



eMemory Technology Inc.

Minutes of 2023 General Shareholders' Meeting

(Translation)

Time : 9:00 AM (on Friday) June, 9, 2023

Place : Multifunction Meeting Room, 2F., No.3 Tai-Yuan 1st Street, Jhubei City, Hsinchu County, Taiwan. (Physical Shareholders' Meeting)

Total outstanding eMemory shares : 74,621,442 shares

Total shares represented by shareholders present in person or by proxy : 64,588,864 shares

Percentage of shares held by shareholders present in person or by proxy : 86.55%

Directors present : Charles Hsu, Ming-To Yu, Michael Ho

Chairman : Dr. Charles Hsu, the Chairman of Board of Directors

Recorder : Catherine Chen

1. Commencement of the Meeting : The aggregate shareholding of the shareholders present in person or by proxy constituted a quorum. The Chairman called the meeting to order.

2. Chairman's Address : (Omitted)

3. Reported Matters

(1) Report on the Business of 2022 (Attachment 1, pages 6 to 8)

(2) Audit Committee's Review Report of 2022 (Attachment 2, page 9)

(3) Report on the Distribution of Employees' Compensation and Directors' Remuneration of 2022.

Explanatory Notes:

- i. The employees' compensation and Directors' remuneration of 2022 is resolved by the Board of Directors on February 22, 2023, both shall be distributed by cash.
- ii. 15% is set aside as the employees' compensation, which is in a total amount of NT\$ 344,259,423.
- iii. 1.5% is set aside as the Directors' remuneration, which is in a total amount of NT\$ 34,425,942.

iv. There is no difference between the assessed amounts and distributed amounts of employees' compensation and Directors' remuneration.

(4) Report on the Amended "Rules of Procedure for Board of Directors Meetings" (Attachment 3, pages 10 to 14)

4. Acknowledged Matters

Proposal No. 1

Proposed by the Board of Directors

Subject : Adoption of the Business Report and Financial Statements of 2022.

Explanation : 1. The 2022 Business Report and Financial Statements (including Balance Sheets, Statements of Comprehensive Income, Statements of Changes in Equity, Statements of Cash Flows) have been approved by the 10th Meeting of the Board of Directors of the 8th Term on February 22, 2023, and audited by the certified public accountants Yu-Feng Huang and Su-Li Fang of Deloitte & Touche with the proposed audit report.

2. The preceding mentioned Business Report and Financial Statements had been submitted to the Audit Committee for review, and the review report was issued accordingly.

3. Please refer to the 2022 Business Report (Attachment 1, pages 6 to 8), Independent Auditors' Report and Financial Statements (Attachment 4, pages 15 to 32).

Resolution : RESOLVED, that the above proposal be and hereby was acknowledged as proposed.
Shares present at the time of voting: 64,588,864 (votes casted electronically: 59,998,114 votes)

Votes in favor (electronic votes)		Votes against (electronic votes)		Invalid Votes (electronic votes)		Votes abstained / Not Voted (electronic votes)	
votes	%	votes	%	votes	%	votes	%
62,129,262 (57,538,577)	96.19	31,260 (31,260)	0.05	0 (0)	0	2,428,342 (2,428,277)	3.76

Proposal No. 2

Proposed by the Board of Directors

Subject : Adoption of the Proposal for Profit Distribution of 2022.

Explanation : 1. The net profit of the Company for 2022 was NT\$ 1,611,909,140. In accordance with Article 25-1 of the Company's Articles of Incorporation, a provision of NT\$ 2,702,125 was added for the reversal of former pension preserve liabilities in accordance with the pension actuarial report. The Company recognized a loss of NT\$ 31,749,602 on the disposal of investments in equity

instruments at fair value through other comprehensive income. The Company also set aside legal reserve in an amount of NT\$ 125,887,898, and reversed the special reserve of NT\$ 26,004,721. The beginning balance of unappropriated earnings of NT\$ 247,253,273 was also added, amounting to NT\$ 1,730,231,759 of accumulated retained earnings available for distribution.

2. It is proposed to set aside shareholders' dividends in an amount of NT\$ 1,417,769,398 from the surplus earnings, and all of the dividends are proposed to be distributed in cash. (cash dividends will 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.)
3. The preceding mentioned distribution of cash dividends is proposed to be authorized to the Chairman by the General Shareholders' Meeting to set the ex-dividend date and handle the affairs related to cash dividends distribution.
4. In the event that the number of outstanding shares is affected due to the employee's execution of stock option, granting the restricted stock awards, repurchase of the Company's common share or transfer of the repurchased shares, cancellation of the shares which causes the ratio of dividend distribution per share to be changed, is the General Shareholders' Meeting proposes to authorize the Chairman to make any adjustment and proceed on the relevant matters.
5. Please refer to the proposed 2022 Statement of Profit Distribution (Attachment 5, page 33).

Resolution : RESOLVED, that the above proposal be and hereby was acknowledged as proposed.
 Shares present at the time of voting: 64,588,864 (votes casted electronically: 59,998,114 votes)

Votes in favor (electronic votes)		Votes against (electronic votes)		Invalid Votes (electronic votes)		Votes abstained / Not Voted (electronic votes)	
votes	%	votes	%	votes	%	votes	%
62,292,227 (57,701,542)	96.44	1,260 (1,260)	0.00	0 (0)	0	2,295,377 (2,295,312)	3.56

5. Matters for Discussion

Proposal No. 1

Proposed by the Board of Directors

Subject : Proposal to Distribute the Cash from Capital Surplus.

Explanation : 1. In accordance with Article 241 of the Company Act, it is proposed that a cash distribution of NT\$ 111,929,163 be made from the capital surplus derived from the Company's issuance of common stock above par value. (the amount to be distributed is NT\$ 1.5 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.)

2. The preceding mentioned distribution of cash is proposed to be authorized to the Chairman by the General Shareholders' Meeting to set the distribution closing date and handle the affairs related to cash distribution.

3. In the event that the number of outstanding shares is affected due to the employee's execution of stock option, granting the restricted stock awards, repurchase of the Company's common share or transfer of the repurchased shares, cancellation of the shares which causes the ratio of cash distribution to be changed, is the General Shareholders' Meeting proposes to authorize the Chairman to make any adjustment and proceed on the relevant matters.

Resolution : RESOLVED, that the above proposal be and hereby was approved as proposed.
Shares present at the time of voting: 64,588,864 (votes casted electronically: 59,998,114 votes)

Votes in favor (electronic votes)		Votes against (electronic votes)		Invalid Votes (electronic votes)		Votes abstained / Not Voted (electronic votes)	
votes	%	votes	%	votes	%	votes	%
62,292,106 (57,701,421)	96.44	1,441 (1,441)	0.00	0 (0)	0	2,295,317 (2,295,252)	3.56

Proposal No. 2

Proposed by the Board of Directors

Subject : Amendment to the "Rules of Procedure for Shareholders Meetings".

Explanation : 1. According to the Company Act, public companies are allowed to hold shareholders' meetings via video conferencing, and pursuant to the amended " Sample Template for XXX Co., Ltd. Rules of Procedure for Shareholders Meetings" set forth in the Rule No. 11200552441 issued by the Taipei Exchange on March 23, 2023, the " Rules of Procedure for Shareholders Meetings." of the Company is amended.

