net interest on the net defined benefit liabilities (assets) are recognized as employee benefits expense in the period in which they occur. Remeasurement, comprising actuarial gains and losses and the return on plan assets (excluding interest), is recognized in other comprehensive income in the period in which it occurs. Remeasurement recognized in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to profit or loss.

Net defined benefit liabilities (assets) represent the actual deficit (surplus) in the Group's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any refunds from the plans or reductions in future contributions to the plans.

3) Other long-term employee benefits

Other long-term employee benefits are accounted for in the same way as the accounting required for defined benefit plans except that remeasurement is recognized in profit or loss.

o. Share-based payment arrangements

Employee share options granted to employees

The fair value at the grant date of the employee share options is expensed on a straight-line basis over the vesting period, based on the Group's best estimates of the number of shares or options that are expected to ultimately vest, with a corresponding increase in capital surplus - employee share options and non-controlling interests. The expense is recognized in full at the grant date if the grants are vested immediately.

At the end of each reporting period, the Group revises its estimate of the number of employee share options that are expected to vest. The impact of the revision of the original estimates is recognized in profit or loss such that the cumulative expenses reflect the revised estimate, with a corresponding adjustment to capital surplus - employee share options and non-controlling interests.

p. Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

1) Current tax

Income tax payable (refundable) is based on taxable profit (loss) for the year determined according to the applicable tax laws of each tax jurisdiction.

According to the Income Tax Law in the ROC, an additional tax on unappropriated earnings is provided for in the year the shareholders approve to retain earnings.

Adjustments of prior years' tax liabilities are added to or deducted from the current year's tax provision.

2) Deferred tax

Deferred tax is recognized on temporary differences between the carrying amount of assets and liabilities and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences, research and development expenditures to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

Deferred tax liabilities are recognized for taxable temporary differences associated with investments in subsidiaries and associates, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are recognized only to the extent that it is probable that there will be sufficient taxable profits against which to utilize the benefits of the temporary differences and such temporary differences are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the assets to be recovered. A previously unrecognized deferred tax asset is also reviewed at the end of each reporting period and recognized to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liabilities are settled or the assets are realized, based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

3) Current and deferred taxes

Current and deferred taxes are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity; in which case, the current and deferred taxes are also recognized in other comprehensive income or directly in equity, respectively.

5. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Group's accounting policies, management is required to make judgments, estimations, and assumptions on the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered relevant. Actual results may differ from these estimates.

The Group considers the possible impact of the recent development of the COVID-19 and its economic environment implications when making its critical accounting estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised if the revisions affect only that period or in the period of the revisions and future periods if the revisions affect both current and future periods.

Key Sources of Estimation Uncertainty

a. Estimated impairment of financial assets

The provision for impairment of accounts receivable (including related parties) is based on assumptions on probability of default and loss given default. The Group uses judgment in making these assumptions and in selecting the inputs to the impairment calculation, based on the Group's historical experience, existing market conditions as well as forward looking estimates as of the end of each reporting period. For details of the key assumptions and inputs used, see Note 9. Where the actual future cash inflows are less than expected, a material impairment loss may arise.

6. CASH

| | <u>December 31</u> | |
|---------------|---------------------|---------------------|
| | 2022 | 2021 |
| Bank deposits | \$ 3,066,233 | \$ 2,482,730 |
| Cash on hand | <u>35</u> | <u>35</u> |
| | <u>\$ 3,066,268</u> | <u>\$ 2,482,765</u> |

The market rates of cash in bank at the end of the reporting period were as follows:

| | <u>December 31</u> | |
|---------------|--------------------|--------------|
| | 2022 | 2021 |
| Bank deposits | 0.001%-4.27% | 0.001%-2.35% |

7. FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

| | <u>December 31</u> | |
|--|--------------------|------------------|
| | 2022 | 2021 |
| <u>Non-current</u> | | |
| Investments in equity instruments at FVTOCI | <u>\$ 4,914</u> | <u>\$ 16,130</u> |
| Domestic investments | | |
| Unlisted shares | | |
| Ordinary shares - Powerchip Technology Corporation | \$ - | \$ 10,233 |
| Ordinary shares - Syntronix Corporation | <u>4,914</u> | <u>5,897</u> |
| | <u>\$ 4,914</u> | <u>\$ 16,130</u> |

These investments in equity instruments are not held for trading. Instead, they are held for medium- to long-term strategic purposes. Accordingly, the management elected to designate these investments in equity instruments as at FVTOCI as they believe that recognizing short-term fluctuations in these investments' fair value in profit or loss would not be consistent with the Group's strategy of holding these investments for long-term purposes.

The Group took the investment strategy into consideration to sell and derecognize investments in equity instruments at FVTOCI. The information related to derecognition in 2022 and 2021 is as follows:

| | For the Year Ended December 31 | |
|---|---------------------------------------|-------------|
| | 2022 | 2021 |
| Fair value at the date of derecognition | \$ 4,654 | \$ 28,563 |
| Accumulated loss on disposal of retained earnings transferred from other equity | (31,750) | (5,545) |

8. FINANCIAL ASSETS AT AMORTIZED COST

| | December 31 | |
|-----------------------|--------------------|---------------|
| | 2022 | 2021 |
| <u>Non-current</u> | | |
| Domestic investments | | |
| Pledged time deposits | <u>\$ 116</u> | <u>\$ 116</u> |

- a. Refer to Note 26 for information relating to the credit risk management and impairment of financial assets at amortized cost.
- b. Refer to Note 28 for information relating to investments in financial assets at amortized cost pledged as security.

9. ACCOUNTS RECEIVABLE, NET

| | December 31 | |
|-------------------------------------|--------------------|-------------------|
| | 2022 | 2021 |
| Accounts receivable | \$ 239,478 | \$ 104,104 |
| Less: Allowance for impairment loss | <u>(97)</u> | <u>(1,435)</u> |
| | <u>\$ 239,381</u> | <u>\$ 102,669</u> |

The average credit term was 30 to 60 days; and no interest was charged on accounts receivable. The Group uses other publicly available financial information or its own trading records to rate its major customers. The Group's exposure and the credit ratings of its counterparties are continuously monitored.

Credit exposure is controlled by counterparty limits that are reviewed and approved.

The Group applies the simplified approach to provide for expected credit losses prescribed by IFRS 9, which permits the use of lifetime expected loss provision for all accounts receivable. The expected credit losses on trade receivables are estimated using a provision matrix prepared by reference to the past default experience of the customer, the customer's current financial position and economic condition of the industry in which the customer operates. As the Group's historical credit loss experience does not show significantly different loss patterns for different customer segments, the provision for loss allowance based on past due status is not further distinguished according to the Group's different customer base.

The Group writes off an account receivable when there is information indicating that the debtor is in severe financial difficulty, and there is no realistic prospect of recovery, e.g. when the debtor has been placed under liquidation. For accounts receivable that have been written off, the Group continues to engage in

enforcement activity to attempt to recover the receivables due. Where recoveries are made, these are recognized in profit or loss.

The Group measures the loss allowance for accounts receivable, and the information is as follows:

December 31, 2022

| | Not Past Due | 1 to 30 Days | 31 to 90 Days | 91 to 180 Days | Over 181 Days | Total |
|--------------------------------|-------------------|-----------------|-----------------|----------------|---------------|-------------------|
| Gross carrying amount | \$ 224,550 | \$ 9,996 | \$ 4,932 | \$ - | \$ - | \$ 239,478 |
| Loss allowance (lifetime ECLs) | - | (25) | (72) | - | - | (97) |
| Amortized cost | <u>\$ 224,550</u> | <u>\$ 9,971</u> | <u>\$ 4,860</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ 239,381</u> |

December 31, 2021

| | Not Past Due | 1 to 30 Days | 31 to 90 Days | 91 to 180 Days | Over 181 Days | Total |
|--------------------------------|------------------|-----------------|------------------|----------------|---------------|-------------------|
| Gross carrying amount | \$ 82,789 | \$ 6,218 | \$ 14,914 | \$ 183 | \$ - | \$ 104,104 |
| Loss allowance (lifetime ECLs) | - | (151) | (1,262) | (22) | - | (1,435) |
| Amortized cost | <u>\$ 82,789</u> | <u>\$ 6,067</u> | <u>\$ 13,652</u> | <u>\$ 161</u> | <u>\$ -</u> | <u>\$ 102,669</u> |

The movements of the loss allowance of accounts receivable were as follows:

| | <u>For the Year Ended December 31</u> | |
|---|---------------------------------------|-----------------|
| | <u>2022</u> | <u>2021</u> |
| Balance at January 1 | \$ 1,435 | \$ 11,961 |
| Less: Net remeasurement of loss allowance | <u>(1,338)</u> | <u>(10,526)</u> |
| Balance at December 31 | <u>\$ 97</u> | <u>\$ 1,435</u> |

10. SUBSIDIARIES

Subsidiaries included in the consolidated financial statements

| Investor | Investee | Nature of Activities | <u>Proportion of Ownership</u> | | Remark |
|-------------------------|---|---|--------------------------------|-------------|--------|
| | | | <u>2022</u> | <u>2021</u> | |
| eMemory Technology Inc. | PUFsecurity Corporation | Product designing, software services, data processing services, intellectual property, etc. | 76.17% | 80.82% | 1 |
| | eMemory Japan Corporation | Product designing, intellectual property management, technology service | 100% | - | 2 |
| PUFsecurity Corporation | PUFsecurity USA Corporation | Sales promotion | 100% | 100% | - |
| | PUFsecurity Technology (Shanghai) Corporation | Product designing and related services | 100% | - | 3 |

Remarks:

- 1) The employees of the Company and PUFsecurity Corporation exercised the employee share options issued by PUFsecurity Corporation in 2021. Therefore, the Company's shareholding percentage decreased from 90.91% to 80.82%.

PUFsecurity Corporation increased its capital by issuing 15,000 thousand shares with a par value of NT\$10 in January 2022, and the paid in capital increased to NT\$101,611 thousand, which was divided into 101,611 thousand shares with a par value of NT\$1. The Company subscribed for 11,107 thousand shares in cash for NT\$111,066 thousand, but did not subscribe for the shares in accordance with its original shareholding proportion, which caused it's the proportion of ownership to decrease from 80.82% to 79.82%.

The employees of the Company and PUFsecurity Corporation exercised the employee share options issued by PUFsecurity Corporation in 2022. On July 27, 2022, for the purpose of transferring shares to its employees, PUFsecurity Corporation's board of directors resolved to buy back 4,000 thousand shares of PUFsecurity Corporation's ordinary shares with the price of NT\$7.5 per share. Therefore, eMemory Technology Inc.'s shareholding percentage decreased from 79.82% to 76.17%.

- 2) eMemory Technology Inc. invested and established eMemory Japan Corporation in March 2022, and the Company remitted investment fund of JPY50,000 thousand on October 21, 2022 and February 3, 2023.
- 3) PUFsecurity Corporation invested and established PUFsecurity Technology (Shanghai) Corporation in July 2022, and PUFsecurity Corporation remitted investment fund of US\$250 thousand on February 3, 2023.

11. INVESTMENTS ACCOUNTED FOR USING THE EQUITY METHOD

Investments in associates

| | <u>December 31</u> | |
|--|--|-----------------|
| | <u>2022</u> | <u>2021</u> |
| Associates that is not individually material | | |
| iMQ Technology Inc. | <u>\$ 15,185</u> | <u>\$ 3,083</u> |
| | <u>Proportion of Ownership and Voting Rights</u> | |
| | <u>December 31</u> | |
| <u>Name of Associate</u> | <u>2022</u> | <u>2021</u> |
| iMQ Technology Inc. | 2.34% | 2.69% |

The employees of iMQ Technology Inc. exercised the employee share option in 2021. Therefore, the Company's shareholding percentage decreased from 2.71% to 2.69%.

The employees of iMQ Technology Inc. exercised the employee share option in 2022. Therefore, the Company's shareholding percentage decreased from 2.69% to 2.34%.

| | <u>For the Year Ended December 31</u> | |
|---|---------------------------------------|-------------------|
| | <u>2022</u> | <u>2021</u> |
| The Company's share of : | | |
| Loss from continuing operations | \$ (2,080) | \$ (2,560) |
| Other comprehensive loss | <u>1</u> | <u>-</u> |
| Total comprehensive loss for the period | <u>\$ (2,079)</u> | <u>\$ (2,560)</u> |

Although the shareholding ratio is less than 20%, the Company is able to exercise significant influence over iMQ Technology Inc. since the chairman of the Company is the same person as the chairman of iMQ Technology Inc.

For information about the nature of business, main operating location and country of incorporation of the associate, refer to Table 3.

The investments in the associates accounted for using the equity method, and the share of profit or loss and other comprehensive income (loss) of those investments for the years ended December 31, 2022 and 2021 was based on the associate's financial statements which have been audited for the same years.

12. PROPERTY, PLANT AND EQUIPMENT

| | <u>December 31</u> | |
|--------------------------------------|--------------------|-------------------|
| | <u>2022</u> | <u>2021</u> |
| Assets used by the Group | \$ 460,475 | \$ 459,983 |
| Assets leased under operating leases | <u>322</u> | <u>327</u> |
| | <u>\$ 460,797</u> | <u>\$ 460,310</u> |

a. Assets used by the Group

| | Freehold Land | Buildings | Research and Development Equipment | Office Equipment | Total |
|---|--------------------------|-------------------|---|-----------------------------|-------------------|
| <u>Cost</u> | | | | | |
| Balance at January 1, 2022 | \$ 123,905 | \$ 388,508 | \$ 100,198 | \$ 17,646 | \$ 630,257 |
| Additions | - | 6,801 | 21,717 | 8,032 | 36,550 |
| Disposals | <u>-</u> | <u>(989)</u> | <u>(32,264)</u> | <u>(3,065)</u> | <u>(36,318)</u> |
| Balance at December 31, 2022 | <u>\$ 123,905</u> | <u>\$ 394,320</u> | <u>\$ 89,651</u> | <u>\$ 22,613</u> | <u>\$ 630,489</u> |
| <u>Accumulated depreciation</u> | | | | | |
| Balance at January 1, 2022 | \$ - | \$ 101,127 | \$ 61,948 | \$ 7,199 | \$ 170,274 |
| Depreciation expense | - | 11,824 | 20,132 | 4,102 | 36,058 |
| Disposals | <u>-</u> | <u>(989)</u> | <u>(32,264)</u> | <u>(3,065)</u> | <u>(36,318)</u> |
| Balance at December 31, 2022 | <u>\$ -</u> | <u>\$ 111,962</u> | <u>\$ 49,816</u> | <u>\$ 8,236</u> | <u>\$ 170,014</u> |
| Carrying amount at December 31, 2022 | <u>\$ 123,905</u> | <u>\$ 282,358</u> | <u>\$ 39,835</u> | <u>\$ 14,377</u> | <u>\$ 460,475</u> |
| <u>Cost</u> | | | | | |
| Balance at January 1, 2021 | \$ 113,730 | \$ 364,150 | \$ 117,024 | \$ 12,008 | \$ 606,912 |
| Additions | - | 8,229 | 16,443 | 6,719 | 31,391 |
| Disposals | - | (7,533) | (33,269) | (1,081) | (41,883) |
| Transfers from assets leased under operating leases | <u>10,175</u> | <u>23,662</u> | <u>-</u> | <u>-</u> | <u>33,837</u> |
| Balance at December 31, 2021 | <u>\$ 123,905</u> | <u>\$ 388,508</u> | <u>\$ 100,198</u> | <u>\$ 17,646</u> | <u>\$ 630,257</u> |

(Continued)

| | Freehold Land | Buildings | Research and Development Equipment | Office Equipment | Total |
|---|--------------------------|-------------------|---|-----------------------------|-------------------|
| <u>Accumulated depreciation</u> | | | | | |
| Balance at January 1, 2021 | \$ - | \$ 93,042 | \$ 71,251 | \$ 5,220 | \$ 169,513 |
| Depreciation expense | - | 11,068 | 23,966 | 3,060 | 38,094 |
| Disposals | - | (7,507) | (33,269) | (1,081) | (41,857) |
| Transfers from assets leased under operating leases | - | 4,524 | - | - | 4,524 |
| Balance at December 31, 2021 | <u>\$ -</u> | <u>\$ 101,127</u> | <u>\$ 61,948</u> | <u>\$ 7,199</u> | <u>\$ 170,274</u> |
| Carrying amount at December 31, 2021 | <u>\$ 123,905</u> | <u>\$ 287,381</u> | <u>\$ 38,250</u> | <u>\$ 10,447</u> | <u>\$ 459,983</u> |

(Concluded)

b. Assets leased under operating leases

| | Freehold Land | Buildings | Total |
|--|----------------------|------------------|-----------------|
| <u>Cost</u> | | | |
| Balance at January 1 and December 31, 2022 | <u>\$ 114</u> | <u>\$ 265</u> | <u>\$ 379</u> |
| <u>Accumulated depreciation</u> | | | |
| Balance at January 1, 2022 | \$ - | \$ 52 | \$ 52 |
| Depreciation expense | - | 5 | 5 |
| Balance at December 31, 2022 | <u>\$ -</u> | <u>\$ 57</u> | <u>\$ 57</u> |
| Carrying amount at December 31, 2022 | <u>\$ 114</u> | <u>\$ 208</u> | <u>\$ 322</u> |
| <u>Cost</u> | | | |
| Balance at January 1, 2021 | \$ 10,289 | \$ 23,927 | \$ 34,216 |
| Transfers to assets used by the Group | <u>(10,175)</u> | <u>(23,662)</u> | <u>(33,837)</u> |
| Balance at December 31, 2021 | <u>\$ 114</u> | <u>\$ 265</u> | <u>\$ 379</u> |
| <u>Accumulated depreciation</u> | | | |
| Balance at January 1, 2021 | \$ - | \$ 4,222 | \$ 4,222 |
| Depreciation expense | - | 354 | 354 |
| Transfers to assets used by the Group | - | <u>(4,524)</u> | <u>(4,524)</u> |
| Balance at December 31, 2021 | <u>\$ -</u> | <u>\$ 52</u> | <u>\$ 52</u> |
| Carrying amount at December 31, 2021 | <u>\$ 114</u> | <u>\$ 213</u> | <u>\$ 327</u> |

Operating leases are related to leases of buildings with lease terms of 1 year. The lessees do not have bargain purchase options to acquire the assets at the expiry of the lease periods.

The maturity analysis of lease payments receivable under operating lease payments was as follows:

| | December 31 | |
|--------|--------------------|--------------|
| | 2022 | 2021 |
| Year 1 | \$ <u>30</u> | \$ <u>30</u> |

There was no indication of impairment for the years ended December 31, 2022 and 2021.

The Group's property, plant and equipment are depreciated on a straight-line basis over their useful lives as follows:

| | |
|------------------------------------|-------------|
| Buildings | |
| Office main buildings | 35-50 years |
| Electrical power equipment | 5-10 years |
| Air-conditioning equipment | 5-8 years |
| Extinguishment equipment | 5 years |
| Research and development equipment | 3-8 years |
| Office equipment | 3-10 years |

13. LEASE ARRANGEMENTS

a. Right-of-use assets

| | December 31 | |
|---|---------------------------------------|-------------------|
| | 2022 | 2021 |
| <u>Carrying amount</u> | | |
| Buildings | \$ 2,978 | \$ 4,885 |
| Transportation equipment | <u>2,460</u> | <u>3,801</u> |
| | <u>\$ 5,438</u> | <u>\$ 8,686</u> |
| | For the Year Ended December 31 | |
| | 2022 | 2021 |
| Additions to right-of-use assets | <u>\$ 7</u> | <u>\$ 7,671</u> |
| Depreciation charge for right-of-use assets | | |
| Buildings | \$ 1,914 | \$ 1,692 |
| Transportation equipment | <u>1,341</u> | <u>645</u> |
| | <u>\$ 3,255</u> | <u>\$ 2,337</u> |
| Income from the subleasing of right-of-use assets (presented in other income) | <u>\$ (1,431)</u> | <u>\$ (1,205)</u> |

Except for the aforementioned additions and recognized depreciation, the Group did not have significant sublease or impairment of right-of-use assets for the years ended December 31, 2022 and 2021.

b. Lease liabilities

| | December 31 | |
|------------------------|--------------------|-------------|
| | 2022 | 2021 |
| <u>Carrying amount</u> | | |
| Current | \$ 3,299 | \$ 3,230 |
| Non-current | \$ 2,237 | \$ 5,532 |

Discount rates for lease liabilities were as follows:

| | December 31 | |
|--------------------------|--------------------|-------------|
| | 2022 | 2021 |
| Buildings | 1.38%-1.68% | 1.38%-1.68% |
| Transportation equipment | 2.73% | 2.73% |

c. Other lease information

Refer to Note 12 for operating leases related to leases arrangements of property, plant and equipment.

| | For the Year Ended December 31 | |
|--|---------------------------------------|-------------|
| | 2022 | 2021 |
| Expenses relating to short-term leases | \$ 3,070 | \$ 3,138 |
| Total cash outflow for leases | \$ (6,447) | \$ (5,566) |

The Group's leases of certain parking space and machine rooms qualify as short-term leases. The Group has elected to apply the recognition exemption and thus, did not recognize right-of-use assets and lease liabilities for these leases.

14. INTANGIBLE ASSETS

| | Patents | Software | Trademarks | Total |
|--------------------------------------|-------------------|------------------|-------------------|-------------------|
| <u>Cost</u> | | | | |
| Balance at January 1, 2022 | \$ 158,784 | \$ 7,870 | \$ 3,000 | \$ 169,654 |
| Additions | 10,032 | 27,303 | - | 37,335 |
| Disposals | <u>(51)</u> | <u>(1,980)</u> | <u>-</u> | <u>(2,031)</u> |
| Balance at December 31, 2022 | <u>\$ 168,765</u> | <u>\$ 33,193</u> | <u>\$ 3,000</u> | <u>\$ 204,958</u> |
| <u>Accumulated amortization</u> | | | | |
| Balance at January 1, 2022 | \$ 89,713 | \$ 4,678 | \$ 2,827 | \$ 97,218 |
| Amortization expense | 16,894 | 18,586 | 104 | 35,584 |
| Disposals | <u>(51)</u> | <u>(1,980)</u> | <u>-</u> | <u>(2,031)</u> |
| Balance at December 31, 2022 | <u>\$ 106,556</u> | <u>\$ 21,284</u> | <u>\$ 2,931</u> | <u>\$ 130,771</u> |
| Carrying amount at December 31, 2022 | <u>\$ 62,209</u> | <u>\$ 11,909</u> | <u>\$ 69</u> | <u>\$ 74,187</u> |

(Continued)

| | Patents | Software | Trademarks | Total |
|--------------------------------------|-------------------|-----------------|-------------------|---------------------------------|
| <u>Cost</u> | | | | |
| Balance at January 1, 2021 | \$ 145,847 | \$ 9,340 | \$ 3,000 | \$ 158,187 |
| Additions | 13,280 | 1,180 | - | 14,460 |
| Disposals | <u>(343)</u> | <u>(2,650)</u> | <u>-</u> | <u>(2,993)</u> |
| Balance at December 31, 2021 | <u>\$ 158,784</u> | <u>\$ 7,870</u> | <u>\$ 3,000</u> | <u>\$ 169,654</u> |
| <u>Accumulated amortization</u> | | | | |
| Balance at January 1, 2021 | \$ 73,891 | \$ 4,847 | \$ 2,635 | \$ 81,373 |
| Amortization expense | 16,165 | 2,481 | 192 | 18,838 |
| Disposals | <u>(343)</u> | <u>(2,650)</u> | <u>-</u> | <u>(2,993)</u> |
| Balance at December 31, 2021 | <u>\$ 89,713</u> | <u>\$ 4,678</u> | <u>\$ 2,827</u> | <u>\$ 97,218</u> |
| Carrying amount at December 31, 2021 | <u>\$ 69,071</u> | <u>\$ 3,192</u> | <u>\$ 173</u> | <u>\$ 72,436</u> (Concluded) |

The Group's major products are NeoBit®, NeoFuse®, NeoPUF®, NeoEE® and NeoMTP®, etc. There are 1,247 patents currently owned or pending approval for the products mentioned above. According to the requirements of IAS 38, the research and development costs were recognized as research and development expenses, instead of capitalized, in the periods when incurred. The costs of the patents and the trademarks mentioned above were the costs of the relevant fees and professional service expenses for legal right applications.

The above intangible assets with finite useful lives are amortized on a straight-line basis over their useful lives as follows:

| | |
|------------|-----------|
| Patents | 5 years |
| Software | 1-3 years |
| Trademarks | 5 years |

15. OTHER ASSETS

| | <u>December 31</u> | |
|---|--------------------|------------------|
| | 2022 | 2021 |
| <u>Current</u> | | |
| Prepayments | | |
| Prepayments for software | \$ 7,392 | \$ 15,900 |
| Prepayments for annual fee on the patents | 6,028 | 5,481 |
| Prepayments for software maintenance | 1,688 | 1,738 |
| Prepayments for membership | 1,293 | 455 |
| Prepayments for outsourced testing | 321 | 2,009 |
| Others | <u>3,292</u> | <u>1,677</u> |
| | <u>\$ 20,014</u> | <u>\$ 27,260</u> |
| Other assets | | |
| Temporary payments | <u>\$ 4,157</u> | <u>\$ 3,854</u> |

16. OTHER LIABILITIES

| | December 31 | |
|---------------------------------------|--------------------|-------------------|
| | 2022 | 2021 |
| <u>Current</u> | | |
| Other payables | | |
| Bonuses | \$ 125,298 | \$ 98,052 |
| Payable for annual leave | 7,446 | 7,244 |
| Payable for professional service fees | 1,992 | 2,078 |
| Others | <u>47,161</u> | <u>44,897</u> |
| | <u>\$ 181,897</u> | <u>\$ 152,271</u> |
| Other liabilities | | |
| Receipt under custody | \$ 1,952 | \$ 1,490 |
| Temporary receipts | 27 | 11 |
| Receipts in advance | <u>-</u> | <u>427</u> |
| | <u>\$ 1,979</u> | <u>\$ 1,928</u> |

17. RETIREMENT BENEFIT PLANS

a. Defined contribution plans

The Group adopted a pension plan under the Labor Pension Act (LPA), which is a state-managed defined contribution plan. Under the LPA, an entity makes monthly contributions to employees' individual pension accounts at 6% of monthly salaries and wages.

b. Defined benefit plans

The defined benefit plan adopted by the Company in accordance with the Labor Standards Law is operated by the government. Pension benefits are calculated on the basis of the length of service and average monthly salaries of the 6 months before retirement. The Company contributes amounts equal to 2% of total monthly salaries and wages to a pension fund administered by the pension fund monitoring committee. Pension contributions are deposited in the Bank of Taiwan in the committee's name. Before the end of each year, the Company assesses the balance in the pension fund. If the amount of the balance in the pension fund is inadequate to pay retirement benefits for employees who conform to retirement requirements in the next year, the Company is required to fund the difference in one appropriation that should be made before the end of March of the next year. The pension fund is managed by the Bureau of Labor Funds, Ministry of Labor (the Bureau); the Company has no right to influence the investment policy and strategy.

