

## **Global Unichip Corp.**

### **Year 2025 Annual General Shareholders' Meeting Resolution**

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

**1.Time :** 9:30 a.m. Thursday, May 15, 2025

**2.Place :** 3rd Floor, No. 10, Li-Hsin 6th Road, Hsinchu Science Park , Hsinchu City

**3.Attendance :**

Total outstanding GUC shares : 134,011,911 shares

Total shares represented by shareholders present in person or by proxy: 101,206,905 shares

Percentage of shares held by shareholders present in person or by proxy: 75.52%

**4.Chairman :** F.C. Tseng, the Chairman of the Board of Directors

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

**5.Chairman's Address:** Omitted.

**6.Report Items**

**(1) To Report the Business of 2024 (Attachment 1)** Proposed by the Board of Directors

**(2) To report 2024 employees' profit sharing and directors' compensation** Proposed by the Board of Directors

Explanation :

1. The compensation of employees and directors of the Company in 2024 was approved by the Board of Directors on January 23st , 2025. The above-mentioned compensation was paid in cash.
2. The total amount of employee compensation allocated in 2024 was NT\$1,245,288,011. After review by the Compensation Committee and discussion by the Board of Directors, the final amount approved for distribution by the Board was NT\$1,158,948,000.
3. The compensation of the directors is NT\$41,933,333.
4. The discrepancy between the estimated amount and the actual distribution of directors' remuneration was due to the resignation of Dr. Cheng-Wen Wu as an independent director on May 15, 2024. Dr. Cheng-Wen Wu served for less than 1 full year and thus the directors' remuneration was allocated proportionally.

**(3) Audit and Corporate Governance Committee's review report** Proposed by the Board of Directors

Explanation:

The Audit and Corporate Governance Committee's review report is attached hereto as Attachment 2

**(4) Communication report between the convener of the Audit and Corporate Governance Committee, the independent director members and the head of Internal Audit**

Proposed by the Board of Directors

Explanation:

In the quarterly Audit and Corporate Governance Committee meeting, the head of Internal Audit regularly reports to the Audit and Corporate Governance Committee the implementation of the audit plan, important findings and the progress of previously suggested improvement items, interacting face-to-face with independent directors. The head of Internal Audit reports to and communicates with the independent directors every month via a written monthly report. The key communications and interactions between the independent directors and the head of Internal Audit in the Audit and Corporate Governance Committee meeting are recorded in the meeting minutes. In addition, communication among independent directors, or between the head of Internal Audit and the members of the Audit and Corporate Governance Committee on audit and other matters related to the responsibilities of the Audit and Corporate Governance Committee will also be conducted via email and communication software. The convener of the Audit and Corporate Governance Committee maintains a good communication channel with independent directors and the head of Internal Audit.

**(5) To report the compensation received by the directors, including the compensation policy, the content and amount of individual compensation and their correlation with the performance evaluation results** Proposed by the Board of Directors

1. The compensation, remuneration and travel expenses of the Company's directors shall be provided in accordance with the "Regulations on the Directors' Compensation, Remuneration and Travel Expenses" unless otherwise stipulated by laws and regulations and the Company's Articles of Incorporation. The total compensation of the directors shall be regulated in accordance with Article 26 of the Company's Articles of Incorporation, and shall not exceed 2% of the Company's profit for the current year, and the total amount does not exceed NT\$45 million. The compensation is paid based on the earnings distribution approved by the shareholders' meeting. The compensation of independent directors and the additional compensation of directors serving as members of various functional committees shall be determined by the Board of Directors in accordance with industry standards.
2. The performance of the Company's Board of Directors, functional committees and individual directors is evaluated once a year in accordance with the "Regulations for the Performance Evaluation of the Board of Directors and Functional Committees". The proposed director's compensation has been reviewed by the Compensation Committee on January 23, 2025 and approved by the Board of Directors. It was proposed to distribute 0.77% of the Company's profit as the director's compensation, which is in line with industry standards. The distribution

of the compensation is as follows: (Please refer to page 22~23 of the Annual Report)

## **7. Proposed Resolution**

### **(1) Proposal : To accept 2024 Business Report and Financial Statements**

Proposed by the Board of Directors

Explanation :

1. GUC's 2024 Financial Statements, including the balance sheet, income statement, statement of changes in shareholders' equity and statement of cash flow were audited by independent auditors, Hsieh-Chang Li and Ming-Hui Chen, of Deloitte Taiwan, and a report has been issued.
2. Please refer to Attachment 1 and Attachment 3 for the 2024 Annual Business Report and Financial Statements (including the Independent Auditor's Report).

Voting Results: the number of shares represented by the shareholders present at the time of voting was 101,206,905 and 100,264,879 votes were cast for the proposal, which was 99.06% of the votes represented by the shareholders present.

RESOLVED, that the 2024 Business Report and Financial Statements be and hereby were accepted as submitted.

### **(2) Proposal : To Accept the Proposal for Distribution of 2024 Profits**

Proposed by the Board of Directors

Explanation :

1. The 2024 Earnings Distribution was approved by the Board of Directors and reviewed by the Audit and Corporate Governance Committee, and the Audit and Corporate Governance Committee's Review Report has been issued.
2. The Company proposes to distribute NT\$2,144,190,576 from the 2024 distributable earnings as shareholder dividends, all of which will be paid in cash. (Common stock cash dividends of NT\$16.0 per share). Cash dividends will be distributed in integers of NTD (rounded down to an integer) with fractions of NTD accounted for as other income of the Company.
3. Upon the approval of the General Shareholders' Meeting, it is proposed that the Board of Directors be authorized to resolve the ex-dividend date, and other relevant issues. In the event that the Company needs to cancel the shares or issue new shares due to the Company's repurchase of treasury shares or other reasons, which affects the total number of outstanding shares of the Company, it is proposed that the Chair of the Board be authorized to distribute the total earnings based on the ordinary shares resolved and adjust the shareholders' cash dividend distribution ratio based on the number of actual shares outstanding on the record date for distribution.
4. Please refer to Attachment 4 for the 2024 Earnings Distribution Table.

Voting Results: the number of shares represented by the shareholders present at the time of voting was 101,206,905 and 100,279,580 votes were cast for the proposal, which was 99.08% of the votes represented by the shareholders present.

RESOLVED, that the Proposal for Distribution of 2024 Profits be and hereby was accepted as submitted.

## **8. Discussion Items**

### **To approve amendments of “Articles of Incorporation”**

proposed by the Board of  
Directors

Explanatory Notes:

1. In accordance with the resolution of the 7th meeting of the 10th Board of Directors, the company has renamed the Audit Committee as the Audit and Corporate Governance Committee. To ensure consistency in organizational naming, the company intends to amend Article 16-2 of the Articles of Incorporation accordingly.
2. In response to the newly amended provisions of Article 14, Paragraph 6 of the Securities and Exchange Act, the company “shall specify in its articles of incorporation that a certain percentage of its annual earnings shall be allocated for salary adjustments or compensation distributions for its non-executive employees.” Accordingly, the company intends to amend Article 26 of the Articles of Incorporation.
3. The amendments to Articles 16-2 and 26 of the Articles of Incorporation have been reviewed and approved by the Board of Directors. A comparison table of the revised and original provisions is provided in Attachment 5 of this manual for reference.