2. Please refer to the Comparison Table for Content of Articles Before and After Revisions (Attachment 6, pages 34 to 52).

Resolution : RESOLVED, that the above proposal be and hereby was approved as proposed.
Shares present at the time of voting: 64,588,864 (votes casted electronically: 59,998,114 votes)

Votes in favor (electronic votes)		Votes against (electronic votes)		Invalid Votes (electronic votes)		Votes abstained / Not Voted (electronic votes)	
votes	%	votes	%	votes	%	votes	%
60,620,124 (56,029,439)	93.85	1,673,388 (1,673,388)	2.59	0 (0)	0	2,295,352 (2,295,287)	3.56

Proposal No. 3

Proposed by the Board of Directors

Subject : Release of Directors from Non-Competition Restrictions.

Explanation : 1. This is processed pursuant to the provision in Article 209 of the Company Act that “A director who does anything for himself or on behalf of another person that is within the scope of the company's business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval”.

2. To coordinate the actual need for business, and subject to the benefit of the Company is not impacted, it is proposed to remove the prohibition on Directors form participation in competitive business, please refer to the Update of Concurrent Positions Held by the Directors (Attachment 7, page 53).

Resolution : RESOLVED, that the above proposal be and hereby was approved as proposed.
Shares present at the time of voting: 64,588,864 (votes casted electronically: 59,998,114 votes)

Votes in favor (electronic votes)		Votes against (electronic votes)		Invalid Votes (electronic votes)		Votes abstained / Not Voted (electronic votes)	
votes	%	votes	%	votes	%	votes	%
60,662,745 (56,072,060)	93.92	13,470 (13,470)	0.02	0 (0)	0	3,912,649 (3,912,584)	6.06

6. Extemporary Motions : None.

7. Adjournment : 9:31 AM (on Friday) June, 9, 2023

There are no questions from shareholders at this shareholders’ meeting.

2022 Business Report of eMemory Technology Inc.

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

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

**Rules of Procedure for Board of Directors Meetings
of
eMemory Technology Inc.
(the “Company”)
Comparison Table for Content of Articles Before and After Revisions**

Before Revision	After Revision	Explanation
<p>Article 3 (Convention and Meeting Notice of Board Meetings)</p> <p>The Board of Directors meetings of the Company shall be convened at least quarterly.</p> <p>The reasons for calling a Board of Directors meeting shall be notified to each director at least seven days in advance. In emergency circumstances, however, a meeting may be called on shorter notice.</p> <p>The notice set forth in the preceding paragraph may be made by means of writing, electronic mail (E-mail) or facsimile.</p> <p>All matters set out in each subparagraphs of paragraph 1 of Article 12 in these Rules, shall be specified in the notice of the reasons for calling a Board of Directors meeting; none of them may be raised by an extraordinary motion <u>except in the case of an emergency or legitimate reason.</u></p>	<p>Article 3 (Convention and Meeting Notice of Board Meetings)</p> <p>The Board of Directors meetings of the Company shall be convened at least quarterly.</p> <p>The reasons for calling a Board of Directors meeting shall be notified to each Director at least seven days in advance. In emergency circumstances, however, a meeting may be called on shorter notice.</p> <p>The notice set forth in the preceding paragraph may be made by means of writing, electronic transmission or facsimile.</p> <p>All matters set out in each subparagraphs of paragraph 1 of Article 12 in these Rules, shall be specified in the notice of the reasons for calling a Board of Directors meeting; none of them may be raised by an extraordinary motion.</p>	<p>This amendment is made pursuant to Article 3 of the “Regulations Governing Procedure for Board of Directors Meetings of Public Companies”.</p>
<p>Article 5 (Attendance Booklet and Proxies)</p> <p>When a Board meeting is convened, an attendance booklet shall be made ready for signature by Directors attending the meeting and thereafter made available for future reference.</p>	<p>Article 5 (Attendance Booklet and Proxies)</p> <p>When a Board meeting is convened, an attendance booklet shall be made ready for signature by Directors attending the meeting and thereafter made available for future reference.</p>	<p>This amendment is made pursuant to Article 5 of the “Sample Template for XXX Co., Ltd. Rules of Procedure for Board of</p>

Before Revision	After Revision	Explanation
<p>All Directors shall attend Board meetings in person; if attendance in person is not possible, they may, pursuant to the Articles of Incorporation of the Company, appoint another Director to attend as their proxy. Attendance via video conference is deemed as attendance in person. <u>In such a case, the Director shall send the document of signature for attendance via facsimile in lieu of signing on the attendance booklet.</u></p> <p>A Director appointing another Director to attend a Board meeting in his or her place shall in each case give to that Director a written proxy stating the scope of authorization with respect to the reasons for meeting.</p> <p>A proxy under preceding paragraph shall not act as proxy for more than one Director.</p>	<p>All Directors shall attend Board meetings in person; if attendance in person is not possible, they may, pursuant to the Articles of Incorporation of the Company, appoint another Director to attend as their proxy. Attendance via video conference is deemed as attendance in person.</p> <p>A Director appointing another Director to attend a Board meeting in his or her place shall in each case give to that Director a written proxy stating the scope of authorization with respect to the reasons for meeting.</p> <p>A proxy under preceding paragraph shall not act as proxy for more than one Director.</p>	<p>Directors Meetings”.</p>
<p>Article 11 (Discussion of Proposals)</p> <p>A Board meeting shall be conducted in accordance with the order of agenda as specified in the meeting notice. However, the order may be changed with the approval of a majority of Directors present at the meeting.</p> <p><u>With respect to the scheduled agenda items and extraordinary motions mentioned in the preceding paragraph,</u> the chairperson shall not announce adjournment of the meeting without the approval of a majority of Directors present at the meeting.</p> <p>At any time during the proceeding of a Board meeting, if the number of</p>	<p>Article 11 (Discussion of Proposals)</p> <p>A Board meeting shall be conducted in accordance with the order of agenda as specified in the meeting notice. However, the order may be changed with the approval of a majority of Directors present at the meeting.</p> <p>The chairperson shall not announce adjournment of the meeting without the approval of a majority of Directors present at the meeting.</p> <p>At any time during the proceeding of a Board meeting, if the number of</p>	<p>This amendment is made pursuant to Article 11 of the “Sample Template for XXX Co., Ltd. Rules of Procedure for Board of Directors Meetings”.</p>