The amounts based on the actuarial report of the Company's defined benefit plans were as follows:

| | December 31 | |
|--|--------------------|------------------|
| | 2022 | 2021 |
| Present value of funded defined benefit obligation | \$ 29,520 | \$ 31,147 |
| Fair value of plan assets | <u>(13,808)</u> | <u>(11,957)</u> |
| Net defined benefit liabilities | <u>\$ 15,712</u> | <u>\$ 19,190</u> |

Movements in net defined benefit liabilities were as follows:

| | Present Value of the Defined Benefit Obligation | Fair Value of the Plan Assets | Net Defined Benefit Liabilities |
|---|--|--|--|
| Balance at January 1, 2021 | \$ 32,106 | \$ (10,873) | \$ 21,233 |
| Net interest expense (income) | <u>160</u> | <u>(58)</u> | <u>102</u> |
| Recognized in profit or loss | <u>160</u> | <u>(58)</u> | <u>102</u> |
| Remeasurement | | | |
| Return on plan assets (excluding amounts included in net interest) | - | (134) | (134) |
| Actuarial loss (gain) | | | |
| Changes in demographic assumptions | 1,062 | - | 1,062 |
| Experience adjustments | <u>(2,181)</u> | <u>-</u> | <u>(2,181)</u> |
| Recognized in other comprehensive income | <u>(1,119)</u> | <u>(134)</u> | <u>(1,253)</u> |
| Contributions from the employer | <u>-</u> | <u>(892)</u> | <u>(892)</u> |
| Balance at December 31, 2021 | <u>31,147</u> | <u>(11,957)</u> | <u>19,190</u> |
| Net interest expense (income) | <u>156</u> | <u>(62)</u> | <u>94</u> |
| Recognized in profit or loss | <u>156</u> | <u>(62)</u> | <u>94</u> |
| Remeasurement | | | |
| Return on plan assets (excluding amounts included in net interest) | - | (919) | (919) |
| Actuarial loss (gain) | | | |
| Changes in financial assumptions | (1,926) | - | (1,926) |
| Experience adjustments | <u>143</u> | <u>-</u> | <u>143</u> |
| Recognized in other comprehensive income | <u>(1,783)</u> | <u>(919)</u> | <u>(2,702)</u> |
| Contributions from the employer | <u>-</u> | <u>(870)</u> | <u>(870)</u> |
| Balance at December 31, 2022 | <u>\$ 29,520</u> | <u>\$ (13,808)</u> | <u>\$ 15,712</u> |

Through the defined benefit plans under the Labor Standards Law, the Company is exposed to the following risks:

- 1) Investment risk: The plan assets are invested in domestic and foreign equity and debt securities, bank deposits, etc. The investment is conducted at the discretion of the Bureau or under the mandated management. However, in accordance with relevant regulations, the return generated by plan assets should not be below the interest rate for a 2-year time deposit with local banks.
- 2) Interest risk: A decrease in the government bond interest rate will increase the present value of the defined benefit obligation; however, this will be partially offset by an increase in the return on the plans' debt investments.
- 3) Salary risk: The present value of the defined benefit obligation is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the present value of the defined benefit obligation.

The actuarial valuations of the present value of the defined benefit obligation were carried out by qualified actuaries. The significant assumptions used for the purposes of the actuarial valuations were as follows:

| | <u>December 31</u> | |
|----------------------------------|--------------------|-------------|
| | 2022 | 2021 |
| Discount rate | 1.50% | 0.50% |
| Expected rate of salary increase | 4.50% | 4.00% |

If possible reasonable changes in each of the significant actuarial assumptions will occur and all other assumptions will remain constant, the present value of the defined benefit obligation would increase (decrease) as follows:

| | <u>December 31</u> | |
|----------------------------------|--------------------|-------------------|
| | 2022 | 2021 |
| Discount rate | | |
| 0.25% increase | <u>\$ (867)</u> | <u>\$ (1,007)</u> |
| 0.25% decrease | <u>\$ 901</u> | <u>\$ 1,049</u> |
| Expected rate of salary increase | | |
| 0.25% increase | <u>\$ 861</u> | <u>\$ 999</u> |
| 0.25% decrease | <u>\$ (833)</u> | <u>\$ (964)</u> |

The sensitivity analysis presented above may not be representative of the actual changes in the present value of the defined benefit obligation as it is unlikely that changes in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

| | <u>December 31</u> | |
|---|--------------------|---------------|
| | 2022 | 2021 |
| Expected contributions to the plans for the next year | <u>\$ 912</u> | <u>\$ 949</u> |
| Average duration of the defined benefit obligation | 12 years | 13.1 years |

18. EQUITY

a. Ordinary shares

| | <u>December 31</u> | |
|---|---------------------|---------------------|
| | 2022 | 2021 |
| Numbers of shares authorized (in thousands) | <u>100,000</u> | <u>100,000</u> |
| Shares authorized | <u>\$ 1,000,000</u> | <u>\$ 1,000,000</u> |
| Number of shares issued and fully paid (in thousands) | <u>76,185</u> | <u>76,124</u> |
| Shares issued | <u>\$ 761,845</u> | <u>\$ 761,235</u> |

For the year ended December 31, 2022, the shares increased due to the employees' exercise of their employee share options.

b. Capital surplus

| | <u>December 31</u> | |
|--|--------------------|-------------------|
| | <u>2022</u> | <u>2021</u> |
| <u>May be used to offset a deficit, distributed as cash dividends, or transferred to share capital (1)</u> | | |
| Arising from issuance of ordinary shares | \$ 60,421 | \$ 153,448 |
| Arising from issuance of ordinary-exercised/invalid employee share options | 62,636 | 53,423 |
| <u>May be used to offset a deficit only</u> | | |
| Arising from changes in percentage of ownership interests in subsidiaries (2) | 13,883 | 27,697 |
| Arising from share of changes in capital surplus of associates (2) | 62,948 | 48,766 |
| <u>May not be used for any purpose</u> | | |
| Arising from employee share options | <u>10,634</u> | <u>19,847</u> |
| | <u>\$ 210,522</u> | <u>\$ 303,181</u> |

- 1) Such capital surplus may be used to offset a deficit; in addition, when the Company has no deficit, such capital surplus may be distributed as cash dividends or transferred to share capital (limited to a certain percentage of the Company's capital surplus and to once a year).
- 2) Such capital surplus arises from the effects of changes in ownership interests in subsidiaries and associates resulting from equity transactions other than actual disposals or acquisitions or from changes in capital surplus of subsidiaries and associates accounted for using the equity method.

c. Retained earnings and dividend policy

Based on the Company's Articles of Incorporation state that, where the Company made a profit in a fiscal year, the profit shall be first utilized for paying taxes, offsetting accumulated losses, setting aside as legal reserve 10% of the remaining profit, setting aside or reversing a special reserve in accordance with the laws and regulations, and then any remaining profit together with any undistributed retained earnings shall be used by the Company's board of directors as the basis for proposing a distribution plan, which should be resolved in the shareholders' meeting for the distribution of dividends and bonuses to shareholders. For the policies on the distribution of employees' compensation and remuneration of directors after the amendment, refer to "Employees' compensation and remuneration of directors" in Note 21 (g).

The Company shall distribute dividend with considerations of the market situation and development stage, as well as future capital needs, long-term corporate development and the shareholders' cash flow needs. Based on the Company's dividend policy, in principle, the total dividends distributed shall not be less than 50% of distributable earnings, of which at least 10% will be paid as cash dividend and the remainder will be in the form of stock dividend. The board of directors shall map out the distribution proposal in consideration of future operation and capital expenditure, and present the proposal at the shareholders' meeting for approval.

An appropriation of earnings to the legal reserve shall be made until the legal reserve equals the Company's paid-in capital. The legal reserve may be used to offset deficits. If the Company has no deficit and the legal reserve has exceeded 25% of the Company's paid-in capital, the excess may be transferred to capital or distributed in cash.

The appropriations of earnings for 2021 and 2020 which had been approved in the shareholders' meetings on June 15, 2022 and July 15, 2021, respectively, were as follows:

| | Appropriation of Earnings | |
|---------------------------------|---------------------------------------|-------------|
| | For the Year Ended December 31 | |
| | 2021 | 2020 |
| Legal reserve | \$ 109,686 | \$ 70,752 |
| Special reserve | \$ (29,116) | \$ (5,485) |
| Cash dividends | \$ 931,990 | \$ 558,792 |
| Cash dividends per share (NT\$) | \$ 12.50 | \$ 7.50 |

The Company's shareholders also resolved to issue cash dividends from the capital surplus of \$111,839 thousand and \$111,759 thousand in the shareholders' meetings on June 15, 2022 and July 15, 2021, respectively.

The appropriations of earnings for 2022 had been proposed by the Company's board of directors on February 22, 2023. The appropriations and dividends per share were as follows:

| | For the Year Ended December 31, 2022 |
|---------------------------------|---|
| Legal reserve | \$ 125,888 |
| Special reserve | \$ (26,005) |
| Cash dividends | \$ 1,417,769 |
| Cash dividends per share (NT\$) | \$ 19.00 |

Issuance of cash dividends from capital surplus of \$111,929 thousand had also been proposed by the Company's board of directors on February 22, 2023.

The appropriations of earnings for 2022 are subject to the resolution of the shareholders in their meeting to be held on June 9, 2023.

d. Other equity items

1) Exchange differences on the translation of the financial statements of foreign operations

| | For the Year Ended December 31 | |
|---|---------------------------------------|-------------|
| | 2022 | 2021 |
| Balance at January 1 | \$ (112) | \$ (26) |
| Recognized for the year | | |
| Exchange differences on the translation of the financial statements of foreign operations | 817 | (86) |
| Share from associates accounted for using the equity method | 1 | - |
| Other comprehensive loss recognized for the year | 818 | (86) |
| Balance at December 31 | \$ 706 | \$ (112) |

2) Unrealized valuation gain (loss) on financial assets at FVTOCI

| | For the Year Ended December 31 | |
|--|---------------------------------------|--------------------|
| | 2022 | 2021 |
| Balance at January 1 | \$ (30,874) | \$ (60,075) |
| Recognized for the year | | |
| Unrealized gain (loss) - equity instruments | <u>(6,562)</u> | <u>23,656</u> |
| Other comprehensive income (loss) recognized for the year | <u>(6,562)</u> | <u>23,656</u> |
| Cumulative unrealized gain (loss) of equity instruments transferred to retained earnings due to disposal | <u>31,750</u> | <u>5,545</u> |
| Balance at December 31 | <u>\$ (5,686)</u> | <u>\$ (30,874)</u> |

e. Non-controlling interests

| | For the Year Ended December 31 | |
|---|---------------------------------------|------------------|
| | 2022 | 2021 |
| Balance at January 1 | \$ 47,415 | \$ 9,372 |
| Change in percentage of ownership interests in subsidiaries | 13,814 | (3,068) |
| Share in loss for the year | (7,768) | (7,503) |
| Other comprehensive income (loss) during the year | | |
| Exchange differences on the translation of the financial statements of foreign operations | 69 | (11) |
| Share-based payments | 723 | 78 |
| Exercise of employee share options by subsidiaries | 8,867 | 9,613 |
| Increase in treasury stock by subsidiaries | (30,000) | - |
| Non-controlling interests | <u>-</u> | <u>38,934</u> |
| Balance at December 31 | <u>\$ 33,120</u> | <u>\$ 47,415</u> |

f. Treasury shares

| | Unit: In Thousands of Shares | | | |
|---------------------------------|--------------------------------------|---------------------------------|---------------------------------|--|
| Purpose of Buy-Back | Number of Shares at January 1 | Increase During the Year | Decrease During the Year | Number of Shares at December 31 |
| <u>2022</u> | | | | |
| Shares transferred to employees | <u>1,567</u> | <u>-</u> | <u>-</u> | <u>1,567</u> |
| <u>2021</u> | | | | |
| Shares transferred to employees | <u>1,567</u> | <u>-</u> | <u>-</u> | <u>1,567</u> |

In September 2018, for the purpose of transferring shares to its employees, the Company's board of directors resolved to buy back 2,500 thousand shares of the Company's ordinary shares from the TPEX market from September 14, 2018 to November 13, 2018 with the price interval ranging from NT\$177.80 to NT\$400 per share. The Company has bought back 1,567 thousand shares with total cost of NT\$404,238 thousand.

Under the Securities and Exchange Act, the Company shall neither pledge treasury shares nor exercise shareholders' rights on these shares, such as the rights to dividends and to vote.

19. SHARE-BASED PAYMENTS

Employee share option plan of the Company

Qualified employees of the Company were granted 500 options in February 2016. Each option entitles the holder to subscribe for one thousand ordinary shares of the Company. The options granted are valid for 10 years and exercisable at certain percentages after the second anniversary from the grant date. The options were granted at an exercise price equal to the closing price of the Company's ordinary shares listed on the TPEX on the grant date. For any subsequent changes in the Company's ordinary shares or for any cash dividends issued in excess of the ratio required in the issuance rule, the exercise price is adjusted accordingly.

The information of employee share options was as follows:

| | For the Year Ended December 31 | | | |
|------------------------------------|---------------------------------------|--|------------------------------|--|
| | 2022 | | 2021 | |
| | Number of Options | Weighted- average Exercise Price (NT\$) | Number of Options | Weighted- average Exercise Price (NT\$) |
| Balance at January 1 | 130 | \$ 318.4 | 194 | \$ 318.4 |
| Options exercised | <u>(61)</u> | 318.4 | <u>(64)</u> | 318.4 |
| Balance at December 31 | <u>69</u> | 318.4 | <u>130</u> | 318.4 |
| Options exercisable, end of period | <u>69</u> | 318.4 | <u>130</u> | 318.4 |

The weighted-average share prices on the exercise date of the share options for the year ended December 31, 2022 and 2021 were \$1,108 and \$1,645, respectively.

Information on outstanding options is as follows:

| | December 31 | |
|--|--------------------|-------------|
| | 2022 | 2021 |
| Range of exercise price (NT\$) | \$ 318.4 | \$ 318.4 |
| Weighted-average remaining contractual life (in years) | 3.15 | 4.15 |

Options granted in February 2016 were priced using the Black-Scholes pricing model and the inputs of the model were as follows:

| | |
|-------------------------------|-------------|
| Grant-date share price (NT\$) | \$ 351 |
| Exercise price (NT\$) | \$ 351 |
| Expected volatility | 43.24% |
| Expected life (in years) | 6-7 years |
| Expected dividend yield | - |
| Risk-free interest rate | 0.71%-0.75% |

Compensation cost recognized were both NT\$0 thousand for the year ended December 31, 2022 and 2021.

Qualified employees of PUFsecurity Corporation were granted 9,337 options in January 2020. Each option entitles the holder to subscribe for one thousand ordinary shares of PUFsecurity Corporation. The options granted are valid for 3 years and exercisable at certain percentages one year after the grant date. The options

were granted at an exercise price of NT\$1. For any subsequent changes in PUFsecurity Corporation's ordinary shares, the exercise price is adjusted accordingly.

The information of employee share options was as follows:

| | For the Year Ended December 31 | | | |
|---|---------------------------------------|--|------------------------------|--|
| | 2022 | | 2021 | |
| | Number of Options | Weighted- average Exercise Price (NT\$) | Number of Options | Weighted- average Exercise Price (NT\$) |
| Balance at January 1 | 4,180 | \$ 1 | 9,274 | \$ 1 |
| Options exercised | (4,146) | 1 | (4,613) | 1 |
| Options forfeited | <u>(34)</u> | 1 | <u>(481)</u> | 1 |
| Balance at December 31 | <u>-</u> | - | <u>4,180</u> | 1 |
| Options exercisable, end of period | <u>-</u> | - | <u>24</u> | 1 |
| Weighted-average fair value of options granted (NT\$) | <u>\$ -</u> | | <u>\$ -</u> | |

Information on outstanding options is as follows:

| | December 31, 2021 |
|--|------------------------------|
| Range of exercise price (NT\$) | \$ 1 |
| Weighted-average remaining contractual life (in years) | 1.03 |

Options granted in January 2020 were priced using the Black-Scholes pricing model and the inputs of the model were as follows:

| | |
|-------------------------------|---------------|
| Grant-date share price (NT\$) | \$ 0.43 |
| Exercise price (NT\$) | \$ 1 |
| Expected volatility | 47.84%-48.23% |
| Expected life (in years) | 2-2.5 years |
| Expected dividend yield | - |
| Risk-free interest rate | 0.5%-0.52% |

Compensation cost recognized were NT\$1 thousand and NT\$58 thousand for the year ended December 31, 2022 and 2021, respectively.

Qualified employees of PUFsecurity Corporation were granted 10,663 options in July 2020. Each option entitles the holder to subscribe for one thousand ordinary shares of PUFsecurity Corporation. The options granted are valid for 3 years and exercisable at certain percentages one year after the grant date. The options were granted at an exercise price of NT\$1. For any subsequent changes in PUFsecurity Corporation's ordinary shares, the exercise price is adjusted accordingly.

The information of employee share options was as follows:

| | For the Year Ended December 31 | | | |
|---|---------------------------------------|--|------------------------------|--|
| | 2022 | | 2021 | |
| | Number of Options | Weighted- average Exercise Price (NT\$) | Number of Options | Weighted- average Exercise Price (NT\$) |
| Balance at January 1 | 4,807 | \$ 1 | 10,627 | \$ 1 |
| Options exercised | (4,722) | 1 | (5,000) | 1 |
| Options forfeited | <u>(85)</u> | 1 | <u>(820)</u> | 1 |
| Balance at December 31 | <u>-</u> | - | <u>4,807</u> | 1 |
| Options exercisable, end of period | <u>-</u> | - | <u>49</u> | 1 |
| Weighted-average fair value of options granted (NT\$) | <u>\$ -</u> | | <u>\$ -</u> | |

Information on outstanding options is as follows:

| | December 31, 2021 |
|--|------------------------------|
| Range of exercise price (NT\$) | \$ 1 |
| Weighted-average remaining contractual life (in years) | 1.52 |

Options granted in July 2020 were priced using the Black-Scholes pricing model and the inputs of the model were as follows:

| | |
|-------------------------------|---------------|
| Grant-date share price (NT\$) | \$ 0.04 |
| Exercise price (NT\$) | \$ 1 |
| Expected volatility | 50.07%-50.68% |
| Expected life (in years) | 2-2.5 years |
| Expected dividend yield | - |
| Risk-free interest rate | 0.25%-0.27% |

Compensation cost recognized were both NT\$0 thousand for the year ended December 31, 2022 and 2021.

Qualified employees of PUFsecurity Corporation were granted 4,089 options in September 2021. Each option entitles the holder to subscribe for one thousand ordinary shares of PUFsecurity Corporation. The options granted are valid for 5 years and exercisable at certain percentages two year after the grant date. The options were granted at an exercise price of NT\$2. For any subsequent changes in PUFsecurity Corporation's ordinary shares, the exercise price is adjusted accordingly.

The information of employee share options was as follows:

| | For the Year Ended December 31 | | | |
|--|---------------------------------------|--|------------------------------|--|
| | 2022 | | 2021 | |
| | Number of Options | Weighted- average Exercise Price (NT\$) | Number of Options | Weighted- average Exercise Price (NT\$) |
| Balance at January 1 | 4,089 | \$ 2 | - | \$ - |
| Options granted | - | - | 4,089 | 2 |
| Options forfeited | <u>(94)</u> | 2 | <u>-</u> | - |
| Balance at December 31 | <u>3,395</u> | 2 | <u>4,089</u> | 2 |
| Options exercisable, end of period | <u>-</u> | - | <u>-</u> | - |
| Weighted-average fair value of options granted (NT\$) | <u>\$ -</u> | | <u>\$ 0.051</u> | |

Information on outstanding options is as follows:

| | December 31 | |
|--|--------------------|-------------|
| | 2022 | 2021 |
| Range of exercise price (NT\$) | \$ 2 | \$ 2 |
| Weighted-average remaining contractual life (in years) | 3.71 | 4.71 |

Options granted in September 2021 were priced using the Black-Scholes pricing model and the inputs of the model were as follows:

| | |
|-------------------------------|---------------|
| Grant-date share price (NT\$) | \$ 0.53 |
| Exercise price (NT\$) | \$ 2 |
| Expected volatility | 51.93%-53.25% |
| Expected life (in years) | 3.5-4.5 years |
| Expected dividend yield | - |
| Risk-free interest rate | 0.28%-0.29% |

Compensation cost recognized were NT\$68 thousand and NT\$20 thousand for the year ended December 31, 2022 and 2021, respectively.

In November 2021, PUFsecurity Corporation issued shares, out of which some were reserved for employees' subscription. The Black-Scholes pricing model was used to price the shares, which was also used to calculate the compensation costs as NT\$0; the inputs of the model were as follows:

| | |
|-------------------------------|---------|
| Grant-date share price (NT\$) | \$ 1.86 |
| Exercise price (NT\$) | \$ 10 |
| Expected volatility | 63.44% |
| Expected life | 29 days |
| Expected dividend yield | - |
| Risk-free interest rate | 0.25% |

Qualified employees of PUFsecurity Corporation were granted 2,090 options in June 2022. Each option entitles the holder to subscribe for one thousand ordinary shares of PUFsecurity Corporation. The options granted are valid for 5 years and exercisable at certain percentages two year after the grant date. The options were granted at an exercise price of NT\$4. For any subsequent changes in PUFsecurity Corporation's ordinary shares, the exercise price is adjusted accordingly.

The information of employee share options was as follows:

| | For the Year Ended December 31, 2022 | |
|---|---|--|
| | Number of Options | Weighted- average Exercise Price (NT\$) |
| Balance at January 1 | - | \$ - |
| Options granted | 2,090 | 4 |
| Options forfeited | <u>(10)</u> | 4 |
| Balance at December 31 | <u>2,080</u> | 4 |
| Options exercisable, end of period | <u>-</u> | - |
| Weighted-average fair value of options granted (NT\$) | <u>\$ 1.50</u> | |

Information on outstanding options is as follows:

| | December 31, 2022 |
|--|------------------------------|
| Range of exercise price (NT\$) | \$ 4 |
| Weighted-average remaining contractual life (in years) | 4.45 |

Options granted in June 2022 were priced using the Black-Scholes pricing model and the inputs of the model were as follows:

| | |
|-------------------------------|---------------|
| Grant-date share price (NT\$) | \$ 3.68 |
| Exercise price (NT\$) | \$ 4 |
| Expected volatility | 54.33%-54.93% |
| Expected life (in years) | 3.5-4.5 years |
| Expected dividend yield | - |
| Risk-free interest rate | 1.11%-1.18% |

Compensation cost recognized was NT\$587 thousand for the year ended December 31, 2022.

Qualified employees of PUFsecurity Corporation were granted 420 options in September 2022. Each option entitles the holder to subscribe for one thousand ordinary shares of PUFsecurity Corporation. The options granted are valid for 5 years and exercisable at certain percentages two year after the grant date. The options were granted at an exercise price of NT\$4. For any subsequent changes in PUFsecurity Corporation's ordinary shares, the exercise price is adjusted accordingly.

The information of employee share options was as follows:

| | For the Year Ended December 31, 2022 | |
|---|---|--|
| | Number of Options | Weighted- average Exercise Price (NT\$) |
| Balance at January 1 | - | \$ - |
| Options granted | <u>420</u> | 4 |
| Balance at December 31 | <u><u>420</u></u> | 4 |
| Options exercisable, end of period | <u><u>-</u></u> | - |
| Weighted-average fair value of options granted (NT\$) | <u><u>\$ 1.53</u></u> | |

Information on outstanding options is as follows:

| | December 31, 2022 |
|--|------------------------------|
| Range of exercise price (NT\$) | \$ 4 |
| Weighted-average remaining contractual life (in years) | 4.7 |

Options granted in September 2022 were priced using the Black-Scholes pricing model and the inputs of the model were as follows:

| | |
|-------------------------------|---------------|
| Grant-date share price (NT\$) | \$ 3.68 |
| Exercise price (NT\$) | \$ 4 |
| Expected volatility | 55.52%-56.31% |
| Expected life (in years) | 3.5-4.5 years |
| Expected dividend yield | - |
| Risk-free interest rate | 1.16%-1.18% |

Compensation cost recognized was NT\$67 thousand for the year ended December 31, 2022.