Voting Results: the number of shares represented by the shareholders present at the time of voting was 101,206,905 and 99,575,279 votes were cast for the proposal, which was 98.38% of the votes represented by the shareholders present.

RESOLVED, that the amendments of “Articles of Incorporation be and hereby were accepted as submitted.

**No question was raised by Shareholder in Report Items, Proposed Resolution and Discussion Items.**

**9.Other Business and Special Motion: None.**

**10.Meeting Adjourned:** The meeting was adjourned at 10:05 a.m. May 15, 2025 upon a motion duly made and seconded.

**F.C. Tseng**

Chairman of the Board of Directors

**Charles Huang**

minutes taker

## Attachment 1

### Business Report

In FY2024, the global semiconductor industry encountered plentiful challenges and opportunities. High inflation and interest rates resulted in reduced demand for consumer electronics and network communication products compared to the forecasts. Overall economic uncertainty led consumer products customers to adopt a conservative stance regarding the demand for mass production. However, design services (or Non-Recurring Engineering [NRE]) business showed consistent growth, fueled by the AI surge and the cryptocurrency craze. In FY2024, Global Unichip Corporation (GUC) achieved consolidated annual revenue of NT\$250.44billion. The consolidated earnings per share stood at NT\$25.75, with profitability exceeding twice the Company's capital for the third consecutive year.

### FY2024 Operational Results

#### (1) Business Plan Implementation Performance

In FY2024, GUC maintained steady profit growth in NRE business, with an annual growth rate of 25% due to the growing adoption of AI and cryptocurrency applications. Although AI and cryptocurrency applications showed an upward trend compared to the previous year, the demand for consumer products and network communication products was lower than initially forecast, which led to a 15% decline in turnkey business compared to the previous year. Despite the short-term challenge of product portfolio transformation faced by the turnkey business, progression through the stages of validation and mass production for AI-related design services in recent years is likely to drive additional growth momentum in the turnkey business.

GUC expanded its investment in research and development by assigning additional R&D personnel to advanced node design services, advanced packaging technology, and related IP development. Additionally, a new building was acquired to accommodate the hardware equipment (e.g., servers) necessary for R&D processes. Through this investment, GUC aims to maintain its leading technological position while continuously earning the trust of customers, thereby sustaining long-term growth in both revenue and profitability.

#### (2) Analysis of Operating Revenue and Profitability

In FY2024, GUC's consolidated operating revenue amounted to NT\$250.44billion, representing a decrease of 5% compared to the previous year's revenue of NT\$26.241 billion. The after-tax net profit for the year was NT\$34.51 billion, which was a decrease of 2% compared to the previous year, and the earnings per share stood at NT\$25.75, which was a decrease of 2% compared to the previous year's earnings of NT\$26.18.

In terms of profitability, GUC achieved a gross margin of 32.4% in FY2024, representing a 2 percentage point increase from the previous year's 30.4%. This increase can primarily be attributed to a rise in the percentage of revenue from NRE business. The operating margin for the year was 15.2%, representing a 0.1 percentage point increase from the previous year due to effective cost control measures. The after-tax net profit margin was 13.8%, representing an increase of 0.4 percentage points compared to the previous year's 13.4%.

#### (3) Technical Development Status

BM3E controllers and PHY IPs gaining attention from numerous industry-leading CSP and HPC customers. The highlighted events of GUC's HBM3E IP are as follows:

1. Proven across TSMC advanced process technologies: Ready on the TSMC N7/N6, N5/N4P, N3E/N3P processes.
2. Silicon validated with all major HBM3 vendors. Silicon validated on both TSMC CoWoS-S and CoWoS-R technologies: GUC designs eDTC for the TSMC CoWoS-S and IPD for the

TSMC CoWoS-R to achieve best power integrity.

3. Advanced Interposer Routing: Patented interposer layout to support angle routing with a Y-dimension offset while keeping best signal and power integrity.

4. Built-In chiplet interconnect monitoring solution: GUC collaborates with proteanTecs and has integrated chiplet interconnect monitors into the HBM PHY. This feature enhances chiplet observability and reliability.

5. Full 2.5/3D multi-die design service: GUC provides optional 2.5D and 3D service for HBM CoWoS ASIC platform design.

In terms of technology, GUC is also actively collaborating with the world's leading HBM suppliers to develop the HBM4 IP for next-gen AI ASICs. While preparing for future technological changes, GUC aims to enhance its competitive edge in the AI sector to attract more orders from CSPs.

Moreover, by the end of 2024 our patent portfolio consists of 560 patents, demonstrating the achievements GUC has gained from active investment in R&D, and effectively enhancing our core competitiveness.

Major technical breakthroughs and innovation achievements in 2024 are as follows:

- GUC's 3nm HBM3E 9.4G (PHY & Controller) have been successfully taped out in 1Q23, silicon proven in 1Q24, and adopted by several customers. The IP supports TSMC both CoWoS-S and CoWoS-R packaging technology.
- Combined with TSMC InFO/CoWoS packaging technology, GUC successfully ported the 3rd-generation chip interconnection IP "GLink 2.3" from 5nm to 3nm, and completed the silicon verification in 1Q24. This IP provides multi-chip interconnect solution, and has been adopted by several customers
- Combined with TSMC CoWoS-R packaging technology, GUC successfully proposed and taped out the UCle/32G compliant, chip interconnection IP "GUCle 1.0" in 3nm in Nov'23. The silicon will be back and silicon proven in 1Q25. The solution is ready to provide customers with complete multi-chip interconnect solutions following UCle industrial standard for inter-operability
- GUC has taken the lead in 2nm design technology, completing the development of the design flow in Q2 2024 and successfully taping out a 2nm test chip in September 2024.
- GUC early adopted TSMC 3nm technology, completed N3P design flow and verification in 2Q24, and successful in customer's product tape-out in 2H24
- Based TSMC 3DFabric chip stacking technology, GUC and customer completed the first N7+N7 WoW(wafer on wafer) 3D testchip tape-out in Mar'23 and completed silicon verification in 1Q24
- GUC early adopted TSMC System-on-Wafer (SoW) technology, and has successfully helped TSMC and the lead customer in the development of the mechanical test vehicle. It has been successfully taped out in 4Q24.
- GUC has successfully helped multiple AI/HPC customers SoCs into production using TSMC's 2.5D CoWoS advanced packaging technologies for hyperscale data center applications, where 5nm AI customer using HBM3E memory already entered production in 2024.
- GUC successfully enabled HPC customer's 6nm ASIC tapeout in 3Q23, which was under production in 2024.