Before Revision	After Revision	Explanation
<p>Directors present at the meeting becomes less than half of the Directors originally attending the meeting, the chairperson shall announce a suspension of meeting upon a motion made by any Director present at the meeting; in which case, paragraph 3 of Article 8 of these Rules shall apply mutatis mutandis.</p>	<p>Directors present at the meeting becomes less than half of the Directors originally attending the meeting, the chairperson shall announce a suspension of meeting upon a motion made by any Director present at the meeting; in which case, paragraph 3 of Article 8 of these Rules shall apply mutatis mutandis.</p>	
<p>Article 12 (Matters Shall be Submitted to Board Meetings for Discussion)</p> <p>The material matters listed below shall be submitted to the Board of Directors meetings for discussion:</p> <ol style="list-style-type: none"> 1.The Company’s business plans. 2.Annual financial reports and second quarter financial reports that must be audited and attested by a CPA. 3.Adoption or amendment of an internal control system pursuant to Article 14-1 of the Securities and Exchange Act (herein after referred to as the “Act”), and an assessment of the effectiveness of the internal control system. 4.Adoption or amendment, pursuant to Article 36-1 of the Act, of handling procedures for financial or operational actions of material significance, such as acquisition or disposal of assets, derivatives trading, extension of monetary loans to others, and endorsements or guarantees for others. 5.The offering, issuance, or private placement of any equity-type securities. 	<p>Article 12 (Matters Shall be Submitted to Board Meetings for Discussion)</p> <p>The material matters listed below shall be submitted to the Board of Directors meetings for discussion:</p> <ol style="list-style-type: none"> 1.The Company’s business plans. 2.Annual financial reports and second quarter financial reports that must be audited and attested by a CPA. 3.Adoption or amendment of an internal control system pursuant to Article 14-1 of the Securities and Exchange Act (herein after referred to as the “Act”), and an assessment of the effectiveness of the internal control system. 4.Adoption or amendment, pursuant to Article 36-1 of the Act, of handling procedures for financial or operational actions of material significance, such as acquisition or disposal of assets, derivatives trading, extension of monetary loans to others, and endorsements or guarantees for others. 5.The offering, issuance, or private placement of any equity-type securities. <u>6.If the Board of Directors does not</u> 	<p>This amendment is made pursuant to Article 7 of the “Regulations Governing Procedure for Board of Directors Meetings of Public Companies”.</p>

Before Revision	After Revision	Explanation
<p><u>6.</u>The appointment or discharge of a financial, accounting, or internal audit officer.</p> <p><u>7.</u>A donation to a related party or a major donation to a non-related party, provided that a public-interest donation of disaster relief for a major natural disaster may be submitted to the following Board of Directors meeting for retroactive recognition.</p> <p><u>8.</u>Any matter required by Article 14-3 of the Act or any other law, regulation, or bylaw to be approved by resolution at a Shareholders' Meeting or Board of Directors meeting, or any such significant matter as may be prescribed by the competent authority.</p> <p>The term "related party" in subparagraph <u>7</u> of the preceding paragraph means a related party as defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers. The term "major donation to a non-related party" means any individual donation, or cumulative donations within a 1-year period to a single recipient, at an amount of NTD100 million or more, or at an amount equal to or greater than 1 percent of net operating revenue or 5 percent of paid-in capital as stated in the CPA-attested financial report for the most recent year.</p> <p>(Omitted)</p>	<p><u>have managing directors, the election or discharge of the Chairman of the Board of Directors.</u></p> <p><u>7.</u>The appointment or discharge of a financial, accounting, or internal audit officer.</p> <p><u>8.</u>A donation to a related party or a major donation to a non-related party, provided that a public-interest donation of disaster relief for a major natural disaster may be submitted to the following Board of Directors meeting for retroactive recognition.</p> <p><u>9.</u>Any matter required by Article 14-3 of the Act or any other law, regulation, or bylaw to be approved by resolution at a Shareholders' Meeting or Board of Directors meeting, or any such significant matter as may be prescribed by the competent authority.</p> <p>The term "related party" in subparagraph <u>8</u> of the preceding paragraph means a related party as defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers. The term "major donation to a non-related party" means any individual donation, or cumulative donations within a 1-year period to a single recipient, at an amount of NTD100 million or more, or at an amount equal to or greater than 1 percent of net operating revenue or 5 percent of paid-in capital as stated in the CPA-attested financial report for the most recent year.</p> <p>(Omitted)</p>	

Before Revision	After Revision	Explanation
<p>Article 18 (Supplement)</p> <p><u>The establishment and amendment of these Rules shall be approved</u> by the Board of Directors, <u>and reported to the Shareholders' Meeting.</u></p>	<p>Article 18 (Supplement)</p> <p><u>These Rules, and any amendments hereto, shall be implemented after adoption</u> by the Board of Directors.</p>	<p>This amendment is made pursuant to Article 19 of the “Sample Template for XXX Co., Ltd. Rules of Procedure for Board of Directors Meetings”. The Board of Directors may be authorized to adopt, by resolution, any future amendments to these Rules.</p>
<p>Article 19 (History of these Rules)</p> <p>These Rules was established during the sixth meeting of third term of Board of Directors on December 28, 2006; The first amendment was made during the fourteenth meeting of third term of Board of Directors on February 21, 2008; The second amendment was made during the fourth meeting of fifth term of Board of Directors on October 23, 2012; The third amendment was made during the sixteenth meeting of fifth term of Board of Directors on February 12, 2015; The fourth amendment was made during the fourteenth meeting of sixth term of Board of Directors on October 25, 2017; The fifth amendment was made during the sixteenth meeting of seventh term of Board of Directors on October 28, 2020.</p>	<p>Article 19 (History of these Rules)</p> <p>These Rules was established during the sixth meeting of third term of Board of Directors on December 28, 2006; The first amendment was made during the fourteenth meeting of third term of Board of Directors on February 21, 2008; The second amendment was made during the fourth meeting of fifth term of Board of Directors on October 23, 2012; The third amendment was made during the sixteenth meeting of fifth term of Board of Directors on February 12, 2015; The fourth amendment was made during the fourteenth meeting of sixth term of Board of Directors on October 25, 2017; The fifth amendment was made during the sixteenth meeting of seventh term of Board of Directors on October 28, 2020; <u>The sixth amendment was made during the tenth meeting of eighth term of Board of Directors on February 22, 2023.</u></p>	<p>The date of this amendment is added.</p>



勤業眾信

勤業眾信聯合會計師事務所
11073 台北市信義區松仁路100號20樓

Deloitte & Touche
20F, Taipei Nan Shan Plaza
No. 100, Songren Rd.,
Xinyi Dist., Taipei 11073, Taiwan

Tel :+886 (2) 2725-9988
Fax:+886 (2) 4051-6888
www.deloitte.com.tw

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.

