

Stock code: 6104



Genesys Logic, Inc.

2025 Annual Shareholders' Meeting Handbook

June 11, 2025 (Wednesday)

Type of Meeting: Physical Shareholders' Meeting

**Place: Taipei Innovation City II - Taipei innovation
City Convention Center - Hall C**

**Address: 2nd Floor, No. 223, Section 3, Beixin Road,
Xindian District, New Taipei City**

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Genesys Logic, Inc.

2025 Annual Shareholders' Meeting Procedures

I. Call the Meeting to Order

II. Chair Takes the Floor

III. Report Items

IV. Proposed Resolutions

V. Discussion Items

VI. Extraordinary Motions

VII. Adjournment

Genesys Logic, Inc.

2025 Annual Shareholders' Meeting - Meeting Agenda

Time: June 11, 2025 on Thursday at 9 am

Address: 2nd Floor, No. 223, Section 3, Beixin Road, Xindian District, New Taipei City

(Taipei Innovation City II - Taipei innovation City Convention Center - Hall C)

I. Call the Meeting to Order

II. Chair Takes the Floor

III. Report Items

(I) 2024 business report.

(II) Report on the status of distribution of remuneration to employees and directors of 2024.

(III) Audit Committee Review Report for 2024

(IV) Report on the distribution of earnings of 2024 as cash dividends.

IV. Proposed Resolutions

(I). Adoption of the Company's Business Report and Financial Statements for 2024.

(II) Adoption of the 2024 Earnings Distribution Proposal.

V. Discussion Items

(I) Proposal to amend the Company's "Articles of Incorporation."

VI. Extraordinary Motions

VII. Adjournment