### **Summary of the 2025 Business Plan**

The growth of the semiconductor industry in FY2025 is expected to remain stimulated primarily by capital expenditures on cloud-related projects. Additionally, CSPs are likely to continue to invest in the development of their own ASIC chips to meet their specific needs for AI applications. ASICs offer higher performance compared to general-purpose AI chips such as GPUs and FPGAs. The growing demand for computing power on AI chips annually has led to a significant need for data centers, cloud computing, and edge computing. This has made ASICs'

performance and cost advantages even more apparent. To capitalize on this market trend, GUC will continue to invest R&D resources in advanced manufacturing processes and related advanced packaging IPs to enhance the competitive edge of IC design services. GUC aims to provide customers with optimum performance and cost-effectiveness while attracting more NRE business from CSPs and effectively creating differentiation in competitive advantages.

### **(1) Sales Forecast**

Looking ahead to FY2025, GUC anticipates business growth derived from continuous profit growth in AI design services and cryptocurrency-driven turnkey business. However, in light of export control measures, GUC will continue to adopt a cautious project selection policy to manage geopolitical risks. Over the past few years, investments in advanced manufacturing processes and advanced packaging technologies have shown promising progress. GUC believes that recent investments in AI-related NRE projects will also gradually translate into medium- and long-term growth momentum for the turnkey business.

### **(2) Important Production and Marketing Policies**

GUC will continue to strengthen the bond and collaboration with existing customers by delivering outstanding design services. GUC pledges to accelerate advanced manufacturing processes, shorten design time, and achieve rapid product launches for customers. Additionally, GUC will focus on the R&D and deployment of essential semiconductor intellectual property rights for advanced manufacturing processes and advanced packaging.

### **Future Corporate Development Strategy and Impact of External Competitive, Regulatory, and Macroeconomic Environments**

In the face of a rapidly changing regulatory environment with increasingly strict export control measures and a new U.S. tariff policy, GUC maintains a cautious approach to project selection. GUC remains committed to complying with all regulations and follows a rigorous customer evaluation procedure to ensure that services are provided to customers worldwide in a legal and responsible manner. In the future, GUC will remain highly attentive to U.S. control measures, aiming to mitigate geopolitical risks and safeguard the long-term interests of shareholders and employees.

The shifts in the supply chain landscape arising from the U.S.–China trade conflict and the increasing complexity of IC design in advanced manufacturing processes pose both challenges and opportunities. Nevertheless, GUC remains committed to collaborating with world-class customers and partners to seize critical opportunities for market growth. Looking ahead to FY2025, the Company has confidence in its medium- to long-term operational goals.

### **Environmental, Social, and Corporate Governance (ESG)**

Business operation is a long and arduous task. In addition to keeping abreast of product technological development and seeking profitable growth, GUC is also committed to improving corporate governance and emphasizing the interests of all stakeholders. The operations of the Corporate Sustainability Committee enable GUC to fulfill its social corporate responsibilities while ensuring good corporate governance and meeting the expectation to contribute to society and the environment.

In terms of corporate governance, GUC has voluntarily prepared an annual Corporate Social Responsibility (CSR) Report (sustainability report) since FY2011, and starting from FY2014, these reports have been verified by third-party independent organizations. To enhance the effectiveness of corporate governance, GUC amended the corporate governance best practice principles in FY2022 to limit the tenure of independent directors to no longer than three terms and ensure the presence of at least one female director. GUC consistently ranked among the top

5% of companies in the TWSE/TPEX Corporate Governance Evaluation (with the smallest market capitalization among ten listed companies) from the first to seventh year of the evaluation. In the eighth evaluation, GUC slipped to the 6% to 20% range, but it regained a top 5% ranking in the ninth and tenth evaluations.

Regarding equal treatment of shareholders and enhancing information transparency, GUC holds its annual shareholders meeting before the end of May each year, and has done so since FY2014. Starting from the third quarter of FY2018, GUC has been announcing its financial statements in both Chinese and English shortly after the Board meeting. Additionally, GUC was honored with the Investor Relations Excellence Award by the Taiwan Investor Relations Institute in the category of large listed companies.

In FY2023, GUC completed the planning of a sustainable development pathway for the goal of net-zero carbon emissions by 2050. This plan includes conducting greenhouse gas inventories for all entities included in the consolidated financial reports, establishing a timeline for achieving carbon neutrality, and integrating climate-related opportunities and risk scenarios into its evaluations. In FY2023, GUC also published its first-ever Task Force on Climate - Related Financial Disclosures (TCFD) report. In FY2024, carbon reduction targets and plans submitted by GUC were approved from the Science Based Targets initiative (SBTi).

Despite GUC's status as an IC design services company without manufacturing facilities, the Company will not reduce its efforts to mitigate climate change. GUC remains committed to continuously reviewing and improving its risk management and internal control processes to promote net-zero emissions and carbon reduction and to build a sustainable future for the benefit of future generations.

Finally, all of the staff at GUC would like to express our sincere gratitude to all our customers, suppliers, shareholders, and the general public for your support and trust in GUC. We will strive to do our best to provide decent returns for our shareholders.

Wishing you good health and great success!



## **Attachment 2**

### **Audit and Corporate Governance Committee's Review Report**

The Company's 2027 financial statements approved by the Audit and Corporate Governance Committee and resolved by the Board of Directors has been audited by Deloitte & Touche appointed by the Board, and an Audit Report has been issued when Deloitte & Touche completed the audit.

As for the Company's 2024 business reports and the proposal regarding earnings distribution prepared and submitted by the Board, the Audit and Corporate Governance Committee, after completing relevant audits, considers that the said reports and proposal comply with provisions stipulated in Company Act. Thus, this report is hereby issued in accordance with Article 14-4 of Securities and Exchange Act and Article 219 of Company Act, and submitted for your Honor to approve.

To:

Global Unichip Corp. 2025 Regular Shareholders' Meeting

Auditand Corporate Governance Committee Convener: Jesse Ding

January 23, 2025

## Attachment 3

### Independent Auditors' Report (Consolidated Financial Statements)

Global Unichip Corp.

#### Opinion

We have audited the accompanying consolidated financial statements of Global Unichip Corp. and its subsidiaries (the “Company”), which comprise the consolidated balance sheets as of December 31, 2024 and 2023, and the consolidated statements of comprehensive income, consolidated statements of changes in equity and consolidated statements of cash flows for the years then ended, and the notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as of December 31, 2024 and 2023, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards (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 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 consolidated financial statements for the year ended December 31, 2024. 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. Key audit matter of the Company's consolidated financial statements for the year ended December 31, 2024 is as follows:

##### Revenue Recognition from sale of goods

The Company's net revenue for the year ended December 31, 2024, was NT\$25,044,192 thousand, which is comprised of NT\$16,161,027 thousand from sale of goods and \$8,883,165 thousand from non-recurring engineering (NRE) services. For details on the accounting policies and information related to revenue recognition, please refer to Notes 4, 5, and 17 of the consolidated financial statements. The semiconductor industry is highly affected by factors such as demand fluctuations, technological advancements, geopolitical issues, and supply chain challenges. These factors may lead to specific customers dynamically adjusting their demand for products, thereby affecting the recognition of product sales revenue. As a result, we identified the occurrence of net revenue from sale of goods from specific customers as a key audit matter for the current year.