EMEMORY 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	%
CURRENT ASSETS					CURRENT LIABILITIES				
Cash (Notes 4, 6 and 26)	\$ 3,066,268	79	\$ 2,482,765	78	Contract liabilities - current (Note 20)	\$ 67,508	2	\$ 76,943	3
Accounts receivable - net (Notes 4, 9, 20 and 26)	239,381	6	102,669	3	Other payables (Notes 16 and 26)	181,897	5	152,271	5
Accounts receivable - related parties (Notes 4, 20, 26 and 27)	3,071	-	-	-	Other payables - related parties (Notes 16, 26 and 27)	10	-	-	-
Other receivables (Notes 4 and 26)	1,018	-	5,271	-	Bonuses payable to employees and directors (Note 21)	384,981	10	254,989	8
Prepayments (Note 15)	20,014	1	27,260	1	Payables on equipment (Note 26)	7,478	-	9,763	-
Other current assets (Notes 4, 15 and 26)	4,157	-	3,854	-	Current tax liabilities (Notes 4 and 22)	139,676	3	140,661	4
					Lease liabilities - current (Notes 4, 13 and 26)	3,299	-	3,230	-
Total current assets	<u>3,333,909</u>	<u>86</u>	<u>2,621,819</u>	<u>82</u>	Other current liabilities (Notes 16 and 27)	1,979	-	1,928	-
					Total current liabilities	<u>786,828</u>	<u>20</u>	<u>639,785</u>	<u>20</u>
NON-CURRENT ASSETS					NON-CURRENT LIABILITIES				
Financial assets at fair value through other comprehensive income - noncurrent (Notes 4, 7 and 26)	4,914	-	16,130	1	Lease liabilities - noncurrent (Notes 4, 13 and 26)	2,237	-	5,532	-
Financial assets at amortized cost - noncurrent (Notes 4, 8, 26 and 28)	116	-	116	-	Net defined benefit liabilities - noncurrent (Notes 4 and 17)	15,712	1	19,190	1
Investment accounted for using the equity method (Notes 4 and 11)	15,185	-	3,083	-	Guarantee deposits received	10	-	10	-
Property, plant and equipment (Notes 4, 12 and 31)	460,797	12	460,310	15	Total non-current liabilities	<u>17,959</u>	<u>1</u>	<u>24,732</u>	<u>1</u>
Right-of-use assets (Notes 4, 13 and 31)	5,438	-	8,686	-	Total liabilities	<u>804,787</u>	<u>21</u>	<u>664,517</u>	<u>21</u>
Intangible assets (Notes 4 and 14)	74,187	2	72,436	2	EQUITY ATTRIBUTABLE TO SHAREHOLDERS OF THE COMPANY (Notes 4, 18 and 19)				
Deferred tax assets (Notes 4 and 22)	2,743	-	4,257	-	Ordinary shares	<u>761,845</u>	<u>19</u>	<u>761,235</u>	<u>24</u>
Refundable deposits	822	-	471	-	Capital surplus	<u>210,522</u>	<u>5</u>	<u>303,181</u>	<u>10</u>
Total non-current assets	<u>564,202</u>	<u>14</u>	<u>565,489</u>	<u>18</u>	Retained earnings				
					Legal reserve	635,956	16	526,270	16
					Special reserve	30,985	1	60,101	2
					Unappropriated earnings	<u>1,830,114</u>	<u>47</u>	<u>1,259,813</u>	<u>40</u>
					Total retained earnings	<u>2,497,055</u>	<u>64</u>	<u>1,846,184</u>	<u>58</u>
					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	<u>(5,686)</u>	<u>-</u>	<u>(30,874)</u>	<u>(1)</u>
					Total other equity	<u>(4,980)</u>	<u>-</u>	<u>(30,986)</u>	<u>(1)</u>
					Treasury shares	<u>(404,238)</u>	<u>(10)</u>	<u>(404,238)</u>	<u>(13)</u>
					Total equity attributable to shareholders of the Company	3,060,204	78	2,475,376	78
					NON-CONTROLLING INTERESTS (Notes 4 and 18)	<u>33,120</u>	<u>1</u>	<u>47,415</u>	<u>1</u>
					Total equity	<u>3,093,324</u>	<u>79</u>	<u>2,522,791</u>	<u>79</u>
TOTAL	<u>\$ 3,898,111</u>	<u>100</u>	<u>\$ 3,187,308</u>	<u>100</u>	TOTAL	<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	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
GROSS PROFIT	<u>3,216,711</u>	<u>100</u>	<u>2,363,824</u>	<u>100</u>
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)	<u>(1,338)</u>	<u>-</u>	<u>(10,526)</u>	<u>(1)</u>
Total operating expenses	<u>1,363,293</u>	<u>42</u>	<u>1,095,012</u>	<u>46</u>
OPERATING INCOME	<u>1,853,418</u>	<u>58</u>	<u>1,268,812</u>	<u>54</u>
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)	<u>(2,080)</u>	<u>-</u>	<u>(2,560)</u>	<u>-</u>
Total non-operating income and expenses	<u>55,506</u>	<u>1</u>	<u>14,286</u>	<u>-</u>
PROFIT BEFORE INCOME TAX	1,908,924	59	1,283,098	54
INCOME TAX EXPENSE (Notes 4 and 22)	<u>304,783</u>	<u>9</u>	<u>189,444</u>	<u>8</u>
NET PROFIT FOR THE YEAR	<u>1,604,141</u>	<u>50</u>	<u>1,093,654</u>	<u>46</u>
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)	<u>(6,562)</u>	<u>-</u>	<u>23,656</u>	<u>1</u>

(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)

EMEMORY 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							Other Equity		Treasury Shares	Total	Non-controlling Interests	Total Equity
	Ordinary Shares		Capital Surplus	Retained 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				
	Number of Shares (In Thousands)	Amount		Legal Reserve	Special Reserve	Unappropriated Earnings	Total						
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													
Legal reserve	-	-	-	70,752	-	(70,752)	-	-	-	-	-	-	-
Special reserve	-	-	-	-	(5,485)	5,485	-	-	-	-	-	-	-
Cash dividends distributed by the Company	-	-	-	-	-	(558,792)	(558,792)	-	-	-	(558,792)	-	(558,792)
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	-	-	-	-	-	-	-	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	-	-	-	-	-	(5,545)	(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	47,415	2,522,791
Appropriation of 2021 earnings													
Legal reserve	-	-	-	109,686	-	(109,686)	-	-	-	-	-	-	-
Special reserve	-	-	-	-	(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)	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)	-	31,750	-	-	-	-
BALANCE, DECEMBER 31, 2022	76,185	\$ 761,845	\$ 210,522	\$ 635,956	\$ 30,985	\$ 1,830,114	\$ 2,497,055	\$ 706	\$ (5,686)	\$ (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	129,992	90,592
Cash generated from operations	1,971,615	1,477,219
Interest received	14,550	6,949
Income tax paid	(304,269)	(136,692)
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	932	315
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)

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)