20. REVENUE

| | For the Year Ended December 31 | |
|---------------------------|---------------------------------------|----------------------------|
| | 2022 | 2021 |
| Royalty revenue | \$ 2,474,639 | \$ 1,660,973 |
| Technical service revenue | <u>742,072</u> | <u>702,851</u> |
| | <u><u>\$ 3,216,711</u></u> | <u><u>\$ 2,363,824</u></u> |

a. Contract balances

| | December 31, 2022 | December 31, 2021 | January 1, 2021 |
|---|----------------------|----------------------|--------------------|
| Accounts receivable (including related parties) (Note 9) | <u>\$ 242,452</u> | <u>\$ 102,669</u> | <u>\$ 117,449</u> |
| Contract liabilities | | | |
| Technical service revenue | <u>\$ 67,508</u> | <u>\$ 76,943</u> | <u>\$ 50,802</u> |

The changes in the balance of contract liabilities primarily result from the timing difference between the Group's performance and the respective customer's payment.

Revenue of the reporting period recognized from the beginning contract liabilities in the previous periods is as follows:

| | <u>For the Year Ended December 31</u> | |
|--|---------------------------------------|------------------|
| | 2022 | 2021 |
| From contract liabilities at the beginning of the year | | |
| Technical service revenue | <u>\$ 53,879</u> | <u>\$ 35,086</u> |

b. Partially completed contracts

| | <u>For the Year Ended December 31</u> | |
|----------|---------------------------------------|---------------------|
| | 2022 | 2021 |
| Domestic | \$ 1,966,669 | \$ 1,386,771 |
| Asia | 1,070,871 | 850,784 |
| Others | <u>179,171</u> | <u>126,269</u> |
| | <u>\$ 3,216,711</u> | <u>\$ 2,363,824</u> |

21. NET PROFIT FROM CONTINUING OPERATIONS

a. Interest income

| | <u>For the Year Ended December 31</u> | |
|---------------|---------------------------------------|-----------------|
| | 2022 | 2021 |
| Bank deposits | <u>\$ 15,416</u> | <u>\$ 6,997</u> |

b. Other income

| | <u>For the Year Ended December 31</u> | |
|-----------------|---------------------------------------|-----------------|
| | 2022 | 2021 |
| Rental income | \$ 1,490 | \$ 3,584 |
| Dividend income | <u>932</u> | <u>315</u> |
| | <u>\$ 2,422</u> | <u>\$ 3,899</u> |

c. Other gains and losses

| | For the Year Ended December 31 | |
|-----------------------------------|---------------------------------------|-----------------|
| | 2022 | 2021 |
| Net foreign exchange gain (loss) | \$ 34,422 | \$ (8,849) |
| Government grant income (Note 24) | 5,162 | 14,034 |
| Others | <u>308</u> | <u>874</u> |
| | <u>\$ 39,892</u> | <u>\$ 6,059</u> |

d. Finance costs

| | For the Year Ended December 31 | |
|-------------------------------|---------------------------------------|---------------|
| | 2022 | 2021 |
| Interest on lease liabilities | \$ 144 | \$ 106 |
| Others | <u>-</u> | <u>3</u> |
| | <u>\$ 144</u> | <u>\$ 109</u> |

e. Depreciation and amortization

| | For the Year Ended December 31 | |
|---|---------------------------------------|------------------|
| | 2022 | 2021 |
| An analysis of depreciation by function | | |
| Operating expenses | <u>\$ 39,318</u> | <u>\$ 40,785</u> |
| An analysis of amortization by function | | |
| Selling and marketing expenses | \$ 33 | \$ 25 |
| General and administrative expenses | 1,787 | 1,966 |
| Research and development expenses | <u>33,764</u> | <u>16,847</u> |
| | <u>\$ 35,584</u> | <u>\$ 18,838</u> |

f. Employee benefits expense

| | For the Year Ended December 31 | |
|--|---------------------------------------|-------------------|
| | 2022 | 2021 |
| Post-employment benefits (Note 17) | | |
| Defined contribution plans | \$ 21,619 | \$ 19,372 |
| Defined benefit plans | <u>94</u> | <u>102</u> |
| | <u>21,713</u> | <u>19,474</u> |
| Share-based payments (Note 19) | | |
| Equity-settled | <u>723</u> | <u>78</u> |
| Other employee benefits | <u>1,113,410</u> | <u>892,678</u> |
| | <u>\$ 1,135,846</u> | <u>\$ 912,230</u> |
| Total employee benefits expense | <u>\$ 1,135,846</u> | <u>\$ 912,230</u> |
| An analysis of employee benefits expense by function | | |
| Operating expenses | <u>\$ 1,135,846</u> | <u>\$ 912,230</u> |

g. Employees' compensation and remuneration of directors

According to the Articles of Incorporation of the Company, the Company accrued employees' compensation and remuneration of directors at rates of 1-25% and no higher than 2%, respectively, of net profit before income tax, employees' compensation, and remuneration of directors. The employees' compensation and the remuneration of directors for the years ended December 31, 2022 and 2021, which were approved by the Company's board of directors on February 22, 2023 and February 23, 2022, respectively, are as follows:

Accrual rate

| | <u>For the Year Ended December 31</u> | |
|---------------------------|---------------------------------------|-------------|
| | <u>2022</u> | <u>2021</u> |
| Employees' compensation | 15% | 15% |
| Remuneration of directors | 1.5% | 1.5% |

Amount

| | <u>For the Year Ended December 31</u> | |
|---------------------------|---------------------------------------|-------------------|
| | <u>2022</u> | <u>2021</u> |
| | <u>Cash</u> | <u>Cash</u> |
| Employees' compensation | <u>\$ 344,259</u> | <u>\$ 231,808</u> |
| Remuneration of directors | <u>\$ 34,426</u> | <u>\$ 23,181</u> |

If there is a change in the amounts after the annual consolidated financial statements are authorized for issue, the differences are recorded as a change in the accounting estimate.

There is no difference between the actual amounts of employees' compensation and remuneration of directors paid and the amounts recognized in the consolidated financial statements for the years ended December 31, 2021 and 2020.

Information on the employees' compensation and remuneration of directors resolved by the Company's board of directors is available at the Market Observation Post System website of the Taiwan Stock Exchange.

22. INCOME TAXES RELATING TO CONTINUING OPERATIONS

a. Income tax recognized in profit or loss

The major components of tax expense were as follows:

| | <u>For the Year Ended December 31</u> | |
|---|---------------------------------------|-------------------|
| | <u>2022</u> | <u>2021</u> |
| Current tax | | |
| In respect of the current year | \$ 301,826 | \$ 187,484 |
| Income tax on unappropriated earnings | 1,443 | 2,568 |
| Adjustments for prior years | - | (373) |
| | <u>303,269</u> | <u>189,679</u> |
| Deferred tax | | |
| In respect of the current year | <u>1,514</u> | <u>(235)</u> |
| Income tax expense recognized in profit or loss | <u>\$ 304,783</u> | <u>\$ 189,444</u> |

A reconciliation of accounting profit and income tax expense is as follows:

| | For the Year Ended December 31 | |
|--|---------------------------------------|---------------------|
| | 2022 | 2021 |
| Profit before tax | <u>\$ 1,908,924</u> | <u>\$ 1,283,098</u> |
| Income tax expense calculated at the statutory rate | \$ 383,276 | \$ 258,080 |
| Nondeductible expenses in determining taxable income | 8,926 | 12,982 |
| Income tax on unappropriated earnings | 1,443 | 2,568 |
| Unrecognized deductible temporary differences and investment credits | (88,862) | (83,813) |
| Adjustments for prior years' tax | <u>-</u> | <u>(373)</u> |
| Income tax expense recognized in profit or loss | <u>\$ 304,783</u> | <u>\$ 189,444</u> |

b. Current tax liabilities

| | December 31 | |
|-------------------------|--------------------|-------------------|
| | 2022 | 2021 |
| Current tax liabilities | | |
| Income tax payable | <u>\$ 139,676</u> | <u>\$ 140,661</u> |

c. Deferred tax assets

The movements of deferred tax assets was as follows:

For the Year ended December 31, 2022

| | Opening Balance | Recognized in Profit or Loss | Closing Balance |
|----------------------------|----------------------------|---|----------------------------|
| <u>Deferred tax assets</u> | | | |
| Temporary differences | <u>\$ 4,257</u> | <u>\$ (1,514)</u> | <u>\$ 2,743</u> |

For the Year ended December 31, 2021

| | Opening Balance | Recognized in Profit or Loss | Closing Balance |
|----------------------------|----------------------------|---|----------------------------|
| <u>Deferred tax assets</u> | | | |
| Temporary differences | <u>\$ 4,022</u> | <u>\$ 235</u> | <u>\$ 4,257</u> |

d. Unused investment credits for which no deferred tax assets have been recognized in the consolidated balance sheets:

| | December 31 | |
|--------------------------|--------------------|------------------|
| | 2022 | 2021 |
| Investment credits | | |
| Research and development | <u>\$ -</u> | <u>\$ 24,343</u> |

e. Income tax assessments

The tax returns through 2020 have been assessed by the tax authorities.

23. EARNINGS PER SHARE

Unit: NT\$ Per Share

| | <u>For the Year Ended December 31</u> | |
|----------------------------|--|-----------------|
| | 2022 | 2021 |
| Basic earnings per share | <u>\$ 21.61</u> | <u>\$ 14.78</u> |
| Diluted earnings per share | <u>\$ 21.51</u> | <u>\$ 14.73</u> |

The earnings and weighted average number of ordinary shares outstanding used in the computation of earnings per share were as follows:

Net Profit for the Year

| | <u>For the Year Ended December 31</u> | |
|--|--|---------------------|
| | 2022 | 2021 |
| Earnings used in the computation of basic earnings per share | \$ 1,611,909 | \$ 1,101,157 |
| Effect of potentially dilutive ordinary shares: | | |
| Employees' compensation | - | - |
| Employee share options | <u>-</u> | <u>-</u> |
| Earnings used in the computation of diluted earnings per share | <u>\$ 1,611,909</u> | <u>\$ 1,101,157</u> |

Weighted average number of ordinary shares outstanding (in thousands of shares):

| | <u>For the Year Ended December 31</u> | |
|--|--|---------------|
| | 2022 | 2021 |
| Weighted average number of ordinary shares used in the computation of basic earnings per share | 74,586 | 74,520 |
| Effect of potentially dilutive ordinary shares: | | |
| Employees' compensation | 277 | 131 |
| Employee share options | <u>78</u> | <u>100</u> |
| Weighted average number of ordinary shares used in the computation of diluted earnings per share | <u>74,941</u> | <u>74,751</u> |

Since the Company can offer to settle bonus to employees in cash or shares, the Company assumes the entire amount of the bonus would be settled in shares and the resulting potential shares are included in the weighted average number of shares outstanding used in the computation of diluted earnings per share, if the effect is dilutive. Such dilutive effect of the potential shares is included in the computation of diluted earnings per share until the shareholders resolve the number of shares to be distributed to employees at their meeting in the following year.

24. GOVERNMENT GRANTS

The Company applied for AI on chip R&D subsidy program “The Industrial Technology Foresight Research Program of Reconfigurable Analog Artificial Intelligence Chip”, proposed by the Ministry of Economic Affairs, and the program was approved on December 18, 2019. The total funds approved amounted to NT\$85,750 thousand, and the subsidies amounted to NT\$34,300 thousand. The accumulated government grants income recognized was NT\$33,074 thousand and was expired on November 30, 2021. The collateral provided by the Company included cashier checks whose drawees are banking industries and guarantee letters and the amounts were NT\$34,300 thousand and NT\$14,724 thousand, respectively, and the guarantee was released on July 11, 2022.

PUFsecurity Corporation applied for A+ Industrial Innovation R&D Program “PUF-based AIoT Chip Secure Element R&D Project”, proposed by the Ministry of Economic Affairs, and the program was approved on January 14, 2022. The total funds approved amounted to NT\$70,000 thousand, and the subsidies amounted to NT\$28,000 thousand. The collateral provided by PUFsecurity Corporation included cashier checks whose drawees are banking industries and the amount was NT\$28,000 thousand. The accumulated government grants income recognized was NT\$5,162 thousand.

25. CAPITAL MANAGEMENT

The Group manages its capital to ensure that entities in the Group will be able to continue a going concerns while maximizing the return to shareholders through the optimization of the debt and equity balance. The Group’s overall strategy has no significant changes.

The capital structure of the Group consists of issued ordinary shares, capital surplus, retained earnings and other equity.

The Group is not subject to any externally imposed capital requirements.

26. FINANCIAL INSTRUMENTS

- a. Fair value of financial instruments that are not measured at fair value

The management believes the carrying amount of financial assets and financial liabilities not carried at fair value approximate their fair values or their fair values cannot be reliably measured.

- b. Fair value of financial instruments that are measured at fair value on a recurring basis

- 1) Fair value hierarchy

December 31, 2022

| | Level 1 | Level 2 | Level 3 | Total |
|---|---------|---------|----------|----------|
| Financial assets at FVTOCI | | | | |
| Investments in equity instruments at FVTOCI | | | | |
| Unlisted shares | \$ - | \$ - | \$ 4,914 | \$ 4,914 |

December 31, 2021

| | Level 1 | Level 2 | Level 3 | Total |
|---|-----------------------|-----------------------|--------------------|--------------------|
| Financial assets at FVTOCI | | | | |
| Investments in equity instruments at FVTOCI | | | | |
| Unlisted shares | \$ <u> -</u> | \$ <u> -</u> | \$ <u> 16,130</u> | \$ <u> 16,130</u> |

There were no transfers between Levels 1 and 2 in the current and prior years.

2) Reconciliation of Level 3 fair value measurements of financial instruments

| Financial Assets | <u>Financial Assets at FVTOCI</u> | |
|---|-----------------------------------|------------------|
| | <u>2022</u> | <u>2021</u> |
| Balance at January 1 | \$ 16,130 | \$ 21,037 |
| Recognized in other comprehensive income (included in unrealized valuation gain (loss) on financial assets at FVTOCI) | (6,562) | 23,656 |
| Disposal | <u>(4,654)</u> | <u>(28,563)</u> |
| Balance at December 31 | <u>\$ 4,914</u> | <u>\$ 16,130</u> |

3) Valuation techniques and inputs applied for Level 3 fair value measurement

| <u>Financial Instruments</u> | <u>Valuation Techniques and Inputs</u> |
|------------------------------|---|
| Unlisted shares - ROC | The fair value of the shares is estimated based on the balance sheet accounts of the target company, or by comparing the balance sheet or income statement accounts of comparable listed companies and calculating the implied value multiplier in the stock price. |

c. Categories of financial instruments

| | <u>December 31</u> | |
|--|--------------------|--------------|
| | <u>2022</u> | <u>2021</u> |
| <u>Financial assets</u> | | |
| Financial asset at amortized cost (Note 1) | \$ 3,314,003 | \$ 2,594,666 |
| Investment in equity instrument at FVTOCI | 4,914 | 16,130 |
| <u>Financial liabilities</u> | | |
| Amortized cost (Note 2) | 34,373 | 34,970 |

Note 1: The balances include financial assets measured at amortized cost, which comprise cash, accounts receivable (including related parties), other receivables and other current assets.

Note 2: The balances include financial liabilities measured at amortized cost, which comprise other payables (including related parties) and payables on equipment.

d. Financial risk management objectives and policies

The Group's major financial instruments included equity investments, accounts receivable (including related parties), lease liabilities and other payables (including related parties). The Group's corporate financial management function provides services to the business, coordinates access to domestic and international financial markets, monitors and manages the financial risks relating to the operations of the Group through internal risk reports which analyze exposures by degree and magnitude of risks. These risks include market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

The Group's main financial plans are reviewed by the board of directors in accordance with relevant regulations and internal control system.

1) Market risk

The Group's activities exposed it primarily to the financial risks of changes in foreign currency exchange rates (see (a) below) and interest rates (see (b) below).

There had been no change in the Group's exposure to market risks or the manner in which these risks were managed and measured.

a) Foreign currency risk

The Group's operating activities are partially denominated in foreign currencies and apply the natural hedge. The purpose of the Group's management of the foreign currency risk is to hedge the risk instead of making a profit.

The carrying amount of the Group's foreign currency denominated monetary assets and monetary liabilities are set out in Note 29.

Sensitivity analysis

The Group is mainly exposed to the exchange rate fluctuations of the USD, CNY and JPY.

The sensitivity analysis included only outstanding foreign currency denominated monetary items and adjusts their translation at the end of the reporting period for a 5% change in foreign currency rates. A positive number below indicates an increase in pre-tax profit associated with the New Taiwan dollar weakening 5% against the relevant currency. For a 5% strengthening of the New Taiwan dollar against the relevant currency, there would be an equal and opposite impact on pre-tax profit and the balances below would be negative. The sensitivity analysis included cash, accounts receivable (including related parties), other receivables, payables on equipment and other payables (including related parties).

| | <u>USD Impact</u> | | <u>CNY Impact</u> | | <u>JPY Impact</u> | |
|----------------|---------------------------|-------------|---------------------------|-------------|---------------------------|-------------|
| | <u>For the Year Ended</u> | | <u>For the Year Ended</u> | | <u>For the Year Ended</u> | |
| | <u>December 31</u> | | <u>December 31</u> | | <u>December 31</u> | |
| | <u>2022</u> | <u>2021</u> | <u>2022</u> | <u>2021</u> | <u>2022</u> | <u>2021</u> |
| Profit or loss | \$ 33,319 | \$ 10,012 | \$ 455 | \$ 438 | \$ 436 | \$ 32 |

b) Interest rate risk

The Group is exposed to interest rate risk arising from financial assets at both fixed and floating interest rates.

The carrying amount of the Group's financial assets with exposure to interest rates at the end of the reporting periods were as follows.

| | December 31 | |
|-------------------------------|--------------------|--------------|
| | 2022 | 2021 |
| Fair value interest rate risk | | |
| Financial assets | \$ 2,570,488 | \$ 1,887,423 |
| Cash flow interest rate risk | | |
| Financial assets | 495,861 | 595,423 |

Sensitivity analysis

The sensitivity analyses below are determined based on the Group's exposure to interest rates for non-derivative instruments at the end of the reporting period. For floating rate assets, the analysis was prepared assuming the amount of the asset outstanding at the end of the reporting period was outstanding for the whole year.

If the market interest rates had increased/decreased by 0.1% and all other variables were held constant, the Group's pre-tax profit for the years ended December 31, 2022 and 2021 would increase/decrease by \$496 thousand and \$595 thousand, respectively, mainly due to the Group's exposure to floating interest rate assets.

2) Credit risk management

Credit risk refers to the risk that counterparty will default on its contractual obligations and result in financial loss to the Group. As at the end of the reporting period, the Group's maximum exposure to credit risk which will cause a financial loss to the Group due to failure of counterparties to discharge an obligation mainly arise from the carrying amount of the respective recognized financial assets as stated in the consolidated balance sheets.

In order to minimize credit risk, the Group has made credit and receivable management regulations to ensure that follow-up action is taken to recover overdue debts. In addition, the Group reviews the recoverable amount of each individual trade debt at the end of the reporting period to ensure that adequate allowances are made for irrecoverable amounts. In this regard, management believes the Group's credit risk was significantly reduced.

The credit risk on liquid funds was limited because the counterparties are banks with good credit.

Apart from the customers whose balances exceeded 5% of the accounts receivable, the Group did not have significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics.

The customers whose balances exceeded 5% of the accounts receivable are creditworthy counterparties. Therefore, the credit risk is limited.

3) Liquidity risk

The Group manages liquidity risk by monitoring and maintaining a level of cash deemed adequate to finance the Group's operations and mitigate the effects of fluctuations in cash flows.

Liquidity and interest risk rate tables for non-derivative financial liabilities

The following table details the Group's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The tables had been drawn up based on the undiscounted cash flows of financial liabilities from the earliest date on which the Group can be required to pay. The tables included both interest and principal cash flows.

December 31, 2022

| | On Demand or Less than 1 Month | 1-3 Months | 3 Months to 1 Year | 1+ Years | Total |
|---|---|-------------------------|-------------------------------|----------------------|---------------------------|
| <u>Non-derivative financial liabilities</u> | | | | | |
| Non-interest bearing Lease liabilities | \$ 13,239 <u>281</u> | \$ 20,828 <u>563</u> | \$ 316 <u>2,532</u> | \$ - <u>2,263</u> | \$ 34,383 <u>5,639</u> |
| | <u>\$ 13,520</u> | <u>\$ 21,391</u> | <u>\$ 2,848</u> | <u>\$ 2,263</u> | <u>\$ 40,022</u> |

Additional information about the maturity analysis for financial liabilities:

| | Less than 1 Year | 1-5 Years | 5+ Years |
|-------------------|-----------------------------|------------------|-----------------|
| Lease liabilities | <u>\$ 3,376</u> | <u>\$ 2,263</u> | <u>\$ -</u> |

December 31, 2021

| | On Demand or Less than 1 Month | 1-3 Months | 3 Months to 1 Year | 1+ Years | Total |
|---|---|-------------------------|-------------------------------|----------------------|---------------------------|
| <u>Non-derivative financial liabilities</u> | | | | | |
| Non-interest bearing Lease liabilities | \$ 18,140 <u>281</u> | \$ 16,524 <u>562</u> | \$ 316 <u>2,530</u> | \$ - <u>5,636</u> | \$ 34,980 <u>9,009</u> |
| | <u>\$ 18,421</u> | <u>\$ 17,086</u> | <u>\$ 2,846</u> | <u>\$ 5,636</u> | <u>\$ 43,989</u> |

Additional information about the maturity analysis for financial liabilities:

| | Less than 1 Year | 1-5 Years | 5+ Years |
|-------------------|-----------------------------|------------------|-----------------|
| Lease liabilities | <u>\$ 3,373</u> | <u>\$ 5,636</u> | <u>\$ -</u> |

27. TRANSACTIONS WITH RELATED PARTIES

Balances and transactions between the Company and its subsidiaries, which are related parties of the Company, have been eliminated on consolidation and are not disclosed in this note. Details of transactions between the Group and other related parties are disclosed below.

a. Related party name and category

| <u>Related Party Name</u> | <u>Related Party Category</u> |
|-------------------------------|-------------------------------|
| HeFeChip Corporation Limited | Substantive related parties |
| TaiWon Technology Corporation | Substantive related parties |
| T.C. Chen | Key management personnel |
| Li-Jeng Chen | Key management personnel |

b. Operating revenue

| Line Item | Related Party Category | <u>For the Year Ended December 31</u> | |
|-----------|-----------------------------|---------------------------------------|------------------|
| | | 2022 | 2021 |
| Sales | Substantive related parties | \$ <u>8,814</u> | \$ <u>73,043</u> |

The prices that the Group transferred and granted the professional technology to related parties were decided by the two sides. The payment term was open account 30 days.

c. Other gains and losses

| Line Item | Related Party Category | <u>For the Year Ended December 31</u> | |
|--------------|--|---------------------------------------|---------------|
| | | 2022 | 2021 |
| Other income | Key management personnel Li-Jeng Chen | \$ <u>-</u> | \$ <u>772</u> |

d. Finance costs

| Line Item | Related Party Category | <u>For the Year Ended December 31</u> | |
|---------------|-----------------------------|---------------------------------------|-------------|
| | | 2022 | 2021 |
| Finance costs | Substantive related parties | \$ <u>-</u> | \$ <u>3</u> |

e. Receivables from related parties (excluding loans to related parties)

| Line Item | Related Party Category | <u>December 31</u> | |
|--|---|--------------------|-------------|
| | | 2022 | 2021 |
| Accounts receivable - related parties | Substantive related parties HeFeChip Corporation Limited | \$ <u>3,071</u> | \$ <u>-</u> |

The outstanding trade receivables from related parties are unsecured. For the years ended December 31, 2022, no impairment losses were recognized for trade receivables from related parties.

f. Payables to related parties

| Line Item | Related Party Category | December 31 | |
|----------------------------------|---------------------------------------|--------------|-------------|
| | | 2022 | 2021 |
| Other payables - related parties | Key management personnel T.C. Chen | \$ <u>10</u> | \$ <u>-</u> |

g. Other current liabilities

| Line Item | Related Party Category | December 31 | |
|--------------------|---|-------------|---------------|
| | | 2022 | 2021 |
| Receipt in advance | Substantive related parties HeFeChip Corporation Limited | \$ <u>-</u> | \$ <u>274</u> |

h. Lease arrangements

The Company is lessor under operating leases

The Company leases out offices and parking spaces to its substantive related parties, HeFeChip Corporation Limited, under operating leases with lease terms of 1 year and the lease expired on September 30, 2021. Lease income recognized for the year ended December 31, 2021 was as follows:

| Related Party Category | For the Year Ended December 31, 2021 |
|---|--------------------------------------|
| Substantive related parties HeFeChip Corporation Limited | \$ <u>2,319</u> |

i. Compensation of key management personnel

The compensations to directors and the key management personnel were as follows:

| | For the Year Ended December 31 | |
|----------------------------------|--------------------------------|-------------------|
| | 2022 | 2021 |
| Short-term employee benefits | \$ 142,231 | \$ 120,695 |
| Post-employment benefits | 969 | 1,038 |
| Share-based payment transactions | <u>16</u> | <u>15</u> |
| | \$ <u>143,216</u> | \$ <u>121,748</u> |

The remuneration of directors and key management personnel, as determined by the remuneration committee, was based on the performance of individuals and market trends.