1. We obtained the understanding and tested the design and operating effectiveness of relevant controls over revenue recognition.
2. We performed sampling and executed the following procedures to verify the occurrence of net revenue from sale of goods from specific customers:
  - a. We reviewed customer contract terms to ensure revenue recognition complies with contract terms and accounting standards.
  - b. We examined shipping documents and contract terms to confirm that control over the goods had been transferred.
  - c. We examined the actual receipt of payments.

### **Other Matter**

We have also audited the parent company only financial statements of Global Unichip Corp. as of and for the years ended December 31, 2024 and 2023 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 the 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 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 members of the Audit Committee) are responsible for overseeing the Company'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 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 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 Company 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 on the financial information of components constituting the Company 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 statements 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, 2024, 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 audit resulting in this independent auditors' report are Hsieh-Chang Li and Ming-Hui Chen.

Deloitte & Touche  
Taipei, Taiwan  
Republic of China

January 23, 2025

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 accepted and 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.*

# GLOBAL UNICHIP CORP. AND SUBSIDIARIES

## CONSOLIDATED BALANCE SHEETS (In Thousands of New Taiwan Dollars)

ASSETS	December 31, 2024		December 31, 2023		LIABILITIES AND EQUITY	December 31, 2024		December 31, 2023	
	Amount	%	Amount	%		Amount	%	Amount	%
<b>CURRENT ASSETS</b>					<b>CURRENT LIABILITIES</b>				
Cash and cash equivalents (Notes 6 and 28)	\$ 10,427,431	40	\$ 7,637,809	36	Contract liabilities (Note 17)	\$ 9,348,737	36	\$ 6,250,159	30
Financial assets at fair value through profit or loss (Note 8)	2,980,000	11	2,080,000	10	Accounts payable	1,078,444	4	1,174,487	6
Accounts receivable, net (Notes 7 and 17)	1,988,028	7	1,967,388	9	Payables to related parties (Note 28)	612,757	2	513,654	2
Receivables from related parties (Note 28)	19,368	-	22,040	-	Accrued employees' compensation and remuneration to directors (Note 24)	1,625,201	6	1,454,645	7
Inventories (Note 9)	2,794,441	11	4,850,717	23	Payables on machinery and equipment	94,955	1	16,416	-
Prepayment for purchases (Note 28)	5,575,145	21	2,274,363	11	Current tax liabilities (Note 22)	236,794	1	261,573	1
Other financial assets (Note 28)	6,301	-	3,862	-	Lease liabilities - current (Notes 11, 25 and 28)	76,965	-	78,372	-
Other current assets (Note 13)	<u>689,472</u>	<u>3</u>	<u>600,106</u>	<u>3</u>	Accrued expenses and other current liabilities (Note 14)	<u>1,594,794</u>	<u>6</u>	<u>1,204,559</u>	<u>6</u>
Total current assets	<u>24,480,186</u>	<u>93</u>	<u>19,436,285</u>	<u>92</u>	Total current liabilities	<u>14,668,647</u>	<u>56</u>	<u>10,953,865</u>	<u>52</u>
<b>NON-CURRENT ASSETS</b>					<b>NON-CURRENT LIABILITIES</b>				
Property, plant and equipment (Note 10)	941,947	3	558,637	3	Deferred income tax liabilities (Note 22)	145,665	1	127,918	1
Right-of-use assets (Note 11)	173,214	1	236,721	1	Lease liabilities - non-current (Notes 11, 25 and 28)	109,596	-	172,196	1
Intangible assets (Note 12)	437,800	2	587,286	3	Other long-term payables (Note 14)	73,067	-	112,618	-
Deferred income tax assets (Note 22)	36,844	-	15,655	-	Net defined benefit liabilities (Note 15)	14,292	-	22,312	-
Prepayments for business facilities	1,015	-	1,244	-	Guarantee deposits (Note 25)	<u>3,713</u>	<u>-</u>	<u>3,464</u>	<u>-</u>
Refundable deposits (Note 28)	216,053	1	215,904	1	Total non-current liabilities	<u>346,333</u>	<u>1</u>	<u>438,508</u>	<u>2</u>
Pledged time deposits (Notes 28 and 29)	<u>22,200</u>	<u>-</u>	<u>22,200</u>	<u>-</u>	Total liabilities	<u>15,014,980</u>	<u>57</u>	<u>11,392,373</u>	<u>54</u>
Total non-current assets	<u>1,829,073</u>	<u>7</u>	<u>1,637,647</u>	<u>8</u>	<b>EQUITY (Note 16)</b>				
					Share capital	1,340,119	5	1,340,119	6
					Capital surplus	32,843	-	32,801	-
					Retained earnings				
					Appropriated as legal reserve	1,779,227	7	1,428,010	7
					Appropriated as special reserve	34,007	-	18,234	-
					Unappropriated earnings	8,111,217	31	6,896,402	33
					Others	<u>(3,134)</u>	<u>-</u>	<u>(34,007)</u>	<u>-</u>
					Total equity	<u>11,294,279</u>	<u>43</u>	<u>9,681,559</u>	<u>46</u>
<b>TOTAL</b>	<u>\$ 26,309,259</u>	<u>100</u>	<u>\$ 21,073,932</u>	<u>100</u>	<b>TOTAL</b>	<u>\$ 26,309,259</u>	<u>100</u>	<u>\$ 21,073,932</u>	<u>100</u>

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

# GLOBAL UNICHIP CORP. AND SUBSIDIARIES

## CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2024		2023	
	Amount	%	Amount	%
NET REVENUE (Notes 17 and 28)	\$ 25,044,192	100	\$ 26,240,714	100
COST OF REVENUE (Notes 24 and 28)	<u>16,936,638</u>	<u>68</u>	<u>18,265,019</u>	<u>70</u>
GROSS PROFIT	<u>8,107,554</u>	<u>32</u>	<u>7,975,695</u>	<u>30</u>
OPERATING EXPENSES				
Sales and marketing (Notes 24 and 28)	407,068	2	393,573	1
General and administrative (Notes 24 and 28)	528,209	2	496,950	2
Research and development (Notes 24 and 28)	3,223,366	13	3,116,402	12
Expected credit impairment loss (Note 7)	<u>146,023</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total operating expenses	<u>4,304,666</u>	<u>17</u>	<u>4,006,925</u>	<u>15</u>
INCOME FROM OPERATIONS	<u>3,802,888</u>	<u>15</u>	<u>3,968,770</u>	<u>15</u>
NON-OPERATING INCOME AND EXPENSES				
Interest income (Notes 18 and 28)	153,858	1	98,173	1
Other income (Notes 11 and 19)	11,987	-	74,367	-
Other gains and losses (Note 20)	97,857	-	19,474	-
Finance costs (Notes 21 and 28)	<u>(4,187)</u>	<u>-</u>	<u>(5,504)</u>	<u>-</u>
Total non-operating income and expenses	<u>259,515</u>	<u>1</u>	<u>186,510</u>	<u>1</u>
INCOME BEFORE INCOME TAX	4,062,403	16	4,155,280	16
INCOME TAX EXPENSE (Note 22)	<u>611,815</u>	<u>2</u>	<u>647,395</u>	<u>3</u>
NET INCOME	<u>3,450,588</u>	<u>14</u>	<u>3,507,885</u>	<u>13</u>
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified subsequently to profit or loss				
Remeasurement of defined benefit plans (Note 15)	7,384	-	4,291	-
Items that may be reclassified subsequently to profit or loss				
Exchange differences on translation of foreign operations (Note 16)	<u>30,873</u>	<u>-</u>	<u>(15,773)</u>	<u>-</u>
Other comprehensive income (loss) for the year, net of income tax	<u>38,257</u>	<u>-</u>	<u>(11,482)</u>	<u>-</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 3,488,845</u>	<u>14</u>	<u>\$ 3,496,403</u>	<u>13</u>
EARNINGS PER SHARE (Note 23)				
Basic earnings per share	<u>\$ 25.75</u>		<u>\$ 26.18</u>	
Diluted earnings per share	<u>\$ 25.56</u>		<u>\$ 26.02</u>	