ASSETS	2022		2021		LIABILITIES AND EQUITY	2022		2021	
	Amount	%	Amount	%		Amount	%	Amount	%
CURRENT ASSETS					CURRENT LIABILITIES				
Cash (Notes 4, 6 and 25)	\$ 2,935,574	76	\$ 2,402,303	77	Contract liabilities - current (Notes 19 and 26)	\$ 67,777	2	\$ 78,327	3
Accounts receivable - net (Notes 4, 9, 19 and 25)	209,101	5	100,634	3	Other payables (Notes 15 and 25)	169,837	4	144,696	5
Accounts receivable - related parties (Notes 4, 19, 25 and 26)	3,071	-	-	-	Other payables - related parties (Notes 15, 25 and 26)	10	-	-	-
Other receivables (Notes 4 and 25)	986	-	5,269	-	Bonuses payable to employees and directors (Note 20)	384,981	10	254,989	8
Other receivables - related parties (Notes 4, 25 and 26)	21,895	1	3,581	-	Payables on equipment (Note 25)	6,735	-	9,647	-
Prepayments (Note 14)	17,862	1	24,341	1	Current tax liabilities (Notes 4 and 21)	139,676	4	140,661	4
Other current assets (Notes 4, 14 and 25)	4,157	-	3,805	-	Lease liabilities - current (Notes 4, 12 and 25)	3,299	-	3,230	-
					Other current liabilities (Notes 15 and 26)	1,582	-	1,823	-
Total current assets	<u>3,192,646</u>	<u>83</u>	<u>2,539,933</u>	<u>81</u>	Total current liabilities	<u>773,897</u>	<u>20</u>	<u>633,373</u>	<u>20</u>
NON-CURRENT ASSETS					NON-CURRENT LIABILITIES				
Financial assets at fair value through other comprehensive income - noncurrent (Notes 4, 7 and 25)	4,914	-	16,130	1	Lease liabilities - noncurrent (Notes 4, 12 and 25)	2,237	-	5,532	-
Financial assets at amortized cost - noncurrent (Notes 4, 8, 25 and 27)	116	-	116	-	Net defined benefit liabilities - noncurrent (Notes 4 and 16)	15,712	1	19,190	1
Investment accounted for using the equity method (Notes 4 and 10)	120,790	3	38,094	1	Guarantee deposits received	10	-	10	-
Property, plant and equipment (Notes 4 and 11)	458,760	12	458,656	15	Total non-current liabilities	<u>17,959</u>	<u>1</u>	<u>24,732</u>	<u>1</u>
Right-of-use assets (Notes 4 and 12)	5,438	-	8,686	-	Total liabilities	<u>791,856</u>	<u>21</u>	<u>658,105</u>	<u>21</u>
Intangible assets (Notes 4 and 13)	66,254	2	67,213	2	EQUITY ATTRIBUTABLE TO SHAREHOLDERS OF THE COMPANY (Notes 4, 17 and 18)				
Deferred tax assets (Notes 4 and 21)	2,743	-	4,257	-	Ordinary shares	<u>761,845</u>	<u>20</u>	<u>761,235</u>	<u>24</u>
Refundable deposits	399	-	396	-	Capital surplus	<u>210,522</u>	<u>5</u>	<u>303,181</u>	<u>10</u>
Total non-current assets	<u>659,414</u>	<u>17</u>	<u>593,548</u>	<u>19</u>	Retained earnings				
					Legal reserve	635,956	16	526,270	17
					Special reserve	30,985	1	60,101	2
					Unappropriated earnings	<u>1,830,114</u>	<u>48</u>	<u>1,259,813</u>	<u>40</u>
					Total retained earnings	<u>2,497,055</u>	<u>65</u>	<u>1,846,184</u>	<u>59</u>
					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	<u>(4,980)</u>	<u>-</u>	<u>(30,986)</u>	<u>(1)</u>
					Treasury shares	<u>(404,238)</u>	<u>(11)</u>	<u>(404,238)</u>	<u>(13)</u>
					Total equity	<u>3,060,204</u>	<u>79</u>	<u>2,475,376</u>	<u>79</u>
TOTAL	<u>\$ 3,852,060</u>	<u>100</u>	<u>\$ 3,133,481</u>	<u>100</u>	TOTAL	<u>\$ 3,852,060</u>	<u>100</u>	<u>\$ 3,133,481</u>	<u>100</u>

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)

	<u>2022</u>		<u>2021</u>	
	<u>Amount</u>	<u>%</u>	<u>Amount</u>	<u>%</u>
EARNINGS PER SHARE (Note 22)				
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 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	Retained Earnings				Other Equity		Treasury Shares	Total Equity
	Number of Shares (In Thousands)	Amount		Legal Reserve	Special Reserve	Unappropriated Earnings	Total	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		
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											
Legal reserve	-	-	-	70,752	-	(70,752)	-	-	-	-	-
Special reserve	-	-	-	-	(5,485)	5,485	-	-	-	-	-
Cash dividends distributed by the Company	-	-	-	-	-	(558,792)	(558,792)	-	-	-	(558,792)
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)	23,656	-	24,823
Total comprehensive income (loss) for the year ended December 31, 2021	-	-	-	-	-	1,102,410	1,102,410	(86)	23,656	-	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)	-	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											
Legal reserve	-	-	-	109,686	-	(109,686)	-	-	-	-	-
Special reserve	-	-	-	-	(29,116)	29,116	-	-	-	-	-
Cash dividends distributed by the Company	-	-	-	-	-	(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	(6,562)	-	(3,042)
Total comprehensive income (loss) for the year ended December 31, 2022	-	-	-	-	-	1,614,611	1,614,611	818	(6,562)	-	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)	-	31,750	-	-
BALANCE, DECEMBER 31, 2022	76,185	\$ 761,845	\$ 210,522	\$ 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	129,992	90,592
Cash generated from operations	<u>2,017,017</u>	<u>1,542,186</u>
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.
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.

**Rules of Procedure for Shareholders Meetings
of
eMemory Technology Inc.
(the “Company”)
Comparison Table for Content of Articles Before and After Revisions**

Before Revision	After Revision	Explanation
<p>Article 3 The Convention and Meeting Notice of Shareholders’ Meeting</p> <p>1. The Shareholders’ Meetings of the Company shall be convened by the Board of Directors unless otherwise provided by laws and regulations.</p> <p>2. The Company shall prepare electronic versions of the</p>	<p>Article 3 The Convention and Meeting Notice of Shareholders’ Meeting</p> <p>1. The Shareholders’ Meetings of the Company shall be convened by the Board of Directors unless otherwise provided by laws and regulations. <u>Unless otherwise provided by the Regulations Governing the Administration of Shareholder Services of Public Companies, the convening of a Company Shareholders’ Meeting with video conferencing shall be as stated in the Company’s Articles of Incorporation, and must be resolved upon by the Board of Directors; said resolution shall require a majority of the directors present at the Board of Directors meeting, with at least two-thirds of the total directors present. Changes to how the Company convenes its Shareholders’ Meeting shall be resolved by the Board of Directors, and shall be made no later than mailing of the Shareholders’ Meeting notice.</u></p> <p>2. The Company shall prepare electronic versions of the</p>	<p>This amendment is made pursuant to Article 3 of the “Sample Template for XXX Co., Ltd. Rules of Procedure for Shareholders Meetings”.</p>

Before Revision	After Revision	Explanation
<p>Shareholders' Meeting notice and proxy forms, and the origins, as well as explanatory materials, relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors, and upload them to the Market Observation Post System (MOPS) 30 days before the date of a regular Shareholders' Meeting or 15 days before the date of a special Shareholders' Meeting. The Company shall prepare electronic versions of the Shareholders' Meeting agenda and supplemental meeting materials and upload them to the MOPS 21 days before the date of the regular Shareholders' Meeting or 15 days before the date of the special Shareholders' Meeting. In addition, 15 days before the date of the Shareholders' Meeting, the Company shall also have prepared the Shareholders' Meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby <u>as well as being distributed on-site at the meeting place.</u></p>	<p>Shareholders' Meeting notice and proxy forms, and the origins, as well as explanatory materials, relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors, and upload them to the Market Observation Post System (MOPS) 30 days before the date of a regular Shareholders' Meeting or 15 days before the date of a special Shareholders' Meeting. The Company shall prepare electronic versions of the Shareholders' Meeting agenda and supplemental meeting materials and upload them to the MOPS 21 days before the date of the regular Shareholders' Meeting or 15 days before the date of the special Shareholders' Meeting. <u>If, however, the Company has the paid-in capital of NT\$10 billion or more as of the last day of the most current fiscal year, or total shareholding of foreign shareholders and PRC shareholders reaches 30% or more as recorded in the register of shareholders of the Shareholders' Meeting held in the immediately preceding year, transmission of these electronic files shall be made by 30 days before the regular Shareholders' Meeting.</u> In addition, 15 days before the date of the Shareholders' Meeting, the Company shall also have prepared the Shareholders' Meeting agenda and supplemental meeting materials and</p>	