28. ASSETS PLEDGED AS COLLATERAL OR FOR SECURITY

The following assets of the Group were provided as deposits for the tariff of imported raw materials:

| | <u>December 31</u> | |
|--|--------------------|---------------|
| | <u>2022</u> | <u>2021</u> |
| Pledged time deposits (classified as financial assets at amortized cost) | \$ <u>116</u> | \$ <u>116</u> |

29. SIGNIFICANT ASSETS AND LIABILITIES DENOMINATED IN FOREIGN CURRENCIES

The Group's significant financial assets and liabilities denominated in foreign currencies aggregated by the foreign currencies other than functional currencies and the related exchange rates between the foreign currencies and the respective functional currencies were as follows:

December 31, 2022

| | Foreign Currency | Exchange Rate | Carrying Amount |
|------------------------------|-----------------------------|----------------------|----------------------------|
| <u>Financial assets</u> | | | |
| Monetary items | | | |
| USD | \$ 21,782 | 30.71 | \$ 668,941 |
| CNY | 2,065 | 4.408 | 9,104 |
| JPY | 37,521 | 0.2324 | <u>8,720</u> |
| | | | <u>\$ 686,765</u> |
| <u>Financial liabilities</u> | | | |
| Monetary items | | | |
| USD | 83 | 30.71 | \$ 2,551 |
| JPY | 32 | 0.2324 | <u>7</u> |
| | | | <u>\$ 2,558</u> |

December 31, 2021

| | Foreign Currency | Exchange Rate | Carrying Amount |
|-------------------------|-----------------------------|----------------------|----------------------------|
| <u>Financial assets</u> | | | |
| Monetary items | | | |
| USD | \$ 7,378 | 27.680 | \$ 204,217 |
| CNY | 2,020 | 4.344 | 8,774 |
| JPY | 2,676 | 0.2405 | <u>644</u> |
| | | | <u>\$ 213,635</u> |

(Continued)

| | Foreign Currency | Exchange Rate | Carrying Amount |
|------------------------------|---------------------|---------------|--------------------------------|
| <u>Financial liabilities</u> | | | |
| Monetary items | | | |
| USD | \$ 144 | 27.680 | \$ 3,973 |
| RMB | 2 | 4.344 | <u>9</u> |
| | | | <u>\$ 3,982</u> (Concluded) |

The significant unrealized foreign exchange gains (losses) were as follows:

| | For the Year Ended December 31 | | | |
|-----|---------------------------------------|---|------------------|---|
| | <u>2022</u> | | <u>2021</u> | |
| | Foreign Currency | Exchange Rate | Exchange Rate | Net Foreign Exchange Gains (Losses) |
| | | Net Foreign Exchange Gains (Losses) | | Net Foreign Exchange Gains (Losses) |
| USD | 30.710 (USD:NTD) | <u>\$ (2,265)</u> | 27.680 (USD:NTD) | <u>\$ 1,173</u> |

30. SEPARATELY DISCLOSED ITEMS

In the preparation of the consolidated financial statements, major transactions between the parent and its subsidiaries and their balances have been eliminated.

a. Information on significant transactions:

- 1) Financing provided to others: None
- 2) Endorsements/guarantees provided: None
- 3) Marketable securities held (excluding investments in subsidiaries, associates and joint ventures):
Table 1
- 4) Marketable securities acquired or disposed of at costs or prices of at least NT\$300 million or 20% of the paid-in capital: None
- 5) Acquisition of individual real estate at costs of at least NT\$300 million or 20% of the paid-in capital: None
- 6) Disposal of individual real estate at prices of at least NT\$300 million or 20% of the paid-in capital: None
- 7) Total purchases from or sales to related parties amounting to at least NT\$100 million or 20% of the paid-in capital: None
- 8) Receivables from related parties amounting to at least NT\$100 million or 20% of the paid-in capital: None

- 9) Trading in derivative instruments: None
- 10) Intercompany relationships and significant intercompany transactions: Table 2
- b. Information on investees: Table 3
- c. Information on investments in mainland China
 - 1) Information on any investee company in mainland China, showing the name, principal business activities, paid-in capital, method of investment, inward and outward remittance of funds, ownership percentage, investment income or loss, carrying amount of the investment at the end of the year, repatriations of investment income, and limit on the amount of investment in the mainland China area: Table 4
 - 2) Any of the following significant transactions with investee companies in mainland China, either directly or indirectly through a third party, and their prices, payment terms, and unrealized gains or losses: None
- d. Information of major shareholders: List all shareholders with ownership of 5% or greater showing the name of the shareholder, the number of shares owned, and percentage of ownership of each shareholder: Table 5

31. SEGMENT INFORMATION

- a. Segment revenue, operating results and segment assets

The Group's chief operating decision maker reviews the operating results regularly for the purpose of resource allocation and performance assessment. The Group's segments are aggregated into a single reportable segment.

The measurement basis of segment information presented to the chief operating decision maker is the same as that of the consolidated financial statements. The segment revenues and operating results for the years ended December 31, 2022 and 2021 can be found in the consolidated statements of comprehensive income for the years ended December 31, 2022 and 2021. The segment assets as of December 31, 2022 and 2021 can be found in the consolidated balance sheets as of December 31, 2022 and 2021.

- b. Revenue from major products and services

The following is an analysis of the Group's revenue from its major products and services:

| | For the Year Ended December 31 | |
|---------------------------|---------------------------------------|---------------------|
| | 2022 | 2021 |
| Royalty revenue | \$ 2,474,639 | \$ 1,660,973 |
| Technical service revenue | <u>742,072</u> | <u>702,851</u> |
| | <u>\$ 3,216,711</u> | <u>\$ 2,363,824</u> |

c. Geographical information

The Group's revenue from continuing operations from external customers by location of operations and information about its non-current assets by location of assets are detailed below.

| | Revenue from External Customers | | Non-current Assets | |
|----------|--|---------------------|---------------------------|-------------------|
| | For the Year Ended December 31 | | December 31 | |
| | 2022 | 2021 | 2022 | 2021 |
| Domestic | \$ 1,966,669 | \$ 1,386,771 | \$ 466,235 | \$ 468,996 |
| Asia | 1,070,871 | 850,784 | - | - |
| Others | <u>179,171</u> | <u>126,269</u> | <u>-</u> | <u>-</u> |
| | <u>\$ 3,216,711</u> | <u>\$ 2,363,824</u> | <u>\$ 466,235</u> | <u>\$ 468,996</u> |

Non-current assets include property, plant and equipment and right-of-use assets.

d. Information about major customers

Single customers contributing 10% or more to the Group's Royalty revenue were as follows:

| | For the Year Ended December 31 | | | |
|-----------|---------------------------------------|----------|-------------|----------|
| | 2022 | % | 2021 | % |
| Company A | \$ 1,071,553 | 43 | \$ 708,732 | 43 |
| Company B | 483,527 | 20 | 339,493 | 20 |

EMEMORY TECHNOLOGY INC. AND SUBSIDIARY

MARKETABLE SECURITIES HELD
DECEMBER 31, 2022
(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

| Holding Company Name | Type and Name of Marketable Securities | Relationship with the Holding Company | Financial Statement Account | December 31, 2022 | | | Note |
|----------------------|--|---------------------------------------|--|---------------------------------|----------------|-----------------------------|--------------------|
| | | | | Number of Shares (In Thousands) | Carrying Value | Percentage of Ownership (%) | |
| The Company | Shares Syntronix Corporation | - | Financial assets at fair value through other comprehensive income - noncurrent | 1,210 | \$ 4,914 | 2.81 | \$ 4,914 Note 2 |

Note 1: Marketable securities mentioned in the table include shares, bonds, beneficiary certificates and the derivative securities from aforementioned items, which is under the definition of IFRS 9.

Note 2: The market value was based on the fair value as of December 31, 2022.

Note 3: As of December 31, 2022, the above marketable securities had not been pledged or mortgaged.

TABLE 2

EMEMORY TECHNOLOGY INC. AND SUBSIDIARY

INTERCOMPANY RELATIONSHIPS AND SIGNIFICANT INTERCOMPANY TRANSACTIONS
FOR THE YEAR ENDED DECEMBER 31, 2022
(In Thousands of New Taiwan Dollars)

| No. (Note 1) | Investee Company | Counterparty | Relationship (Note 2) | Transaction Details | | | |
|-----------------|-------------------------|-----------------------------|--------------------------|-------------------------------------|----------|---------------|---|
| | | | | Financial Statement Account | Amount | Payment Terms | % of Total Sales or Assets (Note 3) |
| 0 | The Company | PUFsecurity Corporation | 1 | Sales | \$ 2,869 | - | - |
| | | | 1 | Other gains and losses | 27,910 | - | - |
| | | | 1 | Contract liabilities | 1,485 | - | - |
| | | | 1 | Other receivables - related parties | 13,666 | - | - |
| | | | 1 | Other income | 338 | - | - |
| | | eMemory Japan | 1 | Other receivables - related parties | 8,229 | - | - |
| 1 | PUFsecurity Corporation | PUFsecurity USA Corporation | 3 | Operating expense | 8,816 | - | - |
| | | | 3 | Other receivables - related parties | 8 | - | - |
| | | | 3 | Other payables - related parties | 2,263 | - | - |

Note 1: Information about intercompany relationships should be indicated in the "No." column, and the method of filling in the number is as follows:

1. Parent company is numbered as 0 in the "No." column.
2. Subsidiaries are numbered sequentially according to their company name and the number starts from 1.

Note 2: There are three types of "Relationship":

1. Parent company to subsidiaries
2. Subsidiaries to parent company
3. Subsidiaries to subsidiaries

Note 3: If financial statement accounts are classified as items in the balance sheets, the calculation of the ratio is that ending balance is divided by total assets. If the financial statement accounts are classified as items in the income statement, the calculation of the ratio is that the accumulated amount in the interim period is divided by total sales.

TABLE 3

EMEMORY TECHNOLOGY INC. AND SUBSIDIARY

INFORMATION ON INVESTEEES
FOR THE YEAR ENDED DECEMBER 31, 2022
(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

| Investor Company | Investee Company | Location | Main Businesses and Products | Original Investment Amount | | Balance as of December 31, 2022 | | | Share of Profits (Loss) | Note |
|-------------------------|-----------------------------|----------------|---|----------------------------|-------------------|---------------------------------|-----------------------------|----------------|-------------------------|--|
| | | | | December 31, 2022 | December 31, 2021 | Number of Shares (In Thousands) | Percentage of Ownership (%) | Carrying Value | | |
| The Company. | PUFsecurity Corporation | Hsinchu County | Product designing, software services, data processing services, intellectual property, etc. | \$ 261,066 | \$ 150,000 | 81,107 | 76.17 | \$ 104,543 | \$ (31,870) | Subsidiary |
| | eMemory Japan Corporation | Japan | Product designing, intellectual property management, technology serve | 10,697 | - | - | 100.00 | 1,062 | (10,127) | Subsidiary |
| | iMQ Technology Inc. | Hsinchu City | Electronic parts and components manufacturing | 27,900 | 27,900 | 2,057 | 2.34 | 15,185 | (2,080) | Investment accounted for using the equity method |
| PUFsecurity Corporation | PUFsecurity USA Corporation | USA | Sales promotion | 7,777 | 7,777 | - | 100.00 | 4,188 | 254 | Subsidiary |

TABLE 4

EMEMORY TECHNOLOGY INC. AND SUBSIDIARY

INFORMATION ON INVESTMENTS IN MAINLAND AND CHINA
FOR THE YEAR ENDED DECEMBER 31, 2022
(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

| Investee Company | Main Businesses and Products | Paid-in Capital | Method of Investment | Accumulated Outward Remittance for Investment from Taiwan as of January 1, 2022 | Remittance of Funds | | Accumulated Outward Remittance for Investment from Taiwan as of December 31, 2022 | Net Income (Loss) of the Investee | % Ownership of Direct or Indirect Investment | Investment Gain (Loss) | Carrying Amount as of December 31, 2022 | Accumulated Repatriation of Investment Income as of December 31, 2022 | Note |
|---|------------------------------------|-----------------|----------------------|---|---------------------|--------|---|-----------------------------------|--|------------------------|---|---|------|
| | | | | | Outward | Inward | | | | | | | |
| PUFsecurity Technology (Shanghai) Corporation | Product designing, related service | \$ - | Notes 1 and 2 | \$ - | \$ - | \$ - | \$ - | \$ - | 100.00 | \$ - | \$ - | \$ - | - |

| Accumulated Outward Remittance for Investments in Mainland China as of December 31, 2022 | Investment Amount Authorized by the Investment Commission, MOEA | Upper Limit on the Amount of Investments Stipulated by the Investment Commission, MOEA | |
|--|---|--|--------------|
| | | | |
| \$ - | \$ - | \$ - | \$ 1,836,122 |

Note 1: Direct investment in mainland China.

Note 2: PUFsecurity Corporation invested and established PUFsecurity Technology (Shanghai) Corporation in July 2022, and PUFsecurity Corporation remitted investment fund of US\$250 thousand on February 3, 2023.

**EMEMORY TECHNOLOGY INC.
 INFORMATION OF MAJOR SHAREHOLDERS
 DECEMBER 31, 2022**

| No. | Name | Shares | |
|-----|--------------------------|-----------------------|----------------------|
| | | Number of Shares Held | Ownership Percentage |
| 1 | SmallCap World Fund Inc. | 6,440,334 | 8.45% |
| 2 | Government of Singapore | 5,511,000 | 7.23% |

Note: The information of major shareholders presented in this table is provided by the Taiwan Depository & Clearing Corporation based on the number of ordinary shares and preferred shares held by shareholders with ownership of 5% or greater, that have been issued without physical registration (including treasury shares) by the Company as of the last business day for the current year. The share capital in the consolidated financial statements may differ from the actual number of shares that have been issued without physical registration because of different preparation basis.



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INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
eMemory Technology Inc.

Opinion

We have audited the accompanying parent company only financial statements of eMemory Technology Inc. (the "Company"), which comprise the parent company only balance sheets as of December 31, 2022 and 2021, and the parent company only statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the parent company only financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying parent company only financial statements present fairly, in all material respects, the parent company only financial position of the Company as of December 31, 2022 and 2021, and the parent company only financial performance and the parent company only 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 Auditing and Attestation of Financial Statements by Certified Public Accountants and the 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 Parent Company Only 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. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the parent company only financial statements for the year ended December 31, 2022. These matters were addressed in the context of our audit of the parent company only financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matter of the Company's parent company only financial statements for the year ended December 31, 2022 is stated as follows:

1. Royalty fees are the Company's major source of revenue; refer to Note 19 for the related information. When the customers of the Company, the IC design houses, uses the Company's intellectual property to kick off mass production, and the goods have been produced and shipped from the wafer foundries, the wafer foundries will pay royalty fees to the Company based on a certain percentage of the wafer price.
2. The Company recognizes royalty revenue based on the contract regulations, at the time the royalty reports are signed and returned. Hence, there is a risk that the royalty revenue from wafer foundries is not recognized at appropriate time.

3. We confirmed the accuracy of timing of royalty revenue recognition by understanding the revenue recognition policy of the Company, assessing the reasonableness of the timing of revenue recognition, performing relevant tests of controls and analytical procedures, and selecting a certain number of royalty revenue transactions before and after the end of the reporting period and checking them against the relevant supporting documents and accounting records.

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

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

In preparing the parent company only financial statements, management is responsible for assessing 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.

Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements

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

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

1. Identify and assess the risks of material misstatement of the parent company only financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
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 auditors' report to the related disclosures in the parent company only financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' 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 parent company only financial statements, including the disclosures, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of entities or business activities within the Company to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision, and performance of the audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the parent company only financial statements for the year ended December 31, 2022, and are therefore the key audit matters. We describe these matters in our auditors' 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 audits resulting in this independent auditors' report are Yu-Feng Huang and Su-Li Fang.

Deloitte & Touche
Taipei, Taiwan
Republic of China

February 22, 2023

Notice to Readers

The accompanying parent company only financial statements are intended only to present the parent company only financial position, parent company only financial performance and parent company only cash flows in accordance with 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 applied in the Republic of China.

For the convenience of readers, the independent auditors' report and the accompanying parent company only financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and parent company only financial statements shall prevail.

EMEMORY TECHNOLOGY INC.

PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2022 AND 2021
(In Thousands of New Taiwan Dollars)

| | 2022 | | 2021 | | 2022 | | 2021 | |
|--|--------------|-----|--------------|-----|--------------|-----|--------------|-----|
| | Amount | % | Amount | % | Amount | % | Amount | % |
| ASSETS | | | | | | | | |
| CURRENT ASSETS | | | | | | | | |
| Cash (Notes 4, 6 and 25) | \$ 2,935,574 | 76 | \$ 2,402,303 | 77 | \$ 67,777 | 2 | \$ 78,327 | 3 |
| Accounts receivable - net (Notes 4, 9, 19 and 25) | 209,101 | 5 | 100,634 | 3 | 169,837 | 4 | 144,696 | 5 |
| Accounts receivable - related parties (Notes 4, 19, 25 and 26) | 3,071 | - | - | - | 10 | - | - | - |
| Other receivables (Notes 4 and 25) | 986 | - | 5,269 | - | 384,981 | 10 | 254,989 | 8 |
| Other receivables - related parties (Notes 4, 25 and 26) | 21,895 | 1 | 3,581 | - | 6,735 | - | 9,647 | - |
| Prepayments (Note 14) | 17,862 | 1 | 24,341 | 1 | 139,676 | 4 | 140,661 | 4 |
| Other current assets (Notes 4, 14 and 25) | 4,157 | - | 3,805 | - | 3,299 | - | 3,230 | - |
| Total current assets | 3,192,646 | 83 | 2,539,933 | 81 | 1,582 | - | 1,823 | - |
| NON-CURRENT ASSETS | | | | | | | | |
| Financial assets at fair value through other comprehensive income - noncurrent (Notes 4, 7 and 25) | 4,914 | - | 16,130 | 1 | 2,237 | - | 5,532 | - |
| Financial assets at amortized cost - noncurrent (Notes 4, 8, 25 and 27) | 116 | - | 116 | - | 15,712 | 1 | 19,190 | 1 |
| Investment accounted for using the equity method (Notes 4 and 10) | 120,790 | 3 | 38,094 | 1 | 10 | - | 10 | - |
| Property, plant and equipment (Notes 4 and 11) | 458,760 | 12 | 458,656 | 15 | 17,959 | 1 | 24,732 | 1 |
| Right-of-use assets (Notes 4 and 12) | 5,438 | - | 8,686 | - | 791,856 | 21 | 658,105 | 21 |
| Intangible assets (Notes 4 and 13) | 66,254 | 2 | 67,213 | 2 | - | - | - | - |
| Deferred tax assets (Notes 4 and 21) | 2,743 | - | 4,257 | - | 761,845 | 20 | 761,235 | 24 |
| Refundable deposits | 399 | - | 396 | - | 210,522 | 5 | 303,181 | 10 |
| Total non-current assets | 659,414 | 17 | 593,548 | 19 | 635,956 | 16 | 526,270 | 17 |
| LIABILITIES AND EQUITY | | | | | | | | |
| CURRENT LIABILITIES | | | | | | | | |
| Contract liabilities - current (Notes 19 and 26) | | | | | | | | |
| Payables (Notes 15 and 25) | | | | | | | | |
| Other payables - related parties (Notes 15, 25 and 26) | | | | | | | | |
| Bonuses payable to employees and directors (Note 20) | | | | | | | | |
| Payables on equipment (Note 25) | | | | | | | | |
| Current tax liabilities (Notes 4 and 21) | | | | | | | | |
| Lease liabilities - current (Notes 4, 12 and 25) | | | | | | | | |
| Other current liabilities (Notes 15 and 26) | | | | | | | | |
| Total current liabilities | | | | | | | | |
| NON-CURRENT LIABILITIES | | | | | | | | |
| Lease liabilities - noncurrent (Notes 4, 12 and 25) | | | | | | | | |
| Net defined benefit liabilities - noncurrent (Notes 4 and 16) | | | | | | | | |
| Guarantee deposits received | | | | | | | | |
| Total non-current liabilities | | | | | | | | |
| Total liabilities | | | | | | | | |
| EQUITY ATTRIBUTABLE TO SHAREHOLDERS OF THE COMPANY (Notes 4, 17 and 18) | | | | | | | | |
| Ordinary shares | | | | | | | | |
| Capital surplus | | | | | | | | |
| Retained earnings | | | | | | | | |
| Legal reserve | | | | | | | | |
| Special reserve | | | | | | | | |
| Unappropriated earnings | | | | | | | | |
| Total retained earnings | | | | | | | | |
| Other equity | | | | | | | | |
| Exchange differences on the translation of the financial statements of foreign operations | | | | | | | | |
| Unrealized gain (loss) on financial assets at fair value through other comprehensive income | | | | | | | | |
| Total other equity | | | | | | | | |
| Treasury shares | | | | | | | | |
| Total equity | | | | | | | | |
| TOTAL | \$ 3,852,060 | 100 | \$ 3,133,481 | 100 | \$ 3,852,060 | 100 | \$ 3,133,481 | 100 |

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

EMEMORY TECHNOLOGY INC.

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

| | 2022 | | 2021 | |
|--|---------------------|------------|---------------------|------------|
| | Amount | % | Amount | % |
| OPERATING REVENUE (Notes 4, 19 and 26) | \$ 3,109,833 | 100 | \$ 2,349,772 | 100 |
| OPERATING COSTS | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> |
| GROSS PROFIT | <u>3,109,833</u> | <u>100</u> | <u>2,349,772</u> | <u>100</u> |
| OPERATING EXPENSES (Notes 4, 20 and 26) | | | | |
| Selling and marketing expenses | 172,355 | 5 | 148,411 | 6 |
| General and administrative expenses | 285,249 | 9 | 242,184 | 10 |
| Research and development expenses | 769,700 | 25 | 635,942 | 27 |
| Reversal of expected credit loss (Notes 4 and 9) | <u>(1,338)</u> | <u>-</u> | <u>(10,526)</u> | <u>-</u> |
| Total operating expenses | <u>1,225,966</u> | <u>39</u> | <u>1,016,011</u> | <u>43</u> |
| OPERATING INCOME | <u>1,883,867</u> | <u>61</u> | <u>1,333,761</u> | <u>57</u> |
| NON-OPERATING INCOME AND EXPENSES | | | | |
| Interest income (Notes 4 and 20) | 14,664 | - | 6,812 | - |
| Other income (Notes 4, 12, 20 and 26) | 2,760 | - | 3,899 | - |
| Other gains and losses (Notes 4, 20, 23 and 26) | 59,308 | 2 | 10,358 | 1 |
| Finance costs (Notes 4, 20 and 26) | (144) | - | (109) | - |
| Share of loss of subsidiaries and associates (Notes 4 and 10) | <u>(44,077)</u> | <u>(1)</u> | <u>(64,321)</u> | <u>(3)</u> |
| Total non-operating income and expenses | <u>32,511</u> | <u>1</u> | <u>(43,361)</u> | <u>(2)</u> |
| PROFIT BEFORE INCOME TAX | 1,916,378 | 62 | 1,290,400 | 55 |
| INCOME TAX EXPENSE (Notes 4 and 21) | <u>304,469</u> | <u>10</u> | <u>189,243</u> | <u>8</u> |
| NET PROFIT FOR THE YEAR | <u>1,611,909</u> | <u>52</u> | <u>1,101,157</u> | <u>47</u> |
| OTHER COMPREHENSIVE INCOME (LOSS) | | | | |
| Items that will not be reclassified subsequently to profit or loss: | | | | |
| Remeasurement of defined benefit plans (Notes 4 and 16) | 2,702 | - | 1,253 | - |
| Unrealized gain (loss) on investments in equity instruments at fair value through other comprehensive (loss) income (Notes 4, 17 and 25) | (6,562) | - | 23,656 | 1 |
| Items that may be reclassified subsequently to profit or loss: | | | | |
| Share of the other comprehensive loss of subsidiaries and associates accounted for using the equity method (Notes 4, 10 and 17) | <u>818</u> | <u>-</u> | <u>(86)</u> | <u>-</u> |
| Other comprehensive (loss) income for the year | <u>(3,042)</u> | <u>-</u> | <u>24,823</u> | <u>1</u> |
| TOTAL COMPREHENSIVE INCOME FOR THE YEAR | <u>\$ 1,608,867</u> | <u>52</u> | <u>\$ 1,125,980</u> | <u>48</u> |

(Continued)

EMEMORY TECHNOLOGY INC.

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

| | 2022 | | 2021 | |
|------------------------------|----------|---|----------|---|
| | Amount | % | Amount | % |
| EARNINGS PER SHARE (Note 22) | | | | |
| Basic | \$ 21.61 | | \$ 14.78 | |
| Diluted | \$ 21.51 | | \$ 14.73 | |

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

(Concluded)

EMEMORY TECHNOLOGY INC.

STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(In Thousands of New Taiwan Dollars)

| | Ordinary Shares | | Capital Surplus | Legal Reserve | Special Reserve | Retained Earnings | | Total | Other Equity | | | Total Equity |
|--|------------------------------------|------------|-----------------|---------------|-----------------|----------------------------|----------------------------|---------|---|---|-----------------|--------------|
| | Number of Shares (In Thousands) | Amount | | | | Unappropriated Earnings | Unappropriated Earnings | | Exchange Differences on the Translation of the Financial Statements of Foreign Operations | Unrealized Gain (Loss) on Financial Assets at Fair Value Through Other Comprehensive Income | Treasury Shares | |
| | | | | | | | | | | | | |
| BALANCE, JANUARY 1, 2021 | 76,060 | \$ 760,592 | \$ 391,907 | \$ 455,518 | \$ 65,586 | \$ 787,007 | \$ 1,308,111 | \$ (26) | \$ (60,075) | \$ (404,238) | \$ 1,996,271 | |
| Appropriation of 2020 earnings | - | - | - | - | - | (70,752) | - | - | - | - | - | |
| Legal reserve | - | - | - | 70,752 | - | (70,752) | - | - | - | - | - | |
| Special reserve | - | - | - | (5,485) | (5,485) | 5,485 | - | - | - | - | - | |
| Cash dividends distributed by the Company | - | - | - | - | (588,792) | (588,792) | (588,792) | - | - | - | (588,792) | |
| Changes in percentage of ownership interests in subsidiaries | - | - | 3,068 | - | - | - | - | - | - | - | 3,068 | |
| Changes in capital surplus from investments in associates accounted for using the equity method | - | - | 126 | - | - | - | - | - | - | - | 126 | |
| Issuance of cash dividends from capital surplus | - | - | (111,759) | - | - | - | - | - | - | - | (111,759) | |
| Net profit for the year ended December 31, 2021 | - | - | - | - | - | 1,101,157 | 1,101,157 | - | - | - | 1,101,157 | |
| Other comprehensive income (loss) for the year ended December 31, 2021 | - | - | - | - | - | 1,253 | 1,253 | (86) | - | - | 24,823 | |
| Total comprehensive income (loss) for the year ended December 31, 2021 | - | - | - | - | - | 1,102,410 | 1,102,410 | (86) | - | - | 1,125,980 | |
| Issuance of ordinary shares under employee share options | 64 | 643 | 19,839 | - | - | - | - | - | - | - | 20,482 | |
| Disposal of investments in equity instruments designated as at fair value through other comprehensive income | - | - | - | - | - | (5,545) | (5,545) | - | - | - | - | |
| BALANCE, DECEMBER 31, 2021 | 76,124 | 761,235 | 303,181 | 526,270 | 60,101 | 1,259,813 | 1,846,184 | (112) | (30,874) | (404,238) | 2,475,376 | |
| Appropriation of 2021 earnings | - | - | - | - | - | (109,686) | - | - | - | - | - | |
| Legal reserve | - | - | - | 109,686 | - | (109,686) | - | - | - | - | - | |
| Special reserve | - | - | - | (29,116) | (29,116) | 29,116 | - | - | - | - | - | |
| Cash dividends distributed by the Company | - | - | - | - | (931,990) | (931,990) | (931,990) | - | - | - | (931,990) | |
| Changes in percentage of ownership interests in subsidiaries | - | - | (13,814) | - | - | - | - | - | - | - | (13,814) | |
| Changes in capital surplus from investments in associates accounted for using the equity method | - | - | 14,182 | - | - | - | - | - | - | - | 14,182 | |
| Issuance of cash dividends from capital surplus | - | - | (111,839) | - | - | - | - | - | - | - | (111,839) | |
| Net profit for the year ended December 31, 2022 | - | - | - | - | - | 1,611,909 | 1,611,909 | - | - | - | 1,611,909 | |
| Other comprehensive income (loss) for the year ended December 31, 2022 | - | - | - | - | - | 2,702 | 2,702 | 818 | - | - | (3,042) | |
| Total comprehensive income (loss) for the year ended December 31, 2022 | - | - | - | - | - | 1,614,611 | 1,614,611 | 818 | - | - | 1,608,867 | |
| Issuance of ordinary shares under employee share options | 61 | 610 | 18,812 | - | - | - | - | - | - | - | 19,422 | |
| Disposal of investments in equity instruments designated as at fair value through other comprehensive income | - | - | - | - | - | (31,750) | (31,750) | - | - | - | - | |
| BALANCE, DECEMBER 31, 2022 | 76,185 | 761,845 | 210,532 | 635,956 | 30,985 | 1,830,114 | 2,497,055 | 706 | (5,686) | (404,238) | 3,060,204 | |

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

EMEMORY TECHNOLOGY INC.

PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021 (In Thousands of New Taiwan Dollars)

| | 2022 | 2021 |
|---|------------------|------------------|
| CASH FLOWS FROM OPERATING ACTIVITIES | | |
| Profit before income tax | \$ 1,916,378 | \$ 1,290,400 |
| Adjustments for: | | |
| Depreciation expenses | 38,436 | 39,991 |
| Amortization expenses | 30,379 | 18,801 |
| Reversal of expected credit loss | (1,338) | (10,526) |
| Finance costs | 144 | 109 |
| Interest income | (14,664) | (6,812) |
| Dividend income | (932) | (315) |
| Share-based payments | 176 | 47 |
| Share of loss of subsidiaries and associates | 44,077 | 64,321 |
| Loss on disposal of property, plant and equipment | - | 26 |
| Gain on disposal of investments | (86) | (100) |
| Net (gain) loss on foreign currency exchange | (15,904) | 4,347 |
| Changes in operating assets and liabilities | | |
| Accounts receivable | (109,077) | 24,739 |
| Accounts receivable - related parties | (3,084) | - |
| Other receivables | 5,118 | (5,118) |
| Other receivables - related parties | (18,314) | (2,663) |
| Prepayments | 6,479 | (3,069) |
| Other current assets | (352) | (543) |
| Contract liabilities | (10,550) | 26,083 |
| Other payables | 21,146 | 12,897 |
| Other payables - related parties | 10 | - |
| Other current liabilities | (241) | (231) |
| Net defined benefit liabilities | (776) | (790) |
| Bonuses payable to employees and directors | <u>129,992</u> | <u>90,592</u> |
| Cash generated from operations | 2,017,017 | 1,542,186 |
| Interest received | 13,829 | 6,763 |
| Income tax paid | <u>(303,940)</u> | <u>(136,491)</u> |
| Net cash generated from operating activities | <u>1,726,906</u> | <u>1,412,458</u> |
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Proceeds from disposal of financial assets at fair value through other comprehensive income | 4,654 | 28,563 |
| Acquisition of financial assets at amortized cost | - | (2) |
| Acquisition of financial assets at fair value through profit or loss | (370,000) | (771,000) |
| Proceeds from disposal of financial assets at fair value through profit or loss | 370,086 | 771,100 |
| Acquisition of investments accounted for using the equity method | (121,763) | - |
| Acquisition of property, plant and equipment | (38,197) | (26,767) |
| Increase in refundable deposits | (3) | (81) |

(Continued)

EMEMORY TECHNOLOGY INC.

PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021 (In Thousands of New Taiwan Dollars)

| | 2022 | 2021 |
|---|---------------------|---------------------|
| Acquisition of intangible assets | \$ (29,420) | \$ (11,537) |
| Decrease in prepayments for equipment | - | 50 |
| Dividends received | <u>932</u> | <u>315</u> |
| Net cash used in investing activities | <u>(183,711)</u> | <u>(9,359)</u> |
| CASH FLOWS FROM FINANCING ACTIVITIES | | |
| Decrease in guarantee deposits received | - | (520) |
| Repayment of the principal portion of lease liabilities | (3,233) | (2,322) |
| Dividends paid | (1,043,820) | (670,536) |
| Exercise of employee share options | 19,422 | 20,482 |
| Interest paid | <u>(144)</u> | <u>(109)</u> |
| Net cash used in financing activities | <u>(1,027,775)</u> | <u>(653,005)</u> |
| EFFECTS OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH HELD IN FOREIGN CURRENCIES | <u>17,851</u> | <u>(1,757)</u> |
| NET INCREASE IN CASH | 533,271 | 748,337 |
| CASH AT THE BEGINNING OF THE YEAR | <u>2,402,303</u> | <u>1,653,966</u> |
| CASH AT THE END OF THE YEAR | <u>\$ 2,935,574</u> | <u>\$ 2,402,303</u> |

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

(Concluded)

EMEMORY TECHNOLOGY INC.

NOTES TO PARENT COMPANY ONLY FINANCIAL STATEMENTS FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021 (In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

1. GENERAL INFORMATION

eMemory Technology Inc. (the “Company”) was incorporated in Hsinchu City, Republic of China, and commenced business in September 2000. The Company’s main business activities include researching, developing, manufacturing and selling embedded flash memory products, etc.

The Company’s shares have been listed on the Taipei Exchange (TPEX) since January 2011.

The parent company only financial statements are presented in the Company’s functional currency, the New Taiwan dollar.

2. APPROVAL OF FINANCIAL STATEMENTS

The parent company only financial statements were approved by the board of directors and authorized for issue on February 22, 2023.

3. APPLICATION OF NEW, AMENDED AND REVISED STANDARDS AND INTERPRETATIONS

- a. Initial application of the amendments to the International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) (collectively, the “IFRSs”) endorsed and issued into effect by the Financial Supervisory Commission (FSC)

The initial application of the IFRSs endorsed and issued into effect by the FSC did not have material impact on the Company’s accounting policies.

- b. The IFRSs endorsed by the FSC for application starting from 2023

| New, Amended and Revised Standards and Interpretations | Effective Date Announced by IASB |
|---|---|
| Amendments to IAS 1 “Disclosure of Accounting Policies” | January 1, 2023 (Note 1) |
| Amendments to IAS 8 “Definition of Accounting Estimates” | January 1, 2023 (Note 2) |
| Amendments to IAS 12 “Deferred Tax related to Assets and Liabilities arising from a Single Transaction” | January 1, 2023 (Note 3) |

Note 1: The amendments will be applied prospectively for annual reporting periods beginning on or after January 1, 2023.

Note 2: The amendments will be applicable to changes in accounting estimates and changes in accounting policies that occur on or after the beginning of the annual reporting period beginning on or after January 1, 2023.

Note 3: Except for deferred taxes that were recognized on January 1, 2022 for temporary differences associated with leases and decommissioning obligations, the amendments were applied prospectively to transactions that occur on or after January 1, 2022.

As of the date the parent company only financial statements were authorized for issue, the Company has assessed that the application of other standards and interpretations will not have a material impact on the Company's financial position and financial performance.

- c. The IFRSs in issue but not yet endorsed and issued into effect by the FSC

| <u>New, Amended and Revised Standards and Interpretations</u> | <u>Effective Date Announced by IASB (Note 1)</u> |
|--|--|
| Amendments to IFRS 10 and IAS 28 "Sale or Contribution of Assets between An Investor and Its Associate or Joint Venture" | To be determined by IASB |
| Amendments to IFRS 16 "Leases Liability in a Sale and Leaseback" | January 1, 2024 (Note 2) |
| IFRS 17 "Insurance Contracts" | January 1, 2023 |
| Amendments to IFRS 17 | January 1, 2023 |
| Amendments to IFRS 17 "Initial Application of IFRS 9 and IFRS 17 - Comparative Information" | January 1, 2023 |
| Amendments to IAS 1 "Classification of Liabilities as Current or Non-current" | January 1, 2024 |
| Amendments to IAS 1 "Non-current Liabilities with Covenants" | January 1, 2024 |

Note 1: Unless stated otherwise, the above IFRSs are effective for annual reporting periods beginning on or after their respective effective dates.

Note 2: A seller-lessee shall apply the Amendments to IFRS 16 retrospectively to sale and leaseback transactions entered into after the date of initial application of IFRS 16.

As of the date the parent company only financial statements were authorized for issue, the Company is continuously assessing the possible impact that the application of other standards and interpretations will have on the Company's financial position and financial performance and will disclose the relevant impact when the assessment is completed.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

- a. Statement of compliance

The parent company only financial statements have been prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

- b. Basis of preparation

The parent company only financial statements have been prepared on the historical cost basis except for financial instruments which are measured at fair value and net defined benefit liabilities which are measured at the present value of the defined benefit obligation less the fair value of plan assets.

The fair value measurements, which are grouped into Levels 1 to 3 based on the degree to which the fair value measurement inputs are observable and based on the significance of the inputs to the fair value measurement in its entirety, are described as follows:

- 1) Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities;
- 2) Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for an asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and
- 3) Level 3 inputs are unobservable inputs for an asset or liability.

When preparing these parent company only financial statements, the Company used the equity method to account for its investment in subsidiaries and associates. In order for the amounts of the net profit for the year, other comprehensive income for the year and total equity in the parent company only financial statements to be the same with the amounts attributable to the owner of the Company in its consolidated financial statements, adjustments arising from the differences in accounting treatment between the parent company only basis and the consolidated basis were made to investments accounted for using the equity method, the share of profit or loss of subsidiaries and associates, the share of other comprehensive income (loss) of subsidiaries and associates, as appropriate, in these parent company only financial statements.

c. Classification of current and non-current assets and liabilities

Current assets include:

- 1) Assets held primarily for the purpose of trading;
- 2) Assets expected to be realized within 12 months after the reporting period; and
- 3) Cash and cash equivalents unless the asset is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period.

Current liabilities include:

- 1) Liabilities held primarily for the purpose of trading;
- 2) Liabilities due to be settled within 12 months after the reporting period; and
- 3) Liabilities for which the Company does not have an unconditional right to defer settlement for at least 12 months after the reporting period.

Assets and liabilities that are not classified as current are classified as non-current.

d. Foreign currencies

In preparing the Company's financial statements, transactions in currencies other than the Company's functional currency (i.e., foreign currencies) are recognized at the rates of exchange prevailing at the dates of the transactions.

At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Exchange differences on monetary items arising from settlement or translation are recognized in profit or loss in the period in which they arise.

Non-monetary items denominated in foreign currencies that are measured at fair value are retranslated at the rates prevailing at the date when the fair value is determined. Exchange differences arising from the retranslation of non-monetary items are included in profit or loss for the period except for exchange differences arising from the retranslation of non-monetary items in respect of which gains and losses are recognized directly in other comprehensive income; in which cases, the exchange differences are also recognized directly in other comprehensive income.

Non-monetary item denominated in a foreign currency and measured at historical cost is stated at the reporting currency as originally translated from the foreign currency.

For the purpose of presenting parent company only financial statements, the financial statements of the Company's foreign operations (including subsidiaries and associates that are prepared using functional currencies which are different from the currency of the Company) are translated into the presentation currency, the New Taiwan dollar, as follows: Assets and liabilities are translated at the exchange rates prevailing at the end of the reporting period; and income and expense items are translated at the average exchange rates for the period. The resulting currency translation differences are recognized in other comprehensive income.

e. Investments in subsidiaries

The Company uses the equity method to account for its investments in subsidiaries.

A subsidiary is an entity that is controlled by the Company.

Under the equity method, an investment in a subsidiary is initially recognized at cost and adjusted thereafter to recognize the Company's share of the profit or loss and other comprehensive income of the subsidiary. The Company also recognizes the changes in the Company's share of equity of subsidiaries.

Changes in the Company's ownership interest in a subsidiary that do not result in the Company losing control of the subsidiary are accounted for as equity transactions. The Company recognizes directly in equity any difference between the carrying amount of the investment and the fair value of the consideration paid or received.

When the Company's share of loss of a subsidiary exceeds its interest in that subsidiary (which includes any carrying amount of the investment accounted for using the equity method and long-term interests that, in substance, form part of the Company's net investment in the subsidiary), the Company continues recognizing its share of further loss, if any.

The Company assesses its investment for any impairment by comparing the carrying amount with the estimated recoverable amount as assessed based on the investee's financial statements as a whole.

f. Investments in associates

An associate is an entity over which the Company has significant influence and which is neither a subsidiary nor an interest in a joint venture. The Company uses the equity method to account for its investments in associates.

Under the equity method, investments in an associate are initially recognized at cost and adjusted thereafter to recognize the Company's share of the profit or loss and other comprehensive income of the associate. The Company also recognizes the changes in the Company's share of the equity of associates.

When the Company subscribes for additional new shares of an associate at a percentage different from its existing ownership percentage, the resulting carrying amount of the investment differs from the amount of the Company's proportionate interest in the associate. The Company records such a difference as an adjustment to investments with the corresponding amount charged or credited to capital surplus - changes in capital surplus from investments in associates accounted for using the equity method. If the Company's ownership interest is reduced due to its additional subscription of the new shares of the associate, the proportionate amount of the gains or losses previously recognized in other comprehensive income in relation to that associate is reclassified to profit or loss on the same basis as would be required had the investee directly disposed of the related assets or liabilities. When the adjustment should be debited to capital surplus, but the capital surplus recognized from investments accounted for using the equity method is insufficient, the shortage is debited to retained earnings.

The entire carrying amount of an investment is tested for impairment as a single asset by comparing its recoverable amount with its carrying amount. Any impairment loss recognized is not allocated to any asset that forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognized to the extent that the recoverable amount of the investment subsequently increases.

When the Company transacts with its associate, profits and losses resulting from the transactions with the associate are recognized in the Company's parent company only financial statements only to the extent of interests in the associate that are not related to the Company.

g. Property, plant and equipment

Property, plant and equipment are initially measured at cost and subsequently measured at cost less accumulated depreciation and accumulated impairment loss.

Except for freehold land which is not depreciated, the depreciation of property, plant and equipment is recognized using the straight-line method. Each significant part is depreciated separately. The estimated useful lives, residual values and depreciation methods are reviewed at the end of each year, with the effects of any changes in the estimates accounted for on a prospective basis.

On derecognition of an item of property, plant and equipment, the difference between the sales proceeds and the carrying amount of the asset is recognized in profit or loss.

h. Intangible assets

1) Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are initially measured at cost and subsequently measured at cost less accumulated amortization and accumulated impairment loss. Amortization is recognized on a straight-line basis. The estimated useful lives, residual values, and amortization methods are reviewed at the end of each year, with the effect of any changes in the estimates accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are measured at cost less accumulated impairment loss.

2) Internally-generated intangible assets - research and development expenditures

Expenditures on research activities are recognized as expenses in the period in which they are incurred.

An internally-generated intangible asset arising from the development phase of an internal project is recognized if, and only if, all of the following have been demonstrated:

- a) The technical feasibility of completing the intangible asset so that it will be available for use or sale;
- b) The intention to complete the intangible asset and use or sell it;
- c) The ability to use or sell the intangible asset;
- d) How the intangible asset will generate probable future economic benefits;
- e) The availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- f) The ability to measure reliably the expenditures attributable to the intangible asset during its development.

The amount initially recognized for internally-generated intangible asset is the sum of the expenditures incurred from the date when such an intangible asset first meets the recognition criteria listed above. Subsequent to initial recognition, such intangible asset is measured on the same basis as an intangible asset that is acquired separately.

3) Derecognition of intangible assets

On derecognition of an intangible asset, the difference between the net disposal proceeds and the carrying amount of the asset is recognized in profit or loss.

i. Impairment of property, plant and equipment, right-of-use assets and intangible assets

At the end of each reporting period, the Company reviews the carrying amount of its property, plant and equipment, right-of-use assets and intangible assets to determine whether there is any indication of an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. If the carrying amount of the asset can be allocated on a reasonable and consistent basis to the cash-generating unit (CGU), the Company compares the carrying amount of the CGU, including the portion of the asset's carrying amount allocated to the CGU, with the recoverable amount of the CGU to which the asset belongs. If this reasonable and consistent basis of allocation cannot be applied to the CGU to which the asset belongs and can be applied to the smallest group of CGUs to which the CGU belongs, this smallest group is used for impairment testing.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually and whenever there is an indication that the assets may be impaired.

The recoverable amount is the higher of fair value less costs to sell and value in use. If the recoverable amount of an asset or cash-generating unit is estimated to be less than its carrying amount, the carrying amount of the asset or cash-generating unit is reduced to its recoverable amount, with the resulting impairment loss recognized in profit or loss.

When an impairment loss is subsequently reversed, the carrying amount of the corresponding asset, cash-generating unit is increased to the revised estimate of its recoverable amount, but only to the extent of the carrying amount that would have been determined had no impairment loss been recognized on the asset, cash-generating unit in prior years. A reversal of an impairment loss is recognized in profit or loss.

j. Financial instruments

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issuance of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss (FVTPL)) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognized immediately in profit or loss.

1) Financial assets

All regular way purchases or sales of financial assets are recognized and derecognized on a trade date basis.

a) Measurement categories

Financial assets are classified into the following categories: Financial assets at amortized cost and investments in equity instruments at fair value through other comprehensive income (FVTOCI).

i. Financial assets at amortized cost

Financial assets that meet the following conditions are subsequently measured at amortized cost:

- i) The financial assets are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- ii) The contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Subsequent to initial recognition, financial assets at amortized cost, including cash, accounts receivable (including related parties), other receivables (including related parties) and other current assets, are measured at amortized cost, which equals the gross carrying amount determined using the effective interest method less any impairment loss. Exchange differences are recognized in profit or loss.

Interest income is calculated by applying the effective interest rate to the gross carrying amount of such a financial asset, except for:

- i) Purchased or originated credit-impaired financial asset, for which interest income is calculated by applying the credit-adjusted effective interest rate to the amortized cost of such financial assets; and
- ii) Financial asset that is not credit impaired on purchase or origination but has subsequently become credit impaired, for which interest income is calculated by applying the effective interest rate to the amortized cost of such financial assets in subsequent reporting periods.

A financial asset is credit impaired when one or more of the following events have occurred:

- i) Significant financial difficulty of the issuer or the borrower;
- ii) Breach of contract, such as a default;
- iii) It is becoming probable that the borrower will enter bankruptcy or undergo a financial reorganization; or
- iv) The disappearance of an active market for that financial asset because of financial difficulties.

Cash includes time deposits, which are highly liquid, readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value. Cash is held for the purpose of meeting short-term cash commitments.

ii. Investments in equity instruments at FVTOCI

On initial recognition, the Company may make an irrevocable election to designate investments in equity instruments as at FVTOCI. Designation as at FVTOCI is not

permitted if the equity investment is held for trading or if it is contingent consideration recognized by an acquirer in a business combination.

Investments in equity instruments at FVTOCI are subsequently measured at fair value with gains and losses arising from changes in fair value recognized in other comprehensive income and accumulated in other equity. The cumulative gain or loss will not be reclassified to profit or loss on disposal of the equity investments; instead, it will be transferred to retained earnings.

Dividends on these investments in equity instruments are recognized in profit or loss when the Company's right to receive the dividends is established, unless the dividends clearly represent a recovery of part of the cost of the investment.

b) Impairment of financial assets

The Company recognizes a loss allowance for expected credit losses on financial assets at amortized cost (including accounts receivable).

The Company always recognizes lifetime expected credit losses (ECLs) for accounts receivable. For all other financial instruments, the Company recognizes lifetime ECLs when there has been a significant increase in credit risk since initial recognition. If, on the other hand, the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month ECLs.

Expected credit losses reflect the weighted average of credit losses with the respective risks of default occurring as the weights. Lifetime ECLs represent the expected credit losses that will result from all possible default events over the expected life of a financial instrument. In contrast, 12-month ECLs represent the portion of lifetime ECLs that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

For internal credit risk management purposes, the Company considers the following situations as indication that a financial asset is in default (without taking into account any collateral held by the Company):

- i. Internal or external information shows that the debtor is unlikely to pay its creditors.

The impairment loss of all financial assets is recognized in profit or loss by a reduction in their carrying amounts through a loss allowance account, except for investments in debt instruments that are measured at FVTOCI, for which the loss allowance is recognized in other comprehensive income and the carrying amounts of such financial assets are not reduced.

c) Derecognition of financial assets

The Company derecognizes a financial asset only when the contractual rights to the cash flows from the asset expire or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of a financial asset at amortized cost in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss. However, on derecognition of an investment in an equity instrument at FVTOCI, the cumulative gain or loss is transferred directly to retained earnings, without recycling through profit or loss.

2) Equity instruments

Equity instruments issued by the Company are classified as equity in accordance with the substance of the contractual arrangements and the definitions of an equity instrument.

Equity instruments issued by the Company are recognized at the proceeds received, net of direct issue costs.

The repurchase of the Company's own equity instruments is recognized in and deducted directly from equity. No gain or loss is recognized in profit or loss on the purchase, sale, issuance or cancellation of the Company's own equity instruments.

3) Financial liabilities

a) Subsequent measurement

All financial liabilities are measured at amortized cost using the effective interest method.

b) Derecognition of financial liabilities

The difference between the carrying amount of a financial liability derecognized and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognized in profit or loss.

k. Revenue recognition

The Company identifies contracts with customers, allocates the transaction price to the performance obligations and recognizes revenue when performance obligations are satisfied.

For contracts where the period between the date on which the Company transfers a promised good or service to a customer and the date on which the customer pays for that good or service is one year or less, the Company does not adjust the promised amount of consideration for the effects of a significant financing component.

1) Licensing revenue

a) Technical service revenue

The Company identifies performance obligations from contracts with customers and recognizes revenue when performance obligations are satisfied.

b) Royalty revenue

Revenue received from the intellectual property that remains operational without renewal or technical support is royalty revenue. When customers use the intellectual property in mass production at the foundries, the royalty prices are determined based on the production volume, sales amount or other methods of measurement; and revenue is recognized in accordance with the terms of the arrangements.

l. Leases

At the inception of a contract, the Company assesses whether the contract is, or contains, a lease.

1) The Company as lessor

Leases are classified as finance leases whenever the terms of a lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

When the Company subleases a right-of-use asset, the sublease is classified by reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. However, if the head lease is a short-term lease that the Company, as a lessee, has accounted for applying recognition exemption, the sublease is classified as an operating lease.

Lease payments (less any lease incentives payable) from operating leases are recognized as income on a straight-line basis over the terms of the relevant leases. Lease modification that resulted from a negotiation with a lessee is accounted for as a new lease from the effective date of modification.

2) The Company as lessee

The Company recognizes right-of-use assets and lease liabilities for all leases at the commencement date of a lease, except for short-term leases and low-value asset leases accounted for by applying a recognition exemption where lease payments are recognized as expenses on a straight-line basis over the lease terms.

Right-of-use assets are initially measured at cost, which comprises the initial measurement of lease liabilities adjusted for lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs needed to restore the underlying assets, and less any lease incentives received. Right-of-use assets are subsequently measured at cost less accumulated depreciation and impairment losses and adjusted for any remeasurement of the lease liabilities. Right-of-use assets are presented on a separate line in the parent company only balance sheets.

Right-of-use assets are depreciated using the straight-line method from the commencement dates to the earlier of the end of the useful lives of the right-of-use assets or the end of the lease terms.

Lease liabilities are initially measured at the present value of the lease payments. The lease payments are discounted using the interest rate implicit in a lease, if that rate can be readily determined. If that rate cannot be readily determined, the lessee's incremental borrowing rate will be used.