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

# GLOBAL UNICHIP CORP. AND SUBSIDIARIES

## CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY (In Thousands of New Taiwan Dollars, Unless Specified Otherwise)

	Share Capital - Common Stock			Retained Earnings				Others	Total Equity
	Share (In Thousands)	Amount	Capital Surplus	Legal Reserve	Special Reserve	Unappropriated Earnings	Total	Foreign Currency Translation Reserve	
BALANCE, JANUARY 1, 2023	134,011	\$ 1,340,119	\$ 32,676	\$ 1,056,442	\$ 38,471	\$ 5,611,724	\$ 6,706,637	\$ (18,234)	\$ 8,061,198
Appropriation and distribution of prior year's earnings									
Legal reserve	-	-	-	371,568	-	(371,568)	-	-	-
Reversal of special reserve	-	-	-	-	(20,237)	20,237	-	-	-
Cash dividends to shareholders - NT\$14.00 per share	-	-	-	-	-	(1,876,167)	(1,876,167)	-	(1,876,167)
Total	-	-	-	371,568	(20,237)	(2,227,498)	(1,876,167)	-	(1,876,167)
Donations from shareholders	-	-	50	-	-	-	-	-	50
Dividends from claims extinguished by prescription	-	-	75	-	-	-	-	-	75
Net income in 2023	-	-	-	-	-	3,507,885	3,507,885	-	3,507,885
Other comprehensive income in 2023, net of income tax	-	-	-	-	-	4,291	4,291	(15,773)	(11,482)
Total comprehensive income in 2023	-	-	-	-	-	3,512,176	3,512,176	(15,773)	3,496,403
BALANCE, DECEMBER 31, 2023	134,011	1,340,119	32,801	1,428,010	18,234	6,896,402	8,342,646	(34,007)	9,681,559
Appropriation and distribution of prior year's earnings									
Legal reserve	-	-	-	351,217	-	(351,217)	-	-	-
Special reserve	-	-	-	-	15,773	(15,773)	-	-	-
Cash dividends to shareholders - NT\$14.00 per share	-	-	-	-	-	(1,876,167)	(1,876,167)	-	(1,876,167)
Total	-	-	-	351,217	15,773	(2,243,157)	(1,876,167)	-	(1,876,167)
Dividends from claims extinguished by prescription	-	-	42	-	-	-	-	-	42
Net income in 2024	-	-	-	-	-	3,450,588	3,450,588	-	3,450,588
Other comprehensive income in 2024, net of income tax	-	-	-	-	-	7,384	7,384	30,873	38,257
Total comprehensive income in 2024	-	-	-	-	-	3,457,972	3,457,972	30,873	3,488,845
BALANCE, DECEMBER 31, 2024	134,011	\$ 1,340,119	\$ 32,843	\$ 1,779,227	\$ 34,007	\$ 8,111,217	\$ 9,924,451	\$ (3,134)	\$ 11,294,279

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



# GLOBAL UNICHIP CORP. AND SUBSIDIARIES

## CONSOLIDATED STATEMENTS OF CASH FLOWS (In Thousands of New Taiwan Dollars)

	2024	2023
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Income before income tax	\$ 4,062,403	\$ 4,155,280
Adjustments for:		
Depreciation	247,147	266,989
Amortization	375,803	347,745
Expected credit impairment loss	146,023	-
Gain on financial assets at fair value through profit or loss	(50,270)	(22,551)
Finance costs	4,187	5,504
Interest income	(153,858)	(98,173)
Gain on disposal of property, plant and equipment, net	-	(110)
Gain on foreign exchange, net	(1,814)	(29,423)
Changes in operating assets and liabilities:		
Accounts receivable, net (including related parties)	(173,140)	1,010,805
Inventories	2,056,276	1,712,005
Prepayment for purchases	(3,285,564)	(891,897)
Other current assets	(80,816)	58,157
Contract liabilities	3,098,578	(99,317)
Accounts payable (including related parties)	(12,158)	(973,754)
Accrued employees' compensation and remuneration to directors	170,556	713,827
Accrued expenses and other current liabilities	480,183	(685,447)
Net defined benefit liabilities	(636)	(684)
Cash generated from operations	6,882,900	5,468,956
Income tax paid	(640,614)	(960,765)
Net cash generated from operating activities	6,242,286	4,508,191
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Acquisitions of:		
Financial assets at fair value through profit or loss	(3,880,000)	(2,380,000)
Property, plant and equipment	(470,618)	(101,565)
Intangible assets	(361,731)	(376,185)
Proceeds from disposal of:		
Financial assets at fair value through profit or loss	3,030,270	2,102,551
Property, plant and equipment	-	163
Refundable deposits paid	(102,470)	(86,758)
Refundable deposits refunded	111,399	3,055
Interest received	151,435	95,842
Net cash used in investing activities	(1,521,715)	(742,897)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Guarantee deposits received	54	48
Guarantee deposits refunded	(27)	(50)
Repayment of the principal portion of lease liabilities	(81,695)	(79,965)
Cash dividends paid	(1,876,167)	(1,876,167)

(Continued)

# GLOBAL UNICHIP CORP. AND SUBSIDIARIES

## CONSOLIDATED STATEMENTS OF CASH FLOWS (In Thousands of New Taiwan Dollars)

	2024	2023
Interest paid	\$ (4,187)	\$ (5,504)
Donations from shareholders	-	50
Dividends from claims extinguished by prescription reclassified to capital surplus	<u>42</u>	<u>75</u>
Net cash used in financing activities	<u>(1,961,980)</u>	<u>(1,961,513)</u>
EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS	<u>31,031</u>	<u>(14,529)</u>
NET INCREASE IN CASH AND CASH EQUIVALENTS	2,789,622	1,789,252
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	<u>7,637,809</u>	<u>5,848,557</u>
CASH AND CASH EQUIVALENTS, END OF YEAR	<u>\$ 10,427,431</u>	<u>\$ 7,637,809</u>

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

(Concluded)

# Independent Auditors' Report

## (Parent Company Only Financial Statements)

Global Unichip Corp.