Before Revision	After Revision	Explanation
3~8. (Omitted)	<p>made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby.</p> <p><u>The Company shall make the meeting agenda and supplemental meeting materials in the preceding paragraph available to shareholders for review in the following manner on the date of the Shareholders' Meeting:</u></p> <p><u>(1) For physical Shareholders' Meetings, to be distributed on-site at the meeting.</u></p> <p><u>(2) For hybrid Shareholders' Meetings, to be distributed on-site at the meeting and shared on the virtual meeting platform.</u></p> <p><u>(3) For virtual-only Shareholders' Meetings, electronic files shall be shared on the virtual meeting platform.</u></p> <p>3~8. (Omitted)</p>	
<p>Article 4 Delegation of Attendance at Shareholders' Meeting and Authorization</p> <p>1~3. (Omitted)</p>	<p>Article 4 Delegation of Attendance at Shareholders' Meeting and Authorization</p> <p>1~3. (Omitted)</p> <p><u>4. If, after a proxy form is delivered to the Company, a shareholder wishes to attend the Shareholders' Meeting online, a written notice of proxy cancellation shall be submitted to the Company two business days before the meeting</u></p>	<p>This amendment is made pursuant to Article 4 of the "Sample Template for XXX Co., Ltd. Rules of Procedure for Shareholders Meetings".</p>

Before Revision	After Revision	Explanation
	<p><u>date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.</u></p>	
<p>Article 5 Principles Determining the Time and Place of a Shareholders' Meeting</p> <p>The venue for a Shareholders' Meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a Shareholders' Meeting. The meeting shall begin no earlier than 9 a.m. and no later than 3 p.m. Full consideration shall be given to the opinions of the independent directors with respect to the place and time of the meeting.</p>	<p>Article 5 Principles Determining the Time and Place of a Shareholders' Meeting</p> <p><u>1.</u> The venue for a Shareholders' Meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a Shareholders' Meeting. The meeting shall begin no earlier than 9 a.m. and no later than 3 p.m. Full consideration shall be given to the opinions of the independent directors with respect to the place and time of the meeting.</p> <p><u>2. The restrictions on the place of the meeting shall not apply when the Company convenes a virtual-only Shareholders' Meeting.</u></p>	<p>This amendment is made pursuant to Article 5 of the "Sample Template for XXX Co., Ltd. Rules of Procedure for Shareholders Meetings".</p>
<p>Article 6 Matters related to Attendance and Preparation of Documents such as the Attendance Book</p> <p>1. The Company shall specify in its Shareholders' Meeting notices the time during which shareholder attendance registrations will be accepted, the place to register for attendance, and other matters for attention.</p> <p>2. The time during which shareholder attendance registrations will be</p>	<p>Article 6 Matters related to Attendance and Preparation of Documents such as the Attendance Book</p> <p>1. The Company shall specify in its Shareholders' Meeting notices the time during which shareholders, <u>solicitors and proxies (collectively "shareholders")</u> attendance registrations will be accepted, the place to register for attendance, and other matters for attention.</p> <p>2. The time during which shareholder attendance registrations will be</p>	<p>This amendment is made pursuant to Article 6 of the "Sample Template for XXX Co., Ltd. Rules of Procedure for Shareholders Meetings".</p>

Before Revision	After Revision	Explanation
<p>accepted, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations.</p> <p>3. Shareholders <u>and their proxies (collectively, "shareholders")</u> shall attend Shareholders' Meetings based on attendance cards, sign-in cards, or other certificates of attendance. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.</p> <p>4~6. (Omitted)</p>	<p>accepted, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations. <u>For virtual Shareholders' Meetings, shareholders may begin to register on the virtual meeting platform 30 minutes before the meeting starts. Shareholders completing registration will be deemed as attend the Shareholders' Meeting in person.</u></p> <p>3. Shareholders shall attend Shareholders' Meetings based on attendance cards, sign-in cards, or other certificates of attendance. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.</p> <p>4~6. (Omitted)</p> <p><u>7. In the event of a virtual Shareholders' Meeting, shareholders wishing to attend the meeting online shall register with the Company two days before the meeting date.</u></p> <p><u>8. In the event of a virtual Shareholders' Meeting, the Company shall upload the meeting agenda book, annual report and other meeting materials</u></p>	

Before Revision	After Revision	Explanation
	<p><u>to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.</u></p>	
(Newly added)	<p><u>Article 6-1 Convening Virtual Shareholders Meetings and Particulars to Be Included in Shareholders' Meeting Notice</u></p> <p><u>To convene a virtual Shareholders' Meeting, the Company shall include the follow particulars in the Shareholders' Meeting notice:</u></p> <p><u>1. How shareholders attend the virtual meeting and exercise their rights.</u></p> <p><u>2. Actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events, at least covering the following particulars:</u></p> <p><u>(1) To what time the meeting is postponed or from what time the meeting will resume if the above obstruction continues and cannot be removed, and the date to which the meeting is postponed or on which the meeting will resume.</u></p> <p><u>(2) Shareholders not having registered to attend the affected virtual Shareholders' Meeting shall not attend the postponed or resumed session.</u></p> <p><u>(3) In case of a hybrid Shareholders' Meeting, when the</u></p>	<p>This amendment is made pursuant to Article 6-1 of the "Sample Template for XXX Co., Ltd. Rules of Procedure for Shareholders Meetings".</p>

Before Revision	After Revision	Explanation
	<p><u>virtual meeting cannot be continued, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual Shareholders' Meeting online, meets the minimum legal requirement for a Shareholders' Meeting, then the Shareholders' Meeting shall continue. The shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, and the shareholders attending the virtual meeting online shall be deemed abstaining from voting on all proposals on meeting agenda of that Shareholders' Meeting.</u></p> <p><u>(4) Actions to be taken if the outcome of all proposals have been announced and extraordinary motion has not been carried out.</u></p> <p><u>3. To convene a virtual-only Shareholders' Meeting, appropriate alternative measures available to shareholders with difficulties in attending a virtual Shareholders' Meeting online shall be specified. Unless otherwise provided by the Regulations Governing the Administration of Shareholder Services of Public Companies,</u></p>	