Subsequently, lease liabilities are measured at amortized cost using the effective interest method, with interest expense recognized over the lease terms. When there is a change in a lease term resulting from a change in future lease payments, the Company remeasures the lease liabilities with a corresponding adjustment to the right-of-use-assets. However, if the carrying amount of the right-of-use assets is reduced to zero, any remaining amount of the remeasurement is recognized in profit or loss. For a lease modification that is not accounted for as a separate lease, the Company accounts for the remeasurement of the lease liability by (a) decreasing the carrying amount of the right-of-use asset of lease modifications that decreased the scope of the lease, and recognizing in profit or loss any gain or loss on the partial or full termination of the lease; (b) making a corresponding adjustment to the right-of-use asset of all other lease modifications. Lease liabilities are presented on a separate line in the parent company only balance sheets.

Variable lease payments that do not depend on an index or a rate are recognized as expenses in the periods in which they are incurred.

m. Government grants

Government grants are not recognized until there is reasonable assurance that the Company will comply with the conditions attached to them and that the grants will be received.

Government grants related to income are recognized in other income on a systematic basis over the periods in which the Company recognizes as expenses the related costs that the grants intend to compensate. Specifically, government grants whose primary condition is that the Company should purchase, construct or otherwise acquire non-current assets are recognized as deferred revenue and transferred to profit or loss on a systematic and rational basis over the useful lives of the related assets.

Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Company with no future related costs are recognized in profit or loss in the period in which they are received.

n. Employee benefits

1) Short-term employee benefits

Liabilities recognized in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related services.

2) Retirement benefits

Payments to defined contribution retirement benefit plans are recognized as expenses when employees have rendered services entitling them to the contributions.

Defined benefit costs (including service cost, net interest and rereasurement) under defined benefit retirement benefit plans are determined using the projected unit credit method. Service cost (including current service cost) and net interest on the net defined benefit liabilities (assets) are recognized as employee benefits expense in the period in which they occur. Rereasurement, comprising actuarial gains and losses and the return on plan assets (excluding interest), is recognized in other comprehensive income in the period in which it occurs. Rereasurement recognized in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to profit or loss.

Net defined benefit liabilities (assets) represent the actual deficit (surplus) in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any refunds from the plans or reductions in future contributions to the plans.

3) Other long-term employee benefits

Other long-term employee benefits are accounted for in the same way as the accounting required for defined benefit plans except that rereasurement is recognized in profit or loss.

o. Share-based payment arrangements

1) Employee share options granted to employees

The fair value at the grant date of the employee share options is expensed on a straight-line basis over the vesting period, based on the Company's best estimates of the number of shares or options that are expected to ultimately vest, with a corresponding increase in capital surplus - employee share options. The expense is recognized in full at the grant date if the grants are vested immediately.

At the end of each reporting period, the Company revises its estimate of the number of employee share options that are expected to vest. The impact of the revision of the original estimates is recognized in profit or loss such that the cumulative expenses reflect the revised estimate, with a corresponding adjustment to capital surplus - employee share options.

2) Equity-settled share-based payment arrangements granted to the employees of a subsidiary

The grant by the Company of its equity instruments to the employees of a subsidiary under employee share options is treated as a capital contribution. The fair value of employee services received under the arrangement is measured by reference to the grant-date fair value and is recognized over the vesting period as an addition to the investment in the subsidiary, with a corresponding credit to capital surplus - employee share options.

p. Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

1) Current tax

According to the Income Tax Law in the ROC, an additional tax on unappropriated earnings is provided for in the year the shareholders approve to retain earnings.

Adjustments of prior years' tax liabilities are added to or deducted from the current year's tax provision.

2) Deferred tax

Deferred tax is recognized on temporary differences between the carrying amount of assets and liabilities and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences, research and development expenditures to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

Deferred tax liabilities are recognized for taxable temporary differences associated with investments in subsidiaries and associates, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are recognized only to the extent that it is probable that there will be sufficient taxable profits against which to utilize the benefits of the temporary differences and such temporary differences are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the assets to be recovered. A previously unrecognized deferred tax asset is also reviewed at the end of each reporting period and recognized to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liabilities are settled or the assets are realized, based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

3) Current and deferred taxes

Current and deferred taxes are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity; in which case, the current and deferred taxes are also recognized in other comprehensive income or directly in equity, respectively.

5. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Company's accounting policies, management is required to make judgments, estimations, and assumptions on the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered relevant. Actual results may differ from these estimates.

The Company considers the possible impact of the recent development of the COVID-19 and its economic environment implications when making its critical accounting estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised if the revisions affect only that period or in the period of the revisions and future periods if the revisions affect both current and future periods.

Key Sources of Estimation Uncertainty

a. Estimated impairment of financial assets

The provision for impairment of accounts receivable(including related parties) is based on assumptions on probability of default and loss given default. The Company uses judgment in making these assumptions and in selecting the inputs to the impairment calculation, based on the Company's historical experience, existing market conditions as well as forward looking estimates as of the end of each reporting period. For details of the key assumptions and inputs used, see Note 9. Where the actual future cash inflows are less than expected, a material impairment loss may arise.

6. CASH

| | <u>December 31</u> | |
|---------------|---------------------|---------------------|
| | 2022 | 2021 |
| Bank deposits | \$ 2,935,549 | \$ 2,402,278 |
| Cash on hand | <u>25</u> | <u>25</u> |
| | <u>\$ 2,935,574</u> | <u>\$ 2,402,303</u> |

The market rates of cash in bank at the end of the reporting period were as follows:

| | <u>December 31</u> | |
|---------------|--------------------|--------------|
| | 2022 | 2021 |
| Bank deposits | 0.001%-4.27% | 0.001%-2.35% |

7. FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

| | <u>December 31</u> | |
|---|--------------------|------------------|
| | 2022 | 2021 |
| <u>Non-current</u> | | |
| Investments in equity instruments at FVTOCI | <u>\$ 4,914</u> | <u>\$ 16,130</u> |

(Continued)

| | December 31 | |
|--|--------------------|------------------|
| | 2022 | 2021 |
| Domestic investments | | |
| Unlisted shares | | |
| Ordinary shares - Powerchip Technology Corporation | \$ - | \$ 10,233 |
| Ordinary shares - Syntronix Corporation | <u>4,914</u> | <u>5,897</u> |
| | <u>\$ 4,914</u> | <u>\$ 16,130</u> |
| | | (Concluded) |

These investments in equity instruments are not held for trading. Instead, they are held for medium- to long-term strategic purposes. Accordingly, the management elected to designate these investments in equity instruments as at FVTOCI as they believe that recognizing short-term fluctuations in these investments' fair value in profit or loss would not be consistent with the Company's strategy of holding these investments for long-term purposes.

The Company took the investment strategy into consideration to sell and derecognize investments in equity instruments at FVTOCI. The information related to derecognition in 2022 and 2021 is as follows:

| | For the Year Ended December 31 | |
|---|---------------------------------------|-------------|
| | 2022 | 2021 |
| Fair value at the date of derecognition | \$ 4,654 | \$ 28,563 |
| Accumulated loss on disposal of retained earnings transferred from other equity | (31,750) | (5,545) |

8. FINANCIAL ASSETS AT AMORTIZED COST

| | December 31 | |
|-----------------------|--------------------|---------------|
| | 2022 | 2021 |
| <u>Non-current</u> | | |
| Domestic investments | | |
| Pledged time deposits | <u>\$ 116</u> | <u>\$ 116</u> |

- a. Refer to Note 25 for information relating to the credit risk management and impairment of financial assets at amortized cost.
- b. Refer to Note 27 for information relating to investments in financial assets at amortized cost pledged as security.

9. ACCOUNTS RECEIVABLE, NET

| | December 31 | |
|-------------------------------------|--------------------|-------------------|
| | 2022 | 2021 |
| Accounts receivable | \$ 209,198 | \$ 102,069 |
| Less: Allowance for impairment loss | <u>(97)</u> | <u>(1,435)</u> |
| | <u>\$ 209,101</u> | <u>\$ 100,634</u> |

The average credit term was 30 to 60 days, and no interest was charged on accounts receivable. The Company uses other publicly available financial information or its own trading records to rate its major customers. The Company's exposure and the credit ratings of its counterparties are continuously monitored.

Credit exposure is controlled by counterparty limits that are reviewed and approved.

The Company applies the simplified approach to provide for expected credit losses prescribed by IFRS 9, which permits the use of lifetime expected loss provision for all accounts receivable. The expected credit losses on trade receivables are estimated using a provision matrix prepared by reference to the past default experience of the customer, the customer's current financial position and economic condition of the industry in which the customer operates. As the Company's historical credit loss experience does not show significantly different loss patterns for different customer segments, the provision for loss allowance based on past due status is not further distinguished according to the Company's different customer base.

The Company writes off an account receivable when there is information indicating that the debtor is in severe financial difficulty, and there is no realistic prospect of recovery, e.g. when the debtor has been placed under liquidation. For accounts receivable that have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivables due. Where recoveries are made, these are recognized in profit or loss.

The Company measures the loss allowance for accounts receivable, and the information is as follows:

December 31, 2022

| | Not Past Due | 1 to 30 Days | 31 to 90 Days | 91 to 180 Days | Over 181 Days | Total |
|--------------------------------|---------------------|---------------------|----------------------|-----------------------|----------------------|-------------------|
| Gross carrying amount | \$ 194,270 | \$ 9,996 | \$ 4,932 | \$ - | \$ - | \$ 209,198 |
| Loss allowance (lifetime ECLs) | <u>-</u> | <u>(25)</u> | <u>(72)</u> | <u>-</u> | <u>-</u> | <u>(97)</u> |
| Amortized cost | <u>\$ 194,270</u> | <u>\$ 9,971</u> | <u>\$ 4,860</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ 209,101</u> |

December 31, 2021

| | Not Past Due | 1 to 30 Days | 31 to 90 Days | 91 to 180 Days | Over 181 Days | Total |
|--------------------------------|---------------------|---------------------|----------------------|-----------------------|----------------------|-------------------|
| Gross carrying amount | \$ 80,754 | \$ 6,218 | \$ 14,914 | \$ 183 | \$ - | \$ 102,069 |
| Loss allowance (lifetime ECLs) | <u>-</u> | <u>(151)</u> | <u>(1,262)</u> | <u>(22)</u> | <u>-</u> | <u>(1,435)</u> |
| Amortized cost | <u>\$ 80,754</u> | <u>\$ 6,067</u> | <u>\$ 13,652</u> | <u>\$ 161</u> | <u>\$ -</u> | <u>\$ 100,634</u> |

The movements of the loss allowance of accounts receivable were as follows:

| | For the Year Ended December 31 | |
|---|---------------------------------------|-----------------|
| | 2022 | 2021 |
| Balance at January 1 | \$ 1,435 | \$ 11,961 |
| Less: Net remeasurement of loss allowance | <u>(1,338)</u> | <u>(10,526)</u> |
| Balance at December 31 | <u>\$ 97</u> | <u>\$ 1,435</u> |

10. INVESTMENTS ACCOUNTED FOR USING THE EQUITY METHOD

| | December 31 | |
|-----------------------------|--------------------|------------------|
| | 2022 | 2021 |
| Investments in subsidiaries | \$ 105,605 | \$ 35,011 |
| Investments in associates | <u>15,185</u> | <u>3,083</u> |
| | <u>\$ 120,790</u> | <u>\$ 38,094</u> |

a. Investments in subsidiaries

| | December 31 | |
|---------------------------|--------------------|------------------|
| | 2022 | 2021 |
| PUFsecurity Corporation | \$ 104,543 | \$ 35,011 |
| eMemory Japan Corporation | <u>1,062</u> | <u>-</u> |
| | <u>\$ 105,605</u> | <u>\$ 35,011</u> |

| Name of Subsidiary | Proportion of Ownership and Voting Rights | |
|---------------------------|--|-------------|
| | December 31 | |
| | 2022 | 2021 |
| PUFsecurity Corporation | 76.17% | 80.82% |
| eMemory Japan Corporation | 100% | - |

The employees of the Company and PUFsecurity Corporation exercised the employee share options issued by PUFsecurity Corporation in 2021. Therefore, the Company's shareholding percentage decreased from 90.91% to 80.82%.

PUFsecurity Corporation increased its capital by issuing 15,000 thousand shares with a par value of NT\$10 in January 2022, and the paid in capital increased to NT\$101,611 thousand, which was divided into 101,611 thousand shares with a par value of NT\$1. The Company subscribed for 11,107 thousand shares in cash for NT\$111,066 thousand, but did not subscribe for the shares in accordance with its original shareholding proportion, which caused its the proportion of ownership to decrease from 80.82% to 79.82%.

The employees of the Company and PUFsecurity Corporation exercised the employee share options issued by PUFsecurity Corporation in 2022. On July 27, 2022, for the purpose of transferring shares to its employees, PUFsecurity Corporation's board of directors resolved to buy back 4,000 thousand shares of PUFsecurity Corporation's ordinary shares with the price of NT\$7.5 per share. Therefore, eMemory Technology Inc.'s shareholding percentage decreased from 79.82% to 76.17%.

eMemory Technology Inc. invested and established eMemory Japan Corporation in March 2022, and the Company remitted investment fund of JPY50,000 thousand on October 21, 2022 and February 3, 2023.

The investments in the subsidiary accounted for using the equity method and the share of profit or loss and other comprehensive income (loss) of those investments for the years ended December 31, 2022 and 2021 were based on the subsidiary's financial statements which have been audited for the same years.

b. Investments in associates

| | <u>December 31</u> | |
|--|--|-----------------|
| | 2022 | 2021 |
| Associates that is not individually material | | |
| iMQ Technology Inc. | <u>\$ 15,185</u> | <u>\$ 3,083</u> |
| | <u>Proportion of Ownership and Voting Rights</u> | |
| | <u>December 31</u> | |
| | 2022 | 2021 |
| Name of Associate | | |
| iMQ Technology Inc. | 2.34% | 2.69% |

The employees of iMQ Technology Inc. exercised the employee share option in 2021. Therefore, the Company's shareholding percentage decreased from 2.71% to 2.69%.

The employees of iMQ Technology Inc. exercised the employee share option in 2022. Therefore, the Company's shareholding percentage decreased from 2.69% to 2.34%.

| | <u>For the Year Ended December 31</u> | |
|---|---------------------------------------|-------------------|
| | 2022 | 2021 |
| The Company's share of : | | |
| Loss from continuing operations | \$ (2,080) | \$ (2,560) |
| Other comprehensive loss | <u>1</u> | <u>-</u> |
| Total comprehensive loss for the period | <u>\$ (2,079)</u> | <u>\$ (2,560)</u> |

Although the shareholding ratio is less than 20%, the Company is able to exercise significant influence over iMQ Technology Inc. since the chairman of the Company is the same person as the chairman of iMQ Technology Inc.

For information about the nature of business, main operating location and country of incorporation of the associate, refer to Table 2.

The investments in the associates accounted for using the equity method, and the share of profit or loss and other comprehensive income (loss) of those investments for the years ended December 31, 2022 and 2021 was based on the associate's financial statements which have been audited for the same years.

11. PROPERTY, PLANT AND EQUIPMENT

| | <u>December 31</u> | |
|--------------------------------------|--------------------|-------------------|
| | 2022 | 2021 |
| Assets used by the Company | \$ 455,117 | \$ 458,329 |
| Assets leased under operating leases | <u>3,643</u> | <u>327</u> |
| | <u>\$ 458,760</u> | <u>\$ 458,656</u> |

a. Assets used by the Company

| | Freehold Land | Buildings | Research and Development Equipment | Office Equipment | Total |
|---|--------------------------|-------------------|---|-----------------------------|-------------------|
| <u>Cost</u> | | | | | |
| Balance at January 1, 2022 | \$ 123,905 | \$ 388,508 | \$ 97,908 | \$ 16,651 | \$ 626,972 |
| Additions | - | 6,801 | 20,907 | 7,577 | 35,285 |
| Disposals | - | (989) | (32,264) | (3,065) | (36,318) |
| Transfers from assets leased under operating leases | <u>(1,031)</u> | <u>(3,034)</u> | <u>-</u> | <u>-</u> | <u>(4,065)</u> |
| Balance at December 31, 2022 | <u>\$ 122,874</u> | <u>\$ 391,286</u> | <u>\$ 86,551</u> | <u>\$ 21,163</u> | <u>\$ 621,874</u> |
| <u>Accumulated depreciation</u> | | | | | |
| Balance at January 1, 2022 | \$ - | \$ 101,127 | \$ 60,798 | \$ 6,718 | \$ 168,643 |
| Depreciation expense | - | 11,769 | 19,514 | 3,838 | 35,121 |
| Disposals | - | (989) | (32,264) | (3,065) | (36,318) |
| Transfers from assets leased under operating leases | <u>-</u> | <u>(689)</u> | <u>-</u> | <u>-</u> | <u>(689)</u> |
| Balance at December 31, 2022 | <u>\$ -</u> | <u>\$ 111,218</u> | <u>\$ 48,048</u> | <u>\$ 7,491</u> | <u>\$ 166,757</u> |
| Carrying amount at December 31, 2022 | <u>\$ 122,874</u> | <u>\$ 280,068</u> | <u>\$ 38,503</u> | <u>\$ 13,672</u> | <u>\$ 455,117</u> |
| <u>Cost</u> | | | | | |
| Balance at January 1, 2021 | \$ 113,730 | \$ 364,150 | \$ 114,777 | \$ 11,081 | \$ 603,738 |
| Additions | - | 8,229 | 16,400 | 6,651 | 31,280 |
| Disposals | - | (7,533) | (33,269) | (1,081) | (41,883) |
| Transfers from assets leased under operating leases | <u>10,175</u> | <u>23,662</u> | <u>-</u> | <u>-</u> | <u>33,837</u> |
| Balance at December 31, 2021 | <u>\$ 123,905</u> | <u>\$ 388,508</u> | <u>\$ 97,908</u> | <u>\$ 16,651</u> | <u>\$ 626,972</u> |
| <u>Accumulated depreciation</u> | | | | | |
| Balance at January 1, 2021 | \$ - | \$ 93,042 | \$ 70,663 | \$ 4,971 | \$ 168,676 |
| Depreciation expense | - | 11,068 | 23,404 | 2,828 | 37,300 |
| Disposals | - | (7,507) | (33,269) | (1,081) | (41,857) |
| Transfers from assets leased under operating leases | <u>-</u> | <u>4,524</u> | <u>-</u> | <u>-</u> | <u>4,524</u> |
| Balance at December 31, 2021 | <u>\$ -</u> | <u>\$ 101,127</u> | <u>\$ 60,798</u> | <u>\$ 6,718</u> | <u>\$ 168,643</u> |
| Carrying amount at December 31, 2021 | <u>\$ 123,905</u> | <u>\$ 287,381</u> | <u>\$ 37,110</u> | <u>\$ 9,933</u> | <u>\$ 458,329</u> |

b. Assets leased under operating leases

| | Freehold Land | Buildings | Total |
|---|----------------------|------------------|-----------------|
| <u>Cost</u> | | | |
| Balance at January 1, 2022 | \$ 114 | \$ 265 | \$ 379 |
| Transfers from assets used by the Company | <u>1,031</u> | <u>3,034</u> | <u>4,065</u> |
| Balance at December 31, 2022 | <u>\$ 1,145</u> | <u>\$ 3,299</u> | <u>\$ 4,444</u> |

(Continued)

| | Freehold Land | Buildings | Total |
|---|----------------------|------------------|------------------------------|
| <u>Accumulated depreciation</u> | | | |
| Balance at January 1, 2022 | \$ - | \$ 52 | \$ 52 |
| Depreciation expense | - | 689 | 689 |
| Transfers from assets used by the Company | <u>-</u> | <u>60</u> | <u>60</u> |
| Balance at December 31, 2022 | <u>\$ -</u> | <u>\$ 801</u> | <u>\$ 801</u> |
| Carrying amount at December 31, 2022 | <u>\$ 1,145</u> | <u>\$ 2,498</u> | <u>\$ 3,643</u> |
| <u>Cost</u> | | | |
| Balance at January 1, 2021 | \$ 10,289 | \$ 23,927 | \$ 34,216 |
| Transfers to assets used by the Company | <u>(10,175)</u> | <u>(23,662)</u> | <u>(33,837)</u> |
| Balance at December 31, 2021 | <u>\$ 114</u> | <u>\$ 265</u> | <u>\$ 379</u> |
| <u>Accumulated depreciation</u> | | | |
| Balance at January 1, 2021 | \$ - | \$ 4,222 | \$ 4,222 |
| Depreciation expense | - | 354 | 354 |
| Transfers to assets used by the Company | <u>-</u> | <u>(4,524)</u> | <u>(4,524)</u> |
| Balance at December 31, 2021 | <u>\$ -</u> | <u>\$ 52</u> | <u>\$ 52</u> |
| Carrying amount at December 31, 2021 | <u>\$ 114</u> | <u>\$ 213</u> | <u>\$ 327</u> (Concluded) |

Operating leases are related to leases of buildings with lease terms of 1 year. The lessees do not have bargain purchase options to acquire the assets at the expiry of the lease periods.

The maturity analysis of lease payments receivable under operating lease payments was as follows:

| | <u>December 31</u> | |
|--------|--------------------|--------------|
| | <u>2022</u> | <u>2021</u> |
| Year 1 | <u>\$ 61</u> | <u>\$ 30</u> |

There was no indication of impairment for the years ended December 31, 2022 and 2021.

The Company's property, plant and equipment are depreciated on a straight-line basis over their useful lives as follows:

| | |
|------------------------------------|-------------|
| Buildings | |
| Office main buildings | 35-50 years |
| Electrical power equipment | 5-10 years |
| Air-conditioning equipment | 5-8 years |
| Extinguishment equipment | 5 years |
| Research and development equipment | 3-8 years |
| Office equipment | 3-5 years |

12. LEASE ARRANGEMENTS

a. Right-of-use assets

| | December 31 | |
|---|---------------------------------------|-------------------|
| | 2022 | 2021 |
| <u>Carrying amount</u> | | |
| Buildings | \$ 2,978 | \$ 4,885 |
| Transportation equipment | <u>2,460</u> | <u>3,801</u> |
| | <u>\$ 5,438</u> | <u>\$ 8,686</u> |
| | For the Year Ended December 31 | |
| | 2022 | 2021 |
| Additions to right-of-use assets | <u>\$ 7</u> | <u>\$ 7,671</u> |
| Depreciation charge for right-of-use assets | | |
| Buildings | \$ 1,914 | \$ 1,692 |
| Transportation equipment | <u>1,341</u> | <u>645</u> |
| | <u>\$ 3,255</u> | <u>\$ 2,337</u> |
| Income from the subleasing of right-of-use assets (presented in other income) | <u>\$ (1,431)</u> | <u>\$ (1,205)</u> |

Except for the aforementioned additions and recognized depreciation, the Company did not have significant sublease or impairment of right-of-use assets for the years ended December 31, 2022 and 2021.

b. Lease liabilities

| | December 31 | |
|------------------------|--------------------|-----------------|
| | 2022 | 2021 |
| <u>Carrying amount</u> | | |
| Current | <u>\$ 3,299</u> | <u>\$ 3,230</u> |
| Non-current | <u>\$ 2,237</u> | <u>\$ 5,532</u> |

Discount rates for lease liabilities were as follows:

| | December 31 | |
|--------------------------|--------------------|-------------|
| | 2022 | 2021 |
| Buildings | 1.38%-1.68% | 1.38%-1.68% |
| Transportation equipment | 2.73% | 2.73% |

c. Other lease information

For the Year Ended December 31
2022 **2021**

| | | |
|--|-------------------|-------------------|
| Expenses relating to short-term leases | \$ <u>2,243</u> | \$ <u>2,638</u> |
| Total cash outflow for leases | \$ <u>(5,620)</u> | \$ <u>(5,066)</u> |

The Company's leases of certain parking space and machine rooms qualify as short-term leases. The Company has elected to apply the recognition exemption and thus, did not recognize right-of-use assets and lease liabilities for these leases.

13. INTANGIBLE ASSETS

| | Patents | Software | Trademarks | Total |
|--------------------------------------|-------------------|------------------|-------------------|-------------------|
| <u>Cost</u> | | | | |
| Balance at January 1, 2022 | \$ 153,629 | \$ 7,870 | \$ 2,883 | \$ 164,382 |
| Additions | 7,342 | 22,078 | - | 29,420 |
| Disposals | <u>(51)</u> | <u>(1,980)</u> | <u>-</u> | <u>(2,031)</u> |
| Balance at December 31, 2022 | <u>\$ 160,920</u> | <u>\$ 27,968</u> | <u>\$ 2,883</u> | <u>\$ 191,771</u> |
| <u>Accumulated amortization</u> | | | | |
| Balance at January 1, 2022 | \$ 89,700 | \$ 4,678 | \$ 2,791 | \$ 97,169 |
| Amortization expense | 16,717 | 13,581 | 81 | 30,379 |
| Disposals | <u>(51)</u> | <u>(1,980)</u> | <u>-</u> | <u>(2,031)</u> |
| Balance at December 31, 2022 | <u>\$ 106,366</u> | <u>\$ 16,279</u> | <u>\$ 2,872</u> | <u>\$ 125,517</u> |
| Carrying amount at December 31, 2022 | <u>\$ 54,554</u> | <u>\$ 11,689</u> | <u>\$ 11</u> | <u>\$ 66,254</u> |
| <u>Cost</u> | | | | |
| Balance at January 1, 2021 | \$ 143,615 | \$ 9,340 | \$ 2,883 | \$ 155,838 |
| Additions | 10,357 | 1,180 | - | 11,537 |
| Disposals | <u>(343)</u> | <u>(2,650)</u> | <u>-</u> | <u>(2,993)</u> |
| Balance at December 31, 2021 | <u>\$ 153,629</u> | <u>\$ 7,870</u> | <u>\$ 2,883</u> | <u>\$ 164,382</u> |
| <u>Accumulated amortization</u> | | | | |
| Balance at January 1, 2021 | \$ 73,891 | \$ 4,847 | \$ 2,623 | \$ 81,361 |
| Amortization expense | 16,152 | 2,481 | 168 | 18,801 |
| Disposals | <u>(343)</u> | <u>(2,650)</u> | <u>-</u> | <u>(2,993)</u> |
| Balance at December 31, 2021 | <u>\$ 89,700</u> | <u>\$ 4,678</u> | <u>\$ 2,791</u> | <u>\$ 97,169</u> |
| Carrying amount at December 31, 2021 | <u>\$ 63,929</u> | <u>\$ 3,192</u> | <u>\$ 92</u> | <u>\$ 67,213</u> |

The Company's major products are NeoBit®, NeoFuse®, NeoPUF®, NeoEE®, and NeoMTP®, etc. There are 1,176 patents currently owned or pending approval for the products mentioned above. According to the requirements of IAS 38, the research and development costs were recognized as research and development expenses, instead of capitalized, in the periods when incurred. The costs of the patents and the trademarks mentioned above were the costs of the relevant fees and professional service expenses for legal right applications.