### Opinion

We have audited the accompanying parent company only financial statements of Global Unichip Corp. (the "Company"), which comprise the parent company only balance sheets as of December 31, 2024 and 2023, and the parent company only statements of comprehensive income, statements of changes in equity and statements of cash flows for the years then ended, and the notes to the parent company only financial statements, including material accounting policy information.

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

### Basis for Opinion

We conducted our audits in accordance with the Regulations Governing 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, 2024. 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. Key audit matter of the parent company only financial statements for the year ended December 31, 2024 is as follows:

#### Revenue Recognition from sale of goods

The Company's net revenue for the year ended December 31, 2024, was NT\$25,044,149 thousand, which is comprised of NT\$16,160,984 thousand from sale of goods and \$8,883,165 thousand from non-recurring engineering (NRE) services. For details on the accounting policies and information related to revenue recognition, please refer to Notes 4, 5, and 18 of the parent company only financial statements. The semiconductor industry is highly affected by factors such as demand fluctuations, technological advancements, geopolitical issues, and supply chain challenges. These factors may lead to specific customers dynamically adjusting their demand for products, thereby affecting the recognition of product sales revenue. As a result, we identified the occurrence of net revenue from sale of goods from specific customers as a key audit matter for the current year.

1. We obtained the understanding and tested the design and operating effectiveness of relevant controls over revenue recognition.
2. We performed sampling and executed the following procedures to verify the occurrence of net revenue from sale of goods from specific customers:
  - a. We reviewed customer contract terms to ensure revenue recognition complies with contract terms and accounting standards.
  - b. We examined shipping documents and contract terms to confirm that control over the goods had been transferred.
  - c. We examined the actual receipt of payments.

### **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 members of 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 on the financial information of components constituting 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 statements 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, 2024, 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 audit resulting in this independent auditors' report are Hsieh-Chang Li and Ming-Hui Chen.

Deloitte & Touche  
Taipei, Taiwan  
Republic of China

January 23, 2025

#### Notice to Readers

*The accompanying financial statements are intended only to present the 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 financial statements are those generally accepted and applied in the Republic of China.*

*For the convenience of readers, the independent auditors' report and the accompanying 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 financial statements shall prevail.*

# GLOBAL UNICHIP CORP.

## PARENT COMPANY ONLY BALANCE SHEETS (In Thousands of New Taiwan Dollars)

ASSETS	December 31, 2024		December 31, 2023		LIABILITIES AND EQUITY	December 31, 2024		December 31, 2023	
	Amount	%	Amount	%		Amount	%	Amount	%
<b>CURRENT ASSETS</b>					<b>CURRENT LIABILITIES</b>				
Cash and cash equivalents (Notes 6 and 29)	\$ 9,589,907	36	\$ 7,064,578	34	Contract liabilities (Notes 18 and 29)	\$ 9,348,737	36	\$ 6,250,159	30
Financial assets at fair value through profit or loss (Note 8)	2,980,000	11	2,080,000	10	Accounts payable	1,078,444	4	1,174,487	6
Accounts receivable, net (Notes 7 and 18)	1,988,028	8	1,967,388	9	Payables to related parties (Note 29)	709,888	3	736,968	3
Receivables from related parties (Note 29)	19,368	-	22,040	-	Accrued employees' compensation and remuneration to directors (Note 25)	1,625,201	6	1,454,645	7
Inventories (Note 9)	2,794,441	11	4,850,717	23	Payables on machinery and equipment	94,955	-	16,416	-
Prepayment for purchases (Note 29)	5,575,145	21	2,244,765	10	Current tax liabilities (Note 23)	232,110	1	258,361	1
Other financial assets (Note 29)	5,709	-	3,428	-	Lease liabilities - current (Notes 12, 26 and 29)	37,090	-	38,073	-
Other current assets (Note 14)	664,400	3	563,571	3	Accrued expenses and other current liabilities (Notes 15 and 29)	1,628,039	6	1,237,081	6
Total current assets	23,616,998	90	18,796,487	89	Total current liabilities	14,754,464	56	11,166,190	53
<b>NON-CURRENT ASSETS</b>					<b>NON-CURRENT LIABILITIES</b>				
Investments accounted for using equity method (Note 10)	1,042,944	4	922,659	4	Deferred income tax liabilities (Note 23)	145,509	1	127,626	1
Property, plant and equipment (Note 11)	927,281	3	538,510	2	Lease liabilities - non-current (Notes 12, 26 and 29)	56,923	-	83,591	-
Right-of-use-assets (Note 12)	91,052	-	118,546	1	Other long-term payables (Note 15)	73,067	-	112,618	-
Intangible assets (Note 13)	437,800	2	587,286	3	Net defined benefit liabilities (Note 16)	14,292	-	22,312	-
Deferred income tax assets (Note 23)	36,611	-	15,298	-	Guarantee deposits (Note 26)	3,278	-	3,071	-
Prepayments for business facilities	1,015	-	1,244	-	Total non-current liabilities	293,069	1	349,218	1
Refundable deposits (Note 29)	165,911	1	194,737	1	Total liabilities	15,047,533	57	11,515,408	54
Pledged time deposits (Notes 29 and 30)	22,200	-	22,200	-	<b>EQUITY (Note 17)</b>				
Total non-current assets	2,724,814	10	2,400,480	11	Share capital	1,340,119	5	1,340,119	6
					Capital surplus	32,843	-	32,801	-
					Retained earnings				
					Appropriated as legal reserve	1,779,227	7	1,428,010	7
					Appropriated as special reserve	34,007	-	18,234	-
					Unappropriated earnings	8,111,217	31	6,896,402	33
					Others	(3,134)	-	(34,007)	-
					Total equity	11,294,279	43	9,681,559	46
<b>TOTAL</b>	<b>\$ 26,341,812</b>	<b>100</b>	<b>\$ 21,196,967</b>	<b>100</b>	<b>TOTAL</b>	<b>\$ 26,341,812</b>	<b>100</b>	<b>\$ 21,196,967</b>	<b>100</b>