Before Revision	After Revision	Explanation
	<p><u>Article 44-9, paragraph 6, the Company shall at least provide shareholders with the connectivity equipment and required assistance and specify the period that a shareholder may make an application to the Company and other relevant guidelines.</u></p>	
<p>Article 8 Documentation of a Shareholders' Meeting by Audio or Video 1~2. (Omitted)</p>	<p>Article 8 Documentation of a Shareholders' Meeting by Audio or Video 1~2. (Omitted)</p> <p><u>3. Where a Shareholders' Meeting is held online, the Company shall keep records of shareholder registration, sign-in, check-in, questions raised, votes cast and results of votes counted by the Company, and continuously audio and video record, without interruption, the proceedings of the virtual meeting from beginning to end.</u></p> <p><u>4. The information and audio and video recording in the preceding paragraph shall be properly kept by the Company during the entirety of its existence, and copies of the audio and video recording shall be provided to and kept by the party appointed to handle matters of the virtual meeting.</u></p> <p><u>5. In case of a virtual Shareholders' Meeting, the Company is advised to audio and video record the back-end operation interface of the virtual meeting platform.</u></p>	<p>This amendment is made pursuant to Article 8 of the "Sample Template for XXX Co., Ltd. Rules of Procedure for Shareholders Meetings".</p>

Before Revision	After Revision	Explanation
<p>Article 9 Calculation of Attending Share Number and Calling a Meeting</p> <p>1. Attendance at Shareholders’ Meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in plus the number of shares whose voting rights are exercised by correspondence or electronically.</p> <p>2. The chair shall call the meeting to order at the appointed meeting time and announce the numbers of non-voting rights and total shares represented by the shareholders present. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than 1 hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned.</p> <p>3. If the quorum is not met after two postponements as referred to in the</p>	<p>Article 9 Calculation of Attending Share Number and Calling a Meeting</p> <p>1. Attendance at Shareholders’ Meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, <u>and the shares checked in on the virtual meeting platform,</u> plus the number of shares whose voting rights are exercised by correspondence or electronically.</p> <p>2. The chair shall call the meeting to order at the appointed meeting time and announce the numbers of non-voting rights and total shares represented by the shareholders present. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than 1 hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned. <u>In the event of a virtual Shareholders’ Meeting, the Company shall also declare the meeting adjourned at the virtual meeting platform.</u></p> <p>3. If the quorum is not met after two postponements as referred to in the</p>	<p>This amendment is made pursuant to Article 9 of the “Sample Template for XXX Co., Ltd. Rules of Procedure for Shareholders Meetings”.</p>

Before Revision	After Revision	Explanation
<p>preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to paragraph 1, Article 175 of the Company Act; all shareholders shall be notified of the tentative resolution and another Shareholders' Meeting shall be convened within 1 month.</p> <p>4. (Omitted)</p>	<p>preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to paragraph 1, Article 175 of the Company Act; all shareholders shall be notified of the tentative resolution and another Shareholders' Meeting shall be convened within 1 month. <u>In the event of a virtual Shareholders' Meeting, shareholders intending to attend the meeting online shall re-register to the Company in accordance with Article 6.</u></p> <p>4. (Omitted)</p>	
<p>Article 11 Shareholder Speech 1~6. (Omitted)</p>	<p>Article 11 Shareholder Speech 1~6. (Omitted)</p> <p><u>7. Where a virtual Shareholders' Meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting open until the chair declaring the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. The regulations in paragraphs 1 to 5 do not apply.</u></p> <p><u>8. As long as questions so raised in accordance with the preceding paragraph are not in violation of the regulations or beyond the scope</u></p>	<p>This amendment is made pursuant to Article 11 of the "Sample Template for XXX Co., Ltd. Rules of Procedure for Shareholders Meetings".</p>

Before Revision	After Revision	Explanation
	<u>of a proposal, it is advisable the questions be disclosed to the public at the virtual meeting platform.</u>	
<p>Article 13 Method for Monitoring and Counting the Vote on a Proposal</p> <p>1~2. (Omitted)</p> <p>3. A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to the Company 2 days before the date of the Shareholders’ Meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent. After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the Shareholders’ Meeting in person, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to the Company, by the same means by which the voting rights were exercised, 2 business days before the date of the Shareholders’ Meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has</p>	<p>Article 13 Method for Monitoring and Counting the Vote on a Proposal</p> <p>1~2. (Omitted)</p> <p>3. A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to the Company 2 days before the date of the Shareholders’ Meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent. After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the Shareholders’ Meeting in person <u>or online</u>, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to the Company, by the same means by which the voting rights were exercised, 2 business days before the date of the Shareholders’ Meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail.</p>	<p>This amendment is made pursuant to Article 13 of the “Sample Template for XXX Co., Ltd. Rules of Procedure for Shareholders Meetings”.</p>

Before Revision	After Revision	Explanation
<p>exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a Shareholders' Meeting, the voting rights exercised by the proxy in the meeting shall prevail.</p> <p>4~6. (Omitted)</p>	<p>When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a Shareholders' Meeting, the voting rights exercised by the proxy in the meeting shall prevail.</p> <p>4~6. (Omitted)</p> <p><u>7. When the Company convenes a virtual Shareholders' Meeting, after the chair declares the meeting open, shareholders attending the meeting online shall cast votes on proposals and elections on the virtual meeting platform before the chair announces the voting session ends or will be deemed abstained from voting.</u></p> <p><u>8. In the event of a virtual Shareholders' Meeting, votes shall be counted at once after the chair announces the voting session ends, and results of votes and elections shall be announced immediately.</u></p> <p><u>9. When the Company convenes a hybrid Shareholders' Meeting, if shareholders who have registered to attend the meeting online in accordance with Article 6 decide to attend the physical Shareholders' Meeting in person, they shall revoke their registration two days before the Shareholders' Meeting in the same manner as they registered. If their registration is not revoked within the time limit, they may only attend the Shareholders' Meeting online.</u></p>	

Before Revision	After Revision	Explanation
	<p><u>10. When shareholders exercise voting rights by correspondence or electronic means, unless they have withdrawn the declaration of intent and attended the Shareholders' Meeting online, except for extraordinary motions, they will not exercise voting rights on the original proposals or make any amendments to the original proposals or exercise voting rights on amendments to the original proposal.</u></p>	
<p>Article 15 Meeting Minutes 1~2. (Omitted)</p>	<p>Article 15 Meeting Minutes 1~2. (Omitted)</p> <p><u>3. Where a virtual Shareholders' Meeting is convened, in addition to the particulars to be included in the meeting minutes as described in the preceding paragraph, the start time and end time of the Shareholders' Meeting, how the meeting is convened, the chair's and secretary's name, and actions to be taken in the event of disruption to the virtual meeting platform or participation in the meeting online due to natural disasters, accidents or other force majeure events, and how issues are dealt with shall also be included in the minutes.</u></p> <p><u>4. When convening a virtual-only shareholder meeting, other than compliance with the requirements in the preceding paragraph, the Company shall specify in the</u></p>	<p>This amendment is made pursuant to Article 15 of the “Sample Template for XXX Co., Ltd. Rules of Procedure for Shareholders Meetings”.</p>