The above intangible assets with finite useful lives are amortized on a straight-line basis over their useful lives as follows:

| | |
|------------|-----------|
| Patents | 5 years |
| Software | 1-3 years |
| Trademarks | 5 years |

14. OTHER ASSETS

| | December 31 | |
|---|--------------------|------------------|
| | 2022 | 2021 |
| <u>Current</u> | | |
| Prepayments | | |
| Prepayments for software | \$ 7,172 | \$ 15,620 |
| Prepayments for annual fee on the patents | 6,028 | 5,481 |
| Prepayments for software maintenance | 1,688 | 1,738 |
| Prepayments for membership | 1,150 | 454 |
| Others | <u>1,824</u> | <u>1,048</u> |
| | <u>\$ 17,862</u> | <u>\$ 24,341</u> |
| Other assets | | |
| Temporary payments | <u>\$ 4,157</u> | <u>\$ 3,805</u> |

15. OTHER LIABILITIES

| | December 31 | |
|---------------------------------------|--------------------|-------------------|
| | 2022 | 2021 |
| <u>Current</u> | | |
| Other payables | | |
| Bonuses | \$ 119,451 | \$ 95,134 |
| Payable for annual leave | 7,065 | 7,010 |
| Payable for professional service fees | 1,426 | 1,260 |
| Others | <u>41,895</u> | <u>41,292</u> |
| | <u>\$ 169,837</u> | <u>\$ 144,696</u> |
| Other liabilities | | |
| Receipt under custody | \$ 1,555 | \$ 1,385 |
| Temporary receipts | 27 | 11 |
| Receipts in advance | <u>-</u> | <u>427</u> |
| | <u>\$ 1,582</u> | <u>\$ 1,823</u> |

16. RETIREMENT BENEFIT PLANS

a. Defined contribution plans

The Company adopted a pension plan under the Labor Pension Act (LPA), which is a state-managed defined contribution plan. Under the LPA, an entity makes monthly contributions to employees' individual pension accounts at 6% of monthly salaries and wages.

b. Defined benefit plans

The defined benefit plan adopted by the Company in accordance with the Labor Standards Law is operated by the government. Pension benefits are calculated on the basis of the length of service and average monthly salaries of the 6 months before retirement. The Company contributes amounts equal to 2% of total monthly salaries and wages to a pension fund administered by the pension fund monitoring committee. Pension contributions are deposited in the Bank of Taiwan in the committee's name. Before the end of each year, the Company assesses the balance in the pension fund. If the amount of the balance in the pension fund is inadequate to pay retirement benefits for employees who conform to retirement requirements in the next year, the Company is required to fund the difference in one appropriation that should be made before the end of March of the next year. The pension fund is managed by the Bureau of Labor Funds, Ministry of Labor (the Bureau); the Company has no right to influence the investment policy and strategy.

The amounts based on the actuarial report of the Company's defined benefit plans were as follows:

| | December 31 | |
|--|--------------------|------------------|
| | 2022 | 2021 |
| Present value of funded defined benefit obligation | \$ 29,520 | \$ 31,147 |
| Fair value of plan assets | <u>(13,808)</u> | <u>(11,957)</u> |
| Net defined benefit liabilities | <u>\$ 15,712</u> | <u>\$ 19,190</u> |

Movements in net defined benefit liabilities were as follows:

| | Present Value of the Defined Benefit Obligation | Fair Value of the Plan Assets | Net Defined Benefit Liabilities |
|---|--|--|--|
| Balance at January 1, 2021 | <u>\$ 32,106</u> | <u>\$ (10,873)</u> | <u>\$ 21,233</u> |
| Net interest expense (income) | <u>160</u> | <u>(58)</u> | <u>102</u> |
| Recognized in profit or loss | <u>160</u> | <u>(58)</u> | <u>102</u> |
| Remeasurement | | | |
| Return on plan assets (excluding amounts included in net interest) | - | (134) | (134) |
| Actuarial loss (gain) | | | |
| Changes in demographic assumptions | 1,062 | - | 1,062 |
| Experience adjustments | <u>(2,181)</u> | <u>-</u> | <u>(2,181)</u> |
| Recognized in other comprehensive income | <u>(1,119)</u> | <u>(134)</u> | <u>(1,253)</u> |
| Contributions from the employer | <u>-</u> | <u>(892)</u> | <u>(892)</u> |
| Balance at December 31, 2021 | <u>31,147</u> | <u>(11,957)</u> | <u>19,190</u> |
| Net interest expense (income) | <u>156</u> | <u>(62)</u> | <u>94</u> |
| Recognized in profit or loss | <u>156</u> | <u>(62)</u> | <u>94</u> |

(Continued)

| | Present Value of the Defined Benefit Obligation | Fair Value of the Plan Assets | Net Defined Benefit Liabilities |
|--|--|--|--|
| Remeasurement | | | |
| Return on plan assets (excluding amounts included in net interest) | \$ - | \$ (919) | \$ (919) |
| Actuarial loss (gain) | | | |
| Changes in financial assumptions | (1,926) | - | (1,926) |
| Experience adjustments | <u>143</u> | <u>-</u> | <u>143</u> |
| Recognized in other comprehensive income | <u>(1,783)</u> | <u>(919)</u> | <u>(2,702)</u> |
| Contributions from the employer | <u>-</u> | <u>(870)</u> | <u>(870)</u> |
| Balance at December 31, 2022 | <u>\$ 29,520</u> | <u>\$ (13,808)</u> | <u>\$ 15,712</u> (Concluded) |

Through the defined benefit plans under the Labor Standards Law, the Company is exposed to the following risks:

- 1) Investment risk: The plan assets are invested in domestic and foreign equity and debt securities, bank deposits, etc. The investment is conducted at the discretion of the Bureau or under the mandated management. However, in accordance with relevant regulations, the return generated by plan assets should not be below the interest rate for a 2-year time deposit with local banks.
- 2) Interest risk: A decrease in the government bond interest rate will increase the present value of the defined benefit obligation; however, this will be partially offset by an increase in the return on the plans' debt investments.
- 3) Salary risk: The present value of the defined benefit obligation is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the present value of the defined benefit obligation.

The actuarial valuations of the present value of the defined benefit obligation were carried out by qualified actuaries. The significant assumptions used for the purposes of the actuarial valuations were as follows:

| | December 31 | |
|----------------------------------|--------------------|-------------|
| | 2022 | 2021 |
| Discount rate | 1.50% | 0.50% |
| Expected rate of salary increase | 4.50% | 4.00% |

If possible reasonable changes in each of the significant actuarial assumptions will occur and all other assumptions will remain constant, the present value of the defined benefit obligation would increase (decrease) as follows:

| | December 31 | |
|----------------------------------|--------------------|-------------------|
| | 2022 | 2021 |
| Discount rate | | |
| 0.25% increase | <u>\$ (867)</u> | <u>\$ (1,007)</u> |
| 0.25% decrease | <u>\$ 901</u> | <u>\$ 1,049</u> |
| Expected rate of salary increase | | |
| 0.25% increase | <u>\$ 861</u> | <u>\$ 999</u> |
| 0.25% decrease | <u>\$ (833)</u> | <u>\$ (964)</u> |

The sensitivity analysis presented above may not be representative of the actual changes in the present value of the defined benefit obligation as it is unlikely that changes in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

| | <u>December 31</u> | |
|---|--------------------|---------------|
| | <u>2022</u> | <u>2021</u> |
| Expected contributions to the plans for the next year | \$ <u>912</u> | \$ <u>949</u> |
| Average duration of the defined benefit obligation | 12 years | 13.1 years |

17. EQUITY

a. Ordinary shares

| | <u>December 31</u> | |
|---|---------------------|---------------------|
| | <u>2022</u> | <u>2021</u> |
| Numbers of shares authorized (in thousands) | <u>100,000</u> | <u>100,000</u> |
| Shares authorized | \$ <u>1,000,000</u> | \$ <u>1,000,000</u> |
| Number of shares issued and fully paid (in thousands) | <u>76,185</u> | <u>76,124</u> |
| Shares issued | \$ <u>761,845</u> | \$ <u>761,235</u> |

For the year ended December 31, 2022, the shares increased due to the employees' exercise of their employee share options.

b. Capital surplus

| | <u>December 31</u> | |
|--|--------------------|-------------------|
| | <u>2022</u> | <u>2021</u> |
| <u>May be used to offset a deficit, distributed as cash dividends, or transferred to share capital (1)</u> | | |
| Arising from issuance of ordinary shares | \$ 60,421 | \$ 153,448 |
| Arising from issuance of ordinary - exercised/invalid employee share options | 62,636 | 53,423 |
| <u>May be used to offset a deficit only</u> | | |
| Arising from changes in percentage of ownership interests in subsidiaries (2) | 13,883 | 27,697 |
| Arising from share of changes in capital surplus of associates (2) | 62,948 | 48,766 |
| <u>May not be used for any purpose</u> | | |
| Arising from employee share options | <u>10,634</u> | <u>19,847</u> |
| | <u>\$ 210,522</u> | <u>\$ 303,181</u> |

1) Such capital surplus may be used to offset a deficit; in addition, when the Company has no deficit, such capital surplus may be distributed as cash dividends or transferred to share capital (limited to a certain percentage of the Company's capital surplus and to once a year).

- 2) Such capital surplus arises from the effects of changes in ownership interests in subsidiaries and associates resulting from equity transactions other than actual disposals or acquisitions or from changes in capital surplus of subsidiaries and associates accounted for using the equity method.

c. Retained earnings and dividend policy

Based on the Company's Articles of Incorporation state that, where the Company made a profit in a fiscal year, the profit shall be first utilized for paying taxes, offsetting accumulated losses, setting aside as legal reserve 10% of the remaining profit, setting aside or reversing a special reserve in accordance with the laws and regulations, and then any remaining profit together with any undistributed retained earnings shall be used by the Company's board of directors as the basis for proposing a distribution plan, which should be resolved in the shareholders' meeting for the distribution of dividends and bonuses to shareholders. For the policies on the distribution of employees' compensation and remuneration of directors after the amendment, refer to "Employees' compensation and remuneration of directors" in Note 20 (g).

The Company shall distribute dividend with considerations of the market situation and development stage, as well as future capital needs, long-term corporate development and the shareholders' cash flow needs. Based on the Company's dividend policy, in principle, the total dividends distributed shall not be less than 50% of distributable earnings, of which at least 10% will be paid as cash dividend and the remainder will be in the form of stock dividend. The board of directors shall map out the distribution proposal in consideration of future operation and capital expenditure, and present the proposal at the shareholders' meeting for approval.

An appropriation of earnings to the legal reserve shall be made until the legal reserve equals the Company's paid-in capital. The legal reserve may be used to offset deficits. If the Company has no deficit and the legal reserve has exceeded 25% of the Company's paid-in capital, the excess may be transferred to capital or distributed in cash.

The appropriations of earnings for 2021 and 2020 which had been approved in the shareholders' meetings on June 15, 2022 and July 15, 2021, respectively, were as follows:

| | Appropriation of Earnings | |
|---------------------------------|---------------------------------------|-------------------|
| | For the Year Ended December 31 | |
| | 2021 | 2020 |
| Legal reserve | <u>\$ 109,686</u> | <u>\$ 70,752</u> |
| Special reserve | <u>\$ (29,116)</u> | <u>\$ (5,485)</u> |
| Cash dividends | <u>\$ 931,990</u> | <u>\$ 558,792</u> |
| Cash dividends per share (NT\$) | \$ 12.50 | \$ 7.50 |

The Company's shareholders also resolved to issue cash dividends from the capital surplus of \$111,839 thousand and \$111,759 thousand in the shareholders' meetings on June 15, 2022 and July 15, 2021, respectively.

The appropriations of earnings for 2022 had been proposed by the Company's board of directors on February 22, 2023. The appropriations and dividends per share were as follows:

| | For the Year Ended December 31, 2022 |
|---------------------------------|---|
| Legal reserve | <u>\$ 125,888</u> |
| Special reserve | <u>\$ (26,005)</u> |
| Cash dividends | <u>\$ 1,417,769</u> |
| Cash dividends per share (NT\$) | \$ 19.00 |

Issuance of cash dividends from capital surplus of \$111,929 thousand had also been proposed by the Company's board of directors on February 22, 2023.

The appropriations of earnings for 2022 are subject to the resolution of the shareholders in their meeting to be held on June 9, 2023.

d. Other equity items

1) Exchange differences on the translation of the financial statements of foreign operations

| | For the Year Ended December 31 | |
|--|---------------------------------------|-----------------|
| | 2022 | 2021 |
| Balance at January 1 | \$ (112) | \$ (26) |
| Recognized for the year | | |
| Share from subsidiaries and associates accounted for using the equity method | <u>818</u> | <u>(86)</u> |
| Other comprehensive loss recognized for the year | <u>818</u> | <u>(86)</u> |
| Balance at December 31 | <u>\$ 706</u> | <u>\$ (112)</u> |

2) Unrealized valuation gain (loss) on financial assets at FVTOCI

| | For the Year Ended December 31 | |
|--|---------------------------------------|--------------------|
| | 2022 | 2021 |
| Balance at January 1 | \$ (30,874) | \$ (60,075) |
| Recognized for the year | | |
| Unrealized gain (loss) - equity instruments | <u>(6,562)</u> | <u>23,656</u> |
| Other comprehensive income (loss) recognized for the year | <u>(6,562)</u> | <u>23,656</u> |
| Cumulative unrealized gain (loss) of equity instruments transferred to retained earnings due to disposal | <u>31,750</u> | <u>5,545</u> |
| Balance at December 31 | <u>\$ (5,686)</u> | <u>\$ (30,874)</u> |

e. Treasury shares

| | Unit: In Thousands of Shares | | | |
|---------------------------------|--------------------------------------|---------------------------------|---------------------------------|--|
| Purpose of Buy-Back | Number of Shares at January 1 | Increase During the Year | Decrease During the Year | Number of Shares at December 31 |
| <u>2022</u> | | | | |
| Shares transferred to employees | <u>1,567</u> | <u>-</u> | <u>-</u> | <u>1,567</u> |
| <u>2021</u> | | | | |
| Shares transferred to employees | <u>1,567</u> | <u>-</u> | <u>-</u> | <u>1,567</u> |

In September 2018, for the purpose of transferring shares to its employees, the Company's board of directors resolved to buy back 2,500 thousand shares of the Company's ordinary shares from the TPEX market from September 14, 2018 to November 13, 2018 with the price interval ranging from NT\$177.80 to NT\$400 per share. The Company has bought back 1,567 thousand shares with total cost of NT\$404,238 thousand.

Under the Securities and Exchange Act, the Company shall neither pledge treasury shares nor exercise shareholders' rights on these shares, such as the rights to dividends and to vote.

18. SHARE-BASED PAYMENTS

Employee share option plan of the Company

Qualified employees of the Company were granted 500 options in February 2016. Each option entitles the holder to subscribe for one thousand ordinary shares of the Company. The options granted are valid for 10 years and exercisable at certain percentages after the second anniversary from the grant date. The options were granted at an exercise price equal to the closing price of the Company's ordinary shares listed on the TPEX on the grant date. For any subsequent changes in the Company's ordinary shares or for any cash dividends issued in excess of the ratio required in the issuance rule, the exercise price is adjusted accordingly.

The information of employee share options was as follows:

| | For the Year Ended December 31 | | | |
|------------------------------------|---------------------------------------|--|------------------------------|--|
| | 2022 | | 2021 | |
| | Number of Options | Weighted- average Exercise Price (NT\$) | Number of Options | Weighted- average Exercise Price (NT\$) |
| Balance at January 1 | 130 | \$ 318.4 | 194 | \$ 318.4 |
| Options exercised | <u>(61)</u> | 318.4 | <u>(64)</u> | 318.4 |
| Balance at December 31 | <u>69</u> | 318.4 | <u>130</u> | 318.4 |
| Options exercisable, end of period | <u>69</u> | 318.4 | <u>130</u> | 318.4 |

The weighted-average share prices on the exercise date of the share options for the year ended December 31, 2022 and 2021 were \$1,108 and \$1,645, respectively.

Information on outstanding options is as follows:

| | December 31 | |
|--|--------------------|-------------|
| | 2022 | 2021 |
| Range of exercise price (NT\$) | \$ 318.4 | \$ 318.4 |
| Weighted-average remaining contractual life (in years) | 3.15 | 4.15 |

Options granted in February 2016 were priced using the Black-Scholes pricing model and the inputs of the model were as follows:

| | |
|-------------------------------|-------------|
| Grant-date share price (NT\$) | \$ 351 |
| Exercise price (NT\$) | \$ 351 |
| Expected volatility | 43.24% |
| Expected life (in years) | 6-7 years |
| Expected dividend yield | - |
| Risk-free interest rate | 0.71%-0.75% |

Compensation cost recognized were both NT\$0 thousand for the year ended December 31, 2022 and 2021.

19. REVENUE

| | <u>For the Year Ended December 31</u> | |
|---------------------------|---------------------------------------|---------------------|
| | <u>2022</u> | <u>2021</u> |
| Royalty revenue | \$ 2,474,635 | \$ 1,660,973 |
| Technical service revenue | <u>635,198</u> | <u>688,799</u> |
| | <u>\$ 3,109,833</u> | <u>\$ 2,349,772</u> |

a. Contract balances

| | <u>December 31,</u> <u>2022</u> | <u>December 31,</u> <u>2021</u> | <u>January 1,</u> <u>2021</u> |
|---|------------------------------------|------------------------------------|----------------------------------|
| Accounts receivables (including related parties) (Note 9) | <u>\$ 212,172</u> | <u>\$ 100,634</u> | <u>\$ 117,449</u> |
| Contract liabilities | | | |
| Technical service revenue | <u>\$ 67,777</u> | <u>\$ 78,327</u> | <u>\$ 52,244</u> |

The changes in the balance of contract liabilities primarily result from the timing difference between the Company's performance and the respective customer's payment.

Revenue of the reporting period recognized from the beginning contract liabilities in the previous periods is as follows:

| | <u>For the Year Ended December 31</u> | |
|--|---------------------------------------|------------------|
| | <u>2022</u> | <u>2021</u> |
| From contract liabilities at the beginning of the year | | |
| Technical service revenue | <u>\$ 53,879</u> | <u>\$ 35,086</u> |

b. Partially completed contracts

| | <u>For the Year Ended December 31</u> | |
|----------|---------------------------------------|---------------------|
| | <u>2022</u> | <u>2021</u> |
| Domestic | \$ 1,951,189 | \$ 1,380,117 |
| Asia | 1,014,343 | 843,386 |
| Others | <u>144,301</u> | <u>126,269</u> |
| | <u>\$ 3,109,833</u> | <u>\$ 2,349,772</u> |

20. NET PROFIT FROM CONTINUING OPERATIONS

a. Interest income

| | <u>For the Year Ended December 31</u> | |
|---------------|---------------------------------------|-----------------|
| | <u>2022</u> | <u>2021</u> |
| Bank deposits | <u>\$ 14,664</u> | <u>\$ 6,812</u> |

b. Other income

| | For the Year Ended December 31 | |
|-----------------|---------------------------------------|-----------------|
| | 2022 | 2021 |
| Rental income | \$ 1,828 | \$ 3,584 |
| Dividend income | <u>932</u> | <u>315</u> |
| | <u>\$ 2,760</u> | <u>\$ 3,899</u> |

c. Other gains and losses

| | For the Year Ended December 31 | |
|-----------------------------------|---------------------------------------|------------------|
| | 2022 | 2021 |
| Net foreign exchange gain (loss) | \$ 31,089 | \$ (8,754) |
| Commission income (Note 26) | 27,910 | 4,204 |
| Gain on disposal of investments | 86 | 100 |
| Government grant income (Note 23) | - | 14,034 |
| Others | <u>223</u> | <u>774</u> |
| | <u>\$ 59,308</u> | <u>\$ 10,358</u> |

d. Finance costs

| | For the Year Ended December 31 | |
|-------------------------------|---------------------------------------|---------------|
| | 2022 | 2021 |
| Interest on lease liabilities | \$ 144 | \$ 106 |
| Others | <u>-</u> | <u>3</u> |
| | <u>\$ 144</u> | <u>\$ 109</u> |

e. Depreciation and amortization

| | For the Year Ended December 31 | |
|---|---------------------------------------|------------------|
| | 2022 | 2021 |
| An analysis of depreciation by function | | |
| Operating expenses | <u>\$ 38,436</u> | <u>\$ 39,991</u> |
| An analysis of amortization by function | | |
| Selling and marketing expenses | \$ 33 | \$ 25 |
| General and administrative expenses | 1,743 | 1,943 |
| Research and development expenses | <u>28,603</u> | <u>16,833</u> |
| | <u>\$ 30,379</u> | <u>\$ 18,801</u> |

f. Employee benefits expense

| | For the Year Ended December 31 | |
|--|---------------------------------------|-----------------------|
| | 2022 | 2021 |
| Post-employment benefits (Note 16) | | |
| Defined contribution plans | \$ 19,151 | \$ 17,475 |
| Defined benefit plans | <u>94</u> | <u>102</u> |
| | <u>19,245</u> | <u>17,577</u> |
| Share-based payments | | |
| Equity-settled | <u>176</u> | <u>47</u> |
| Other employee benefits | <u>1,006,582</u> | <u>825,478</u> |
| Total employee benefits expense | <u>\$ 1,026,003</u> | <u>\$ 843,102</u> |
| An analysis of employee benefits expense by function | | |
| Operating expenses | <u>\$ 1,026,003</u> | <u>\$ 843,102</u> |

g. Employees' compensation and remuneration of directors

According to the Articles of Incorporation of the Company, the Company accrued employees' compensation and remuneration of directors at rates of 1-25% and no higher than 2%, respectively, of net profit before income tax, employees' compensation, and remuneration of directors. The employees' compensation and the remuneration of directors for the years ended December 31, 2022 and 2021, which were approved by the Company's board of directors on February 22, 2023 and February 23, 2022, respectively, are as follows:

Accrual rate

| | For the Year Ended December 31 | |
|---------------------------|---------------------------------------|-------------|
| | 2022 | 2021 |
| Employees' compensation | 15% | 15% |
| Remuneration of directors | 1.5% | 1.5% |

Amount

| | For the Year Ended December 31 | |
|---------------------------|---------------------------------------|-------------------|
| | 2022 | 2021 |
| | Cash | Cash |
| Employees' compensation | <u>\$ 344,259</u> | <u>\$ 231,808</u> |
| Remuneration of directors | <u>\$ 34,426</u> | <u>\$ 23,181</u> |

If there is a change in the amounts after the parent company only financial statements are authorized for issue, the differences are recorded as a change in the accounting estimate.

There is no difference between the actual amounts of employees' compensation and remuneration of directors paid and the amounts recognized in the parent company only financial statements for the years ended December 31, 2021 and 2020.

Information on the employees' compensation and remuneration of directors resolved by the Company's board of directors is available at the Market Observation Post System website of the Taiwan Stock Exchange.

21. INCOME TAXES RELATING TO CONTINUING OPERATIONS

a. Income tax recognized in profit or loss

The major components of tax expense were as follows:

| | For the Year Ended December 31 | |
|---|---------------------------------------|-------------------|
| | 2022 | 2021 |
| Current tax | | |
| In respect of the current year | \$ 301,512 | \$ 187,283 |
| Income tax on unappropriated earnings | 1,443 | 2,568 |
| Adjustments for prior years | <u>-</u> | <u>(373)</u> |
| | 302,955 | 189,478 |
| Deferred tax | | |
| In respect of the current year | <u>1,514</u> | <u>(235)</u> |
| Income tax expense recognized in profit or loss | <u>\$ 304,469</u> | <u>\$ 189,243</u> |

A reconciliation of accounting profit and income tax expense is as follows:

| | For the Year Ended December 31 | |
|--|---------------------------------------|---------------------|
| | 2022 | 2021 |
| Profit before tax | <u>\$ 1,916,378</u> | <u>\$ 1,290,400</u> |
| Income tax expense calculated at the statutory rate | \$ 383,276 | \$ 258,080 |
| Nondeductible expenses in determining taxable income | 8,612 | 12,781 |
| Income tax on unappropriated earnings | 1,443 | 2,568 |
| Unrecognized deductible temporary differences and investment credits | (88,862) | (83,813) |
| Adjustments for prior years' tax | <u>-</u> | <u>(373)</u> |
| Income tax expense recognized in profit or loss | <u>\$ 304,469</u> | <u>\$ 189,243</u> |

b. Current tax liabilities

| | December 31 | |
|-------------------------|--------------------|-------------------|
| | 2022 | 2021 |
| Current tax liabilities | | |
| Income tax payable | <u>\$ 139,676</u> | <u>\$ 140,661</u> |

c. Deferred tax assets

The movements of deferred tax assets was as follows:

For the Year ended December 31, 2022

| | Opening Balance | Recognized in Profit or Loss | Closing Balance |
|----------------------------|----------------------------|---|----------------------------|
| <u>Deferred tax assets</u> | | | |
| Temporary differences | <u>\$ 4,257</u> | <u>\$ (1,514)</u> | <u>\$ 2,743</u> |

For the Year ended December 31, 2021

| | Opening Balance | Recognized in Profit or Loss | Closing Balance |
|--|----------------------------|---|----------------------------|
| <u>Deferred tax assets</u> | | | |
| Temporary differences | <u>\$ 4,022</u> | <u>\$ 235</u> | <u>\$ 4,257</u> |
| d. Unused investment credits for which no deferred tax assets have been recognized in the parent company only balance sheets | | | |

| | <u>December 31</u> | |
|--------------------------|--------------------|------------------|
| | 2022 | 2021 |
| Investment credits | | |
| Research and development | <u>\$ -</u> | <u>\$ 24,343</u> |

e. Income tax assessments

The tax returns through 2020 have been assessed by the tax authorities.