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

# GLOBAL UNICHIP CORP.

## PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2024		2023	
	Amount	%	Amount	%
NET REVENUE (Notes 18 and 29)	\$ 25,044,149	100	\$ 26,240,714	100
COST OF REVENUE (Notes 25 and 29)	<u>16,960,362</u>	<u>68</u>	<u>18,280,005</u>	<u>70</u>
GROSS PROFIT	<u>8,083,787</u>	<u>32</u>	<u>7,960,709</u>	<u>30</u>
OPERATING EXPENSES				
Sales and marketing (Notes 25 and 29)	421,327	2	409,132	1
General and administrative (Notes 25 and 29)	511,997	2	482,081	2
Research and development (Notes 25 and 29)	3,281,747	13	3,171,821	12
Expected credit impairment loss (Note 7)	<u>146,023</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total operating expenses	<u>4,361,094</u>	<u>17</u>	<u>4,063,034</u>	<u>15</u>
INCOME FROM OPERATIONS	<u>3,722,693</u>	<u>15</u>	<u>3,897,675</u>	<u>15</u>
NON-OPERATING INCOME AND EXPENSES				
Interest income (Notes 19 and 29)	134,718	1	92,118	-
Other income (Notes 12 and 20)	7,813	-	6,237	-
Other gains and losses (Note 21)	90,873	-	14,692	-
Finance costs (Notes 22 and 29)	(1,501)	-	(1,657)	-
Share of profit of subsidiaries	<u>89,412</u>	<u>-</u>	<u>122,512</u>	<u>1</u>
Total non-operating income and expenses	<u>321,315</u>	<u>1</u>	<u>233,902</u>	<u>1</u>
INCOME BEFORE INCOME TAX	4,044,008	16	4,131,577	16
INCOME TAX EXPENSE (Note 23)	<u>593,420</u>	<u>2</u>	<u>623,692</u>	<u>3</u>
NET INCOME	<u>3,450,588</u>	<u>14</u>	<u>3,507,885</u>	<u>13</u>
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified subsequently to profit or loss				
Remeasurement of defined benefit plans (Note 16)	7,384	-	4,291	-
Items that may be reclassified subsequently to profit or loss				
Exchange differences on translation of foreign operations (Note 17)	<u>30,873</u>	<u>-</u>	<u>(15,773)</u>	<u>-</u>
Other comprehensive income (loss) for the year, net of income tax	<u>38,257</u>	<u>-</u>	<u>(11,482)</u>	<u>-</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 3,488,845</u>	<u>14</u>	<u>\$ 3,496,403</u>	<u>13</u>
EARNINGS PER SHARE (Note 24)				
Basic earnings per share	<u>\$ 25.75</u>		<u>\$ 26.18</u>	
Diluted earnings per share	<u>\$ 25.56</u>		<u>\$ 26.02</u>	

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

# GLOBAL UNICHIP CORP.

## PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY (In Thousands of New Taiwan Dollars, Unless Specified Otherwise)

	Share Capital - Common Stock			Retained Earnings				Others	
	Share	Amount	Capital Surplus	Legal	Special	Unappropriated	Total	Foreign	Total Equity
	(In Thousands)			Reserve	Reserve	Earnings		Currency	
								Translation	
								Reserve	
BALANCE, JANUARY 1, 2023	134,011	\$ 1,340,119	\$ 32,676	\$ 1,056,442	\$ 38,471	\$ 5,611,724	\$ 6,706,637	\$ (18,234)	\$ 8,061,198
Appropriation and distribution of prior year's earnings									
Legal reserve	-	-	-	371,568	-	(371,568)	-	-	-
Reversal of special reserve	-	-	-	-	(20,237)	20,237	-	-	-
Cash dividends to shareholders - NT\$14.00 per share	-	-	-	-	-	(1,876,167)	(1,876,167)	-	(1,876,167)
Total	-	-	-	371,568	(20,237)	(2,227,498)	(1,876,167)	-	(1,876,167)
Donations from shareholders	-	-	50	-	-	-	-	-	50
Dividends from claims extinguished by prescription	-	-	75	-	-	-	-	-	75
Net income in 2023	-	-	-	-	-	3,507,885	3,507,885	-	3,507,885
Other comprehensive income in 2023, net of income tax	-	-	-	-	-	4,291	4,291	(15,773)	(11,482)
Total comprehensive income in 2023	-	-	-	-	-	3,512,176	3,512,176	(15,773)	3,496,403
BALANCE, DECEMBER 31, 2023	134,011	1,340,119	32,801	1,428,010	18,234	6,896,402	8,342,646	(34,007)	9,681,559
Appropriation and distribution of prior year's earnings									
Legal reserve	-	-	-	351,217	-	(351,217)	-	-	-
Special reserve	-	-	-	-	15,773	(15,773)	-	-	-
Cash dividends to shareholders - NT\$14.00 per share	-	-	-	-	-	(1,876,167)	(1,876,167)	-	(1,876,167)
Total	-	-	-	351,217	15,773	(2,243,157)	(1,876,167)	-	(1,876,167)
Dividends from claims extinguished by prescription	-	-	42	-	-	-	-	-	42
Net income in 2024	-	-	-	-	-	3,450,588	3,450,588	-	3,450,588
Other comprehensive income in 2024, net of income tax	-	-	-	-	-	7,384	7,384	30,873	38,257
Total comprehensive income in 2024	-	-	-	-	-	3,457,972	3,457,972	30,873	3,488,845
BALANCE, DECEMBER 31, 2024	134,011	\$ 1,340,119	\$ 32,843	\$ 1,779,227	\$ 34,007	\$ 8,111,217	\$ 9,924,451	\$ (3,134)	\$ 11,294,279

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



# GLOBAL UNICHIP CORP.

## PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS (In Thousands of New Taiwan Dollars)

	2024	2023
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Income before income tax	\$ 4,044,008	\$ 4,131,577
Adjustments for:		
Depreciation	198,179	218,936
Amortization	375,803	347,745
Expected credit impairment loss	146,023	-
Gain on financial assets at fair value through profit or loss	(50,270)	(22,551)
Finance costs	1,501	1,657
Interest income	(134,718)	(92,118)
Share of profit of subsidiaries	(89,412)	(122,512)
Gain on foreign exchange, net	(1,814)	(29,423)
Gain on disposal of property, plant and equipment, net	-	(110)
Changes in operating assets and liabilities:		
Accounts receivable, net (including related parties)	(173,140)	1,010,805
Inventories	2,056,276	1,712,005
Prepayment for purchases	(3,285,564)	(891,897)
Other current assets	(92,905)	49,297
Contract liabilities	3,098,578	(99,317)
Accounts payable (including related parties)	(167,939)	(779,617)
Accrued employees' compensation and remuneration to directors	170,556	713,827
Accrued expenses and other current liabilities	480,906	(653,476)
Net defined benefit liabilities	(636)	(684)
Cash generated from operations	6,575,432	5,494,144
Income tax paid	(623,102)	(939,525)
Net cash generated from operating activities	<u>5,952,330</u>	<u>4,554,619</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Acquisitions of:		
Financial assets at fair value through profit or loss	(3,880,000)	(2,380,000)
Equity interest in subsidiary	-	(30,602)
Property, plant and equipment	(468,225)	(91,405)
Intangible assets	(361,731)	(376,185)
Proceeds from disposal of:		
Financial assets at fair value through profit or loss	3,030,270	2,102,551
Property, plant and equipment	-	163
Refundable deposits paid	(73,015)	(85,299)
Refundable deposits refunded	111,003	2,628
Interest received	132,437	90,188
Dividends received	-	64,449
Net cash used in investing activities	<u>(1,509,261)</u>	<u>(703,512)</u>