Before Revision	After Revision	Explanation
	<p><u>meeting minutes alternative measures available to shareholders with difficulties in attending a virtual-only Shareholders' Meeting online.</u></p>	
<p>Article 16 Public Disclosure</p> <p>1. On the day of a Shareholders' Meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation and the number of shares represented by proxies, and shall make an express disclosure of the same at the place of the Shareholders' Meeting.</p> <p><u>2.</u> (Omitted)</p>	<p>Article 16 Public Disclosure</p> <p>1. On the day of a Shareholders' Meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation, the number of shares represented by proxies <u>and the number of shares represented by shareholders attending the meeting by correspondence or electronic means</u>, and shall make an express disclosure of the same at the place of the Shareholders' Meeting. <u>In the event a virtual Shareholders' Meeting, the Company shall upload the above meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.</u></p> <p>2. During the Company's virtual Shareholders' Meeting, when the meeting is called to order, the total number of shares represented at the meeting shall be disclosed on the virtual meeting platform. The same shall apply whenever the total number of shares represented at the meeting and a new tally of votes is released during the meeting.</p> <p><u>3.</u> (Omitted)</p>	<p>This amendment is made pursuant to Article 16 of the "Sample Template for XXX Co., Ltd. Rules of Procedure for Shareholders Meetings".</p>

Before Revision	After Revision	Explanation
(Newly added)	<p><u>Article 19 Disclosure of Information at Virtual Meetings</u> <u>In the event of a virtual Shareholders’ Meeting, the Company shall disclose real-time results of votes and election immediately after the end of the voting session on the virtual meeting platform according to the regulations, and this disclosure shall continue at least 15 minutes after the chair has announced the meeting adjourned.</u></p>	<p>This amendment is made pursuant to Article 19 of the “Sample Template for XXX Co., Ltd. Rules of Procedure for Shareholders Meetings”.</p>
(Newly added)	<p><u>Article 20 Location of the Chair and Secretary of Virtual-only Shareholders’ Meeting</u> <u>When the Company convenes a virtual-only Shareholders’ Meeting, both the chair and secretary shall be in the same location, and the chair shall declare the address of their location when the meeting is called to order.</u></p>	<p>This amendment is made pursuant to Article 20 of the “Sample Template for XXX Co., Ltd. Rules of Procedure for Shareholders Meetings”.</p>
(Newly added)	<p><u>Article 21 Handling of Disconnection</u> <u>1. In the event of a virtual Shareholders’ Meeting, when declaring the meeting open, the chair shall also declare, unless under a circumstance where a meeting is not required to be postponed to or resumed at another time under Article 44-20, paragraph 4 of the Regulations Governing the Administration of Shareholder Services of Public Companies, if the virtual meeting platform or participation in the</u></p>	<p>This amendment is made pursuant to Article 21 of the “Sample Template for XXX Co., Ltd. Rules of Procedure for Shareholders Meetings”.</p>

Before Revision	After Revision	Explanation
	<p><u>virtual meeting is obstructed due to natural disasters, accidents or other force majeure events before the chair has announced the meeting adjourned, and the obstruction continues for more than 30 minutes, the meeting shall be postponed to or resumed on another date within five days, in which case Article 182 of the Company Act shall not apply.</u></p> <p><u>2. For a meeting to be postponed or resumed as described in the preceding paragraph, shareholders who have not registered to participate in the affected Shareholders' Meeting online shall not attend the postponed or resumed session.</u></p> <p><u>3. For a meeting to be postponed or resumed under the first paragraph, the number of shares represented by, and voting rights and election rights exercised by the shareholders who have registered to participate in the affected Shareholders' Meeting and have successfully signed in the meeting, but do not attend the postpone or resumed session, at the affected Shareholders' Meeting, shall be counted towards the total number of shares, number of voting rights and number of election rights represented at the postponed or resumed session.</u></p> <p><u>4. During a postponed or resumed session of a Shareholders' Meeting</u></p>	

Before Revision	After Revision	Explanation
	<p><u>held under the first paragraph, no further discussion or resolution is required for proposals for which votes have been cast and counted and results have been announced, or list of elected directors and supervisors.</u></p> <p><u>5. When the Company convenes a hybrid Shareholders' Meeting, and the virtual meeting cannot continue as described in first paragraph, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual Shareholders' Meeting online, still meets the minimum legal requirement for a shareholder meeting, then the Shareholders' Meeting shall continue, and not postponement or resumption thereof under the first paragraph is required.</u></p> <p><u>6. Under the circumstances where a meeting should continue as in the preceding paragraph, the shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, provided these shareholders shall be deemed abstaining from voting on all proposals on meeting agenda of that Shareholders' Meeting.</u></p> <p><u>7. When postponing or resuming a meeting according to the first</u></p>	

Before Revision	After Revision	Explanation
	<p><u>paragraph, the Company shall handle the preparatory work based on the date of the original Shareholders' Meeting in accordance with the requirements listed under Article 44-20, paragraph 7 of the Regulations Governing the Administration of Shareholder Services of Public Companies.</u></p> <p><u>8. For dates or period set forth under Article 12, second half, and Article 13, paragraph 3 of Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, and Article 44-5, paragraph 2, Article 44-15, and Article 44-17, paragraph 1 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall handle the matter based on the date of the Shareholders' Meeting that is postponed or resumed under the first paragraph.</u></p>	
(Newly added)	<p><u>Article 22 Handling of Digital Divide When convening a virtual-only Shareholders' Meeting, the Company shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual Shareholders' Meeting online. Unless otherwise provided by the Regulations Governing the Administration of Shareholder Services of Public Companies, Article</u></p>	<p>This amendment is made pursuant to Article 22 of the "Sample Template for XXX Co., Ltd. Rules of Procedure for Shareholders Meetings".</p>

Before Revision	After Revision	Explanation
	<p><u>44-9, paragraph 6, the Company shall at least provide shareholders with the connectivity equipment and required assistance and specify the period that a shareholder may make an application to the Company and other relevant guidelines.</u></p>	
<p>Article <u>19</u> Anything not provided herein shall be governed by the related statutes and regulations.</p>	<p>Article <u>23</u> Anything not provided herein shall be governed by the related statutes and regulations.</p>	<p>Adjust the article number due to new articles.</p>
<p>Article <u>20</u> These Rules, and any amendments hereto, shall be implemented after adoption by Shareholders' Meetings.</p>	<p>Article <u>24</u> These Rules, and any amendments hereto, shall be implemented after adoption by Shareholders' Meetings.</p>	<p>Adjust the article number due to new articles.</p>
<p>Article <u>21</u> These Rules were adopted by the Shareholders' Meeting on June 14, 2001. The first amendment was made on September 29, 2009. The second amendment was made on June 19, 2012. The third amendment was made on June 18, 2014. The fourth amendment was made on June 9, 2015. The fifth amendment was made on June 10, 2020. The sixth amendment was made on July 15, 2021.</p>	<p>Article <u>25</u> These Rules were adopted by the Shareholders' Meeting on June 14, 2001. The first amendment was made on September 29, 2009. The second amendment was made on June 19, 2012. The third amendment was made on June 18, 2014. The fourth amendment was made on June 9, 2015. The fifth amendment was made on June 10, 2020. The sixth amendment was made on July 15, 2021. <u>The seventh amendment was made on June 9, 2023.</u></p>	<p>The date of this amendment is added.</p>

eMemory Technology Inc.

Update of Concurrent Positions Held by the Directors

Title	Name	Concurrent Positions
Director	Michael Ho	Director, PUFsecurity Technology (Shanghai) Corporation
Representative of Director	Evans Yang	Director & Vice President, PUFsecurity Corporation Supervisor, PUFsecurity Technology (Shanghai) Corporation