22. EARNINGS PER SHARE

Unit: NT\$ Per Share

| | <u>For the Year Ended December 31</u> | |
|----------------------------|---------------------------------------|-----------------|
| | 2022 | 2021 |
| Basic earnings per share | <u>\$ 21.61</u> | <u>\$ 14.78</u> |
| Diluted earnings per share | <u>\$ 21.51</u> | <u>\$ 14.73</u> |

The earnings and weighted average number of ordinary shares outstanding used in the computation of earnings per share were as follows:

Net Profit for the Year

| | <u>For the Year Ended December 31</u> | |
|--|---------------------------------------|---------------------|
| | 2022 | 2021 |
| Earnings used in the computation of basic earnings per share | \$ 1,611,909 | \$ 1,101,157 |
| Effect of potentially dilutive ordinary shares: | | |
| Employees' compensation | - | - |
| Employee share options | <u>-</u> | <u>-</u> |
| Earnings used in the computation of diluted earnings per share | <u>\$ 1,611,909</u> | <u>\$ 1,101,157</u> |

Weighted average number of ordinary shares outstanding (in thousands of shares):

| | For the Year Ended December 31 | |
|--|---------------------------------------|---------------|
| | 2022 | 2021 |
| Weighted average number of ordinary shares used in the computation of basic earnings per share | 74,586 | 74,520 |
| Effect of potentially dilutive ordinary shares: | | |
| Employees' compensation | 277 | 131 |
| Employee share options | <u>78</u> | <u>100</u> |
| Weighted average number of ordinary shares used in the computation of diluted earnings per share | <u>74,941</u> | <u>74,751</u> |

Since the Company can offer to settle bonus to employees in cash or shares, the Company assumes the entire amount of the bonus would be settled in shares and the resulting potential shares are included in the weighted average number of shares outstanding used in the computation of diluted earnings per share, if the effect is dilutive. Such dilutive effect of the potential shares is included in the computation of diluted earnings per share until the shareholders resolve the number of shares to be distributed to employees at their meeting in the following year.

23. GOVERNMENT GRANTS

The Company applied for AI on chip R&D subsidy program “The Industrial Technology Foresight Research Program of Reconfigurable Analog Artificial Intelligence Chip”, proposed by the Ministry of Economic Affairs, and the program was approved on December 18, 2019. The total funds approved amounted to NT\$85,750 thousand, and the subsidies amounted to NT\$34,300 thousand. The accumulated government grants income recognized was NT\$33,074 thousand and was expired on November 30, 2021. The collateral provided by the Company included cashier checks whose drawees are banking industries and guarantee letters and the amounts were NT\$34,300 thousand and NT\$14,724 thousand, respectively, and the guarantee was released on July 11, 2022.

24. CAPITAL MANAGEMENT

The Company manages its capital to ensure that entities in the Company will be able to continue a going concerns while maximizing the return to shareholders through the optimization of the debt and equity balance. The Company's overall strategy has no significant changes.

The capital structure of the Company consists of issued ordinary shares, capital surplus, retained earnings and other equity.

The Company is not subject to any externally imposed capital requirements.

25. FINANCIAL INSTRUMENTS

a. Fair value of financial instruments that are not measured at fair value

The management believes the carrying amount of financial assets and financial liabilities not carried at fair value approximate their fair values or their fair values cannot be reliably measured.

b. Fair value of financial instruments that are measured at fair value on a recurring basis

1) Fair value hierarchy

December 31, 2022

| | Level 1 | Level 2 | Level 3 | Total |
|---|-------------|-------------|-----------------|-----------------|
| Financial assets at FVTOCI | | | | |
| Investments in equity instruments at FVTOCI | | | | |
| Unlisted shares | \$ <u>-</u> | \$ <u>-</u> | \$ <u>4,914</u> | \$ <u>4,914</u> |

December 31, 2021

| | Level 1 | Level 2 | Level 3 | Total |
|---|-------------|-------------|------------------|------------------|
| Financial assets at FVTOCI | | | | |
| Investments in equity instruments at FVTOCI | | | | |
| Unlisted shares | \$ <u>-</u> | \$ <u>-</u> | \$ <u>16,130</u> | \$ <u>16,130</u> |

There were no transfers between Levels 1 and 2 in the current and prior years.

2) Reconciliation of Level 3 fair value measurements of financial instruments

| Financial Assets | Financial Assets at FVTOCI | |
|---|----------------------------|------------------|
| | 2022 | 2021 |
| Balance at January 1 | \$ 16,130 | \$ 21,037 |
| Recognized in other comprehensive income (included in unrealized valuation gain (loss) on financial assets at FVTOCI) | (6,562) | 23,656 |
| Disposal | <u>(4,654)</u> | <u>(28,563)</u> |
| Balance at December 31 | \$ <u>4,914</u> | \$ <u>16,130</u> |

3) Valuation techniques and inputs applied for Level 3 fair value measurement

| Financial Instruments | Valuation Techniques and Inputs |
|-----------------------|---|
| Unlisted shares - ROC | The fair value of the shares is estimated based on the balance sheet accounts of the target company, or by comparing the balance sheet or income statement accounts of comparable listed companies and calculating the implied value multiplier in the stock price. |

c. Categories of financial instruments

| | December 31 | |
|--|--------------|--------------|
| | 2022 | 2021 |
| <u>Financial assets</u> | | |
| Financial asset at amortized cost (Note 1) | \$ 3,174,892 | \$ 2,515,699 |
| Investment in equity instrument at FVTOCI | 4,914 | 16,130 |

(Continued)

| | December 31 | |
|--|--------------------|-------------|
| | 2022 | 2021 |

Financial liabilities

| | | |
|-------------------------|-----------|--------------------------|
| Amortized cost (Note 2) | \$ 30,241 | \$ 31,774 (Concluded) |
|-------------------------|-----------|--------------------------|

Note 1: The balances include financial assets measured at amortized cost, which comprise cash, accounts receivable (including related parties), other receivables (including related parties) and other current assets.

Note 2: The balances include financial liabilities measured at amortized cost, which comprise other payables (including related parties) and payables on equipment.

d. Financial risk management objectives and policies

The Company's major financial instruments included equity investments, accounts receivable (including related parties), lease liabilities and other payables (including related parties). The Company's corporate financial management function provides services to the business, coordinates access to domestic and international financial markets, monitors and manages the financial risks relating to the operations of the Company through internal risk reports which analyze exposures by degree and magnitude of risks. These risks include market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

The Company's main financial plans are reviewed by the board of directors in accordance with relevant regulations and internal control system.

1) Market risk

The Company's activities exposed it primarily to the financial risks of changes in foreign currency exchange rates (see (a) below) and interest rates (see (b) below).

There had been no change in the Company's exposure to market risks or the manner in which these risks were managed and measured.

a) Foreign currency risk

The Company's operating activities are partially denominated in foreign currencies and apply the natural hedge. The purpose of the Company's management of the foreign currency risk is to hedge the risk instead of making a profit.

The carrying amount of the Company's foreign currency denominated monetary assets and monetary liabilities are set out in Note 28.

Sensitivity analysis

The Company is mainly exposed to the exchange rate fluctuations of the USD, CNY and JPY.

The sensitivity analysis included only outstanding foreign currency denominated monetary items and adjusts their translation at the end of the reporting period for a 5% change in foreign currency rates. A positive number below indicates an increase in pre-tax profit associated with the New Taiwan dollar weakening 5% against the relevant currency. For a 5% strengthening of the New Taiwan dollar against the relevant currency, there would be an equal and opposite impact on pre-tax profit and the balances below would be negative. The sensitivity analysis

included cash, accounts receivable (including related parties), other receivables (including related parties), payables on equipment and other payables (including related parties).

| | <u>USD Impact</u> | | <u>CNY Impact</u> | | <u>JPY Impact</u> | |
|----------------|---------------------------|----------|---------------------------|--------|---------------------------|-------|
| | <u>For the Year Ended</u> | | <u>For the Year Ended</u> | | <u>For the Year Ended</u> | |
| | <u>December 31</u> | | <u>December 31</u> | | <u>December 31</u> | |
| | 2022 | 2021 | 2022 | 2021 | 2022 | 2021 |
| Profit or loss | \$ 29,200 | \$ 9,351 | \$ 455 | \$ 439 | \$ 436 | \$ 32 |

b) Interest rate risk

The Company is exposed to interest rate risk arising from financial assets at both fixed and floating interest rates.

The carrying amount of the Company's financial assets with exposure to interest rates at the end of the reporting periods were as follows:

| | <u>December 31</u> | |
|-------------------------------|--------------------|--------------|
| | 2022 | 2021 |
| Fair value interest rate risk | | |
| Financial assets | \$ 2,497,632 | \$ 1,855,404 |
| Cash flow interest rate risk | | |
| Financial assets | 438,033 | 546,990 |

Sensitivity analysis

The sensitivity analyses below are determined based on the Company's exposure to interest rates for non-derivative instruments at the end of the reporting period. For floating rate assets, the analysis was prepared assuming the amount of the asset outstanding at the end of the reporting period was outstanding for the whole year.

If the market interest rates had increased/decreased by 0.1% and all other variables were held constant, the Company's pre-tax profit for the years ended December 31, 2022 and 2021 would increase/decrease by \$438 thousand and \$547 thousand, respectively, mainly due to the Company's exposure to floating interest rate assets.

2) Credit risk management

Credit risk refers to the risk that counterparty will default on its contractual obligations and result in financial loss to the Company. As at the end of the reporting period, the Company's maximum exposure to credit risk which will cause a financial loss to the Company due to failure of counterparties to discharge an obligation mainly arise from the carrying amount of the respective recognized financial assets as stated in the parent company only balance sheets.

In order to minimize credit risk, the Company has made credit and receivable management regulations to ensure that follow-up action is taken to recover overdue debts. In addition, the Company reviews the recoverable amount of each individual trade debt at the end of the reporting period to ensure that adequate allowances are made for irrecoverable amounts. In this regard, management believes the Company's credit risk was significantly reduced.

The credit risk on liquid funds was limited because the counterparties are banks with good credit.

Apart from the customers whose balances exceeded 5% of the accounts receivable, the Company did not have significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics.

The customers whose balances exceeded 5% of the accounts receivable are creditworthy counterparties. Therefore, the credit risk is limited.

3) Liquidity risk

The Company manages liquidity risk by monitoring and maintaining a level of cash deemed adequate to finance the Company's operations and mitigate the effects of fluctuations in cash flows.

Liquidity and interest risk rate tables for non-derivative financial liabilities

The following table details the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The tables had been drawn up based on the undiscounted cash flows of financial liabilities from the earliest date on which the Company can be required to pay. The tables included both interest and principal cash flows.

December 31, 2022

| | On Demand or Less than 1 Month | 1-3 Months | 3 Months to 1 Year | 1+ Years | Total |
|---|---|-------------------|-------------------------------|-----------------|------------------|
| <u>Non-derivative financial liabilities</u> | | | | | |
| Non-interest bearing | \$ 10,652 | \$ 19,283 | \$ 316 | \$ - | \$ 30,251 |
| Lease liabilities | <u>281</u> | <u>563</u> | <u>2,532</u> | <u>2,263</u> | <u>5,639</u> |
| | <u>\$ 10,933</u> | <u>\$ 19,846</u> | <u>\$ 2,848</u> | <u>\$ 2,263</u> | <u>\$ 35,890</u> |

Additional information about the maturity analysis for financial liabilities

| | Less than 1 Year | 1-5 Years | 5+ Years |
|-------------------|-----------------------------|------------------|-----------------|
| Lease liabilities | <u>\$ 3,376</u> | <u>\$ 2,263</u> | <u>\$ -</u> |

December 31, 2021

| | On Demand or Less than 1 Month | 1-3 Months | 3 Months to 1 Year | 1+ Years | Total |
|---|---|-------------------|-------------------------------|-----------------|------------------|
| <u>Non-derivative financial liabilities</u> | | | | | |
| Non-interest bearing | \$ 16,368 | \$ 15,100 | \$ 316 | \$ - | \$ 31,784 |
| Lease liabilities | <u>281</u> | <u>562</u> | <u>2,530</u> | <u>5,636</u> | <u>9,009</u> |
| | <u>\$ 16,649</u> | <u>\$ 15,662</u> | <u>\$ 2,846</u> | <u>\$ 5,636</u> | <u>\$ 40,793</u> |

Additional information about the maturity analysis for financial liabilities

| | Less than 1 Year | 1-5 Years | 5+ Years |
|-------------------|---------------------|-----------------|-------------|
| Lease liabilities | \$ <u>3,373</u> | \$ <u>5,636</u> | \$ <u>-</u> |

26. TRANSACTIONS WITH RELATED PARTIES

The transactions between the Company and its related parties, other than those disclosed in other notes, are summarized as follows:

a. Related party name and category

| <u>Related Party Name</u> | <u>Related Party Category</u> |
|------------------------------|-------------------------------|
| PUFsecurity Corporation | Subsidiaries |
| eMemory Japan Corporation | Subsidiaries |
| HeFeChip Corporation Limited | Substantive related parties |
| T.C. Chen | Key management personnel |
| Li-Jeng Chen | Key management personnel |

b. Operating revenue

| Line Item | Related Party Category | <u>For the Year Ended December 31</u> | |
|-----------|-----------------------------|---------------------------------------|------------------|
| | | 2022 | 2021 |
| Sales | Subsidiaries | \$ 2,869 | \$ 2,827 |
| | Substantive related parties | <u>3,084</u> | <u>73,043</u> |
| | | <u>\$ 5,953</u> | <u>\$ 75,870</u> |

The prices that the Company transferred and granted the professional technology to related parties were decided by the two sides. The payment term was open account 30 days.

c. Other gains and losses

| Line Item | Related Party Category | <u>For the Year Ended December 31</u> | |
|-------------------|--------------------------|---------------------------------------|-----------------|
| | | 2022 | 2021 |
| Commission income | Subsidiaries | | |
| | PUFsecurity Corporation | <u>\$ 27,910</u> | <u>\$ 4,204</u> |
| Other income | Key management personnel | | |
| | Li-Jeng Chen | <u>\$ -</u> | <u>\$ 772</u> |

d. Finance costs

| Line Item | Related Party Category | <u>For the Year Ended December 31</u> | |
|---------------|-----------------------------|---------------------------------------|-------------|
| | | 2022 | 2021 |
| Finance costs | Substantive related parties | <u>\$ -</u> | <u>\$ 3</u> |

e. Receivables from related parties (excluding loans to related parties)

| Line Item | Related Party Category | December 31 | |
|---------------------------------------|--|--------------------|---------------|
| | | 2022 | 2021 |
| Accounts receivable - related parties | Substantive related parties HeFeChip Corporation Limited | \$ 3,071 | \$ - |
| Other receivables - related parties | Subsidiaries PUFsecurity Corporation eMemory Japan Corporation | \$ 13,666 8,229 | \$ 3,581 - |
| | | \$ 21,895 | \$ 3,581 |

The outstanding trade receivables from related parties are unsecured. For the years ended December 31, 2022 and 2021, no impairment losses were recognized for trade receivables from related parties.

f. Payables to related parties

| Line Item | Related Party Category | December 31 | |
|----------------------------------|---------------------------------------|-------------|------|
| | | 2022 | 2021 |
| Other payables - related parties | Key management personnel T.C. Chen | \$ 10 | \$ - |

g. Contract liabilities

| Line Item | Related Party Category | December 31 | |
|----------------------|------------------------|-------------|----------|
| | | 2022 | 2021 |
| Contract liabilities | Subsidiaries | \$ 1,485 | \$ 1,384 |

h. Other current liabilities

| Line Item | Related Party Category | December 31 | |
|--------------------|---|-------------|--------|
| | | 2022 | 2021 |
| Receipt in advance | Substantive related parties HeFeChip Corporation Limited | \$ - | \$ 274 |

i. Lease arrangements

The Company is lessor under operating leases

The Company leases out offices and parking spaces to its substantive related parties, HeFeChip Corporation Limited, under operating leases with lease terms of 1 year and the lease expired on September 30, 2021. The Company leases out offices to its subsidiaries, PUFsecurity Corporation, under operating leases with lease terms of 1 year. As of December 31, 2022 and 2021, the balance of the operating lease receivable was \$31 thousand and \$0, respectively. Lease income recognized for the years ended December 31, 2022 and 2021 was as follows:

| Related Party Category | For the Year Ended December 31 | |
|---|--------------------------------|----------|
| | 2022 | 2021 |
| Subsidiaries PUFsecurity Corporation | \$ 338 | \$ - |
| Substantive related parties HeFeChip Corporation Limited | \$ - | \$ 2,319 |

j. Compensation of key management personnel

The compensations to directors and the key management personnel were as follows:

| | For the Year Ended December 31 | |
|----------------------------------|---------------------------------------|-------------------|
| | 2022 | 2021 |
| Short-term employee benefits | \$ 142,231 | \$ 120,695 |
| Post-employment benefits | 969 | 1,038 |
| Share-based payment transactions | <u>-</u> | <u>4</u> |
| | <u>\$ 143,200</u> | <u>\$ 121,737</u> |

The remuneration of directors and key management personnel, as determined by the remuneration committee, was based on the performance of individuals and market trends.

27. ASSETS PLEDGED AS COLLATERAL OR FOR SECURITY

The following assets of the Company were provided as deposits for the tariff of imported raw materials:

| | December 31 | |
|--|--------------------|---------------|
| | 2022 | 2021 |
| Pledged time deposits (classified as financial assets at amortized cost) | <u>\$ 116</u> | <u>\$ 116</u> |

28. SIGNIFICANT ASSETS AND LIABILITIES DENOMINATED IN FOREIGN CURRENCIES

The Company's significant financial assets and liabilities denominated in foreign currencies aggregated by the foreign currencies other than functional currencies and the related exchange rates between the foreign currencies and the respective functional currencies were as follows:

December 31, 2022

| | Foreign Currency | Exchange Rate | Carrying Amount |
|------------------------------|-----------------------------|----------------------|----------------------------|
| <u>Financial assets</u> | | | |
| Monetary items | | | |
| USD | \$ 19,026 | 30.710 | \$ 584,283 |
| CNY | 2,065 | 4.408 | 9,104 |
| JPY | 37,521 | 0.2324 | <u>8,720</u> |
| | | | <u>\$ 602,107</u> |
| Non-monetary items | | | |
| JPY | 4,569 | 0.2324 | <u>\$ 1,062</u> |
| <u>Financial liabilities</u> | | | |
| Monetary items | | | |
| USD | 9 | 30.710 | \$ 288 |
| JPY | 32 | 0.2324 | <u>8</u> |
| | | | <u>\$ 296</u> |

December 31, 2021

| | Foreign Currency | Exchange Rate | Carrying Amount |
|-------------------------|-----------------------------|----------------------|----------------------------|
| <u>Financial assets</u> | | | |
| Monetary items | | | |
| USD | \$ 6,823 | 27.680 | \$ 188,864 |
| CNY | 2,020 | 4.344 | 8,774 |
| JPY | 2,676 | 0.2405 | <u>644</u> |
| | | | <u>\$ 198,282</u> |

Financial liabilities

| | | | |
|----------------|----|--------|-----------------|
| Monetary items | | | |
| USD | 67 | 27.680 | <u>\$ 1,841</u> |

The significant unrealized foreign exchange gains (losses) were as follows:

| | For the Year Ended December 31 | | | |
|-----|---------------------------------------|----------------------|--|----------------------|
| | 2022 | | 2021 | |
| | Foreign Currency | Exchange Rate | Net Foreign Exchange Gains (Losses) | Exchange Rate |
| USD | 30.71 (USD:NTD) | <u>\$ (2,311)</u> | 27.680 (USD:NTD) | <u>\$ 1,119</u> |

29. SEPARATELY DISCLOSED ITEMS

a. Information on significant transactions:

- 1) Financing provided to others: None
- 2) Endorsements/guarantees provided: None
- 3) Marketable securities held (excluding investments in subsidiaries, associates and joint ventures):
Table 1
- 4) Marketable securities acquired or disposed of at costs or prices of at least NT\$300 million or 20%
of the paid-in capital: None
- 5) Acquisition of individual real estate at costs of at least NT\$300 million or 20% of the paid-in
capital: None
- 6) Disposal of individual real estate at prices of at least NT\$300 million or 20% of the paid-in capital:
None
- 7) Total purchases from or sales to related parties amounting to at least NT\$100 million or 20% of the
paid-in capital: None

- 8) Receivables from related parties amounting to at least NT\$100 million or 20% of the paid-in capital: None
 - 9) Trading in derivative instruments: None
- b. Information on investees: Table 2
 - c. Information on investments in mainland China
 - 1) Information on any investee company in mainland China, showing the name, principal business activities, paid-in capital, method of investment, inward and outward remittance of funds, ownership percentage, investment income or loss, carrying amount of the investment at the end of the year, repatriations of investment income, and limit on the amount of investment in the mainland China area: Table 3
 - 2) Any of the following significant transactions with investee companies in mainland China, either directly or indirectly through a third party, and their prices, payment terms, and unrealized gains or losses: None
 - d. Information of major shareholders: List all shareholders with ownership of 5% or greater showing the name of the shareholder, the number of shares owned, and percentage of ownership of each shareholder: Table 4

EMEMORY TECHNOLOGY INC.

MARKETABLE SECURITIES HELD

DECEMBER 31, 2022

(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

| Holding Company Name | Type and Name of Marketable Securities | Relationship with the Holding Company | Financial Statement Account | December 31, 2022 | | | Note |
|----------------------|--|---------------------------------------|--|---------------------------------|----------------|-----------------------------|--------------------|
| | | | | Number of Shares (In Thousands) | Carrying Value | Percentage of Ownership (%) | |
| The Company | Shares Syntronix Corporation | - | Financial assets at fair value through other comprehensive income - noncurrent | 1,210 | \$ 4,914 | 2.81 | \$ 4,914 Note 2 |

Note 1: Marketable securities mentioned in the table include shares, bonds, beneficiary certificates and the derivative securities from aforementioned items, which is under the definition of IFRS 9.

Note 2: The market value was based on the fair value as of December 31, 2022.

Note 3: As of December 31, 2022, the above marketable securities had not been pledged or mortgaged.

TABLE 2

EMEMORY TECHNOLOGY INC.

INFORMATION ON INVESTEEES
 FOR THE YEAR ENDED DECEMBER 31, 2022
 (In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

| Investor Company | Investee Company | Location | Main Businesses and Products | Original Investment Amount | | Balance as of December 31, 2022 | | | Net Income (Loss) of the Investee | Share of Profits (Loss) | Note |
|-------------------------|-----------------------------|----------------|---|----------------------------|-------------------|---------------------------------|-----------------------------|----------------|-----------------------------------|--|------|
| | | | | December 31, 2022 | December 31, 2021 | Number of Shares (In Thousands) | Percentage of Ownership (%) | Carrying Value | | | |
| The Company. | PUFsecurity Corporation | Hsinchu County | Product designing, software services, data processing services, intellectual property, etc. | \$261,066 | \$150,000 | 81,107 | 76.17 | \$104,543 | \$(39,638) | Subsidiary | |
| | eMemory Japan Corporation | Japan | Product designing, intellectual property management, technology serve | 10,697 | - | - | 100.00 | 1,062 | (10,127) | Subsidiary | |
| | iMQ Technology Inc. | Hsinchu City | Electronic parts and components manufacturing | 27,900 | 27,900 | 2,057 | 2.34 | 15,185 | (83,038) | Investment accounted for using the equity method Subsidiary | |
| PUFsecurity Corporation | PUFsecurity USA Corporation | USA | Sales promotion | 7,777 | 7,777 | - | 100.00 | 4,188 | 254 | | |

EMEMORY TECHNOLOGY INC.

INFORMATION OF MAJOR SHAREHOLDERS

DECEMBER 31, 2022

| No. | Name | Shares | |
|-----|--------------------------|-----------------------|----------------------|
| | | Number of Shares Held | Ownership Percentage |
| 1 | SmallCap World Fund Inc. | 6,440,334 | 8.45% |
| 2 | Government of Singapore | 5,511,000 | 7.23% |

Note 1: The information of major shareholders presented in this table is provided by the Taiwan Depository & Clearing Corporation based on the number of ordinary shares and preferred shares held by shareholders with ownership of 5% or greater, that have been issued without physical registration (including treasury shares) by the Company as of the last business day for the current year. The share capital in the parent company only financial statements may differ from the actual number of shares that have been issued without physical registration because of different preparation basis.

eMemory Technology Inc.

Chairman : Charles Hsu

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