(Continued)

## GLOBAL UNICHIP CORP.

### PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS (In Thousands of New Taiwan Dollars)

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	2024	2023
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of the principal portion of lease liabilities	\$ (40,114)	\$ (39,128)
Cash dividends paid	(1,876,167)	(1,876,167)
Equity interest in subsidiary	-	(62,199)
Interest paid	(1,501)	(1,657)
Donations from shareholders	-	50
Dividends from claims extinguished by prescription reclassified to capital surplus	<u>42</u>	<u>75</u>
Net cash used in financing activities	<u>(1,917,740)</u>	<u>(1,979,026)</u>
NET INCREASE IN CASH AND CASH EQUIVALENTS	2,525,329	1,872,081
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	<u>7,064,578</u>	<u>5,192,497</u>
CASH AND CASH EQUIVALENTS, END OF YEAR	<u>\$ 9,589,907</u>	<u>\$ 7,064,578</u>

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

## Attachment 4

Global Unichip Corp.

### 2024 Profit Distribution Table

Unit: NTD

Retained earnings at the beginning of the period	4,653,244,650
2024 Net profit	3,450,587,494
Plus: Actuarial gain of defined benefit plan	7,384,157
The net profit after tax of the current period with the amount for items other than the net profit after tax of the current period are included in the undistributed earnings of the current year	3,457,974,651
Less: Appropriation for legal reserve	(345,797,166)
Add: Reverse of special reverse	30,872,848
Earnings available for distribution by the end of 2024	7,796,291,983
Items of distribution:	
—Shareholders' cash dividend (NT\$16 per share)	(2,144,190,576)
Undistributed earnings at the end of the period	5,652,101,407

Chair: F.C. Tseng

Manager: Sean Tai, Daniel Chien

Chief Accountant: Blithe Chiang

## Attachment 5

### Global Unichip Corporation

#### Comparison Table of Amendments to the Articles of Incorporation

Item	After Amendment	Before Amendment	Reason for Amendment
Article 16-2	In compliance with Article 14-4 of the Securities and Exchange Act of Republic of China, the Company shall establish an audit <b><u>and Corporate Governance</u></b> committee, which shall consist of the entire number of independent directors. The audit <b><u>and Corporate Governance</u></b> committee or the members of audit <b><u>and Corporate Governance</u></b> committee shall be delegated the power as set forth in the provisions regarding supervisors in the Company Act of Republic of China, the Securities and Exchange Act of Republic of China, and other laws and regulations.	In compliance with Article 14-4 of the Securities and Exchange Act of Republic of China, the Company shall establish an audit committee, which shall consist of the entire number of independent directors. The audit committee or the members of audit committee shall be delegated the power as set forth in the provisions regarding supervisors in the Company Act of Republic of China, the Securities and Exchange Act of Republic of China, and other laws and regulations.	Amended in accordance with the resolution of 7th board meeting of the 10th term.
Article 26	When allocating the net profits for each fiscal year, the Company shall set aside not less than two percent of the profit distributable as bonus to employees and not more than two percent of the profit distributable as bonus to directors. <b><u>Additionally, no less than 0.7% of the aforementioned ratio of employees' remuneration shall be distributed to the Company's non-executive employees.</u></b> Directors who also serve as executive officers of this Company are not entitled to receive	When allocating the net profits for each fiscal year, the Company shall set aside not less than two percent of the profit distributable as bonus to employees and not more than two percent of the profit distributable as bonus to directors. Directors who also serve as executive officers of this Company are not entitled to receive bonus to directors. However, the Company's accumulated losses shall have been covered. The Company may have the profit distributable as	Amended in accordance with the Chin-Kuan-Cheng-Fa-Tzu No. 1130385442 issued by the FSC.

Item	After Amendment	Before Amendment	Reason for Amendment
	<p>bonus to directors. However, the Company's accumulated losses shall have been covered.</p> <p>The Company may have the profit distributable as employees' compensation distributed in the form of shares or in cash. There may have certain qualification requirements set for employees entitled to receive such compensation.</p> <p>The net profit for each fiscal year distributable set out in the preceding paragraph is the net income before tax set aside the employees' and board of directors' compensation.</p> <p>The Company may, by a resolution adopted by a majority vote at a meeting of board of directors attended by two-thirds of the total number of directors, have the profit distributable as employees' and board of directors' compensation and in addition thereto a report of such distribution shall be submitted to the shareholders' meeting.</p>	<p>employees' compensation distributed in the form of shares or in cash. There may have certain qualification requirements set for employees entitled to receive such compensation.</p> <p>The net profit for each fiscal year distributable set out in the preceding paragraph is the net income before tax set aside the employees' and board of directors' compensation.</p> <p>The Company may, by a resolution adopted by a majority vote at a meeting of board of directors attended by two-thirds of the total number of directors, have the profit distributable as employees' and board of directors' compensation and in addition thereto a report of such distribution shall be submitted to the shareholders' meeting.</p>	
Article 31	<p>These Articles of Incorporation are agreed to and signed on December 11, 1997 by all the promoters in the promoters meeting of the Company, and these Articles shall take effect from the date of approval of registration by the competent authority. The first Amendment was approved by the shareholders' meeting on April 14, 1998, the second Amendment on</p>	<p>These Articles of Incorporation are agreed to and signed on December 11, 1997 by all the promoters in the promoters meeting of the Company, and these Articles shall take effect from the date of approval of registration by the competent authority. The first Amendment was approved by the shareholders' meeting on April 14, 1998,</p>	<p>Added the date of the most recent amendment.</p>

Item	After Amendment	Before Amendment	Reason for Amendment
	<p>October 20, 1998, the third Amendment on August 8, 2001, the fourth Amendment on July 30, 2002, the fifth Amendment on July 30, 2002, the sixth Amendment on December 18, 2002, the seventh Amendment on January 23, 2003, and the eighth Amendment on May 31, 2005, the ninth Amendment on January 10, 2006, the tenth Amendment on June 30, 2006, the eleventh Amendment on May 24, 2007, the twelfth Amendment on June 3, 2009, the thirteenth Amendment on June 4, 2010, the fourteen Amendment on June 20, 2013, and the fifteen Amendment on May 26, 2016. <b><u>The 16th amendment was made on May 15, 2025.</u></b></p>	<p>the second Amendment on October 20, 1998, the third Amendment on August 8, 2001, the fourth Amendment on July 30, 2002, the fifth Amendment on July 30, 2002, the sixth Amendment on December 18, 2002, the seventh Amendment on January 23, 2003, and the eighth Amendment on May 31, 2005, the ninth Amendment on January 10, 2006, the tenth Amendment on June 30, 2006, the eleventh Amendment on May 24, 2007, the twelfth Amendment on June 3, 2009, the thirteenth Amendment on June 4, 2010, the fourteen Amendment on June 20, 2013, and the fifteen Amendment on May 26, 2016.</p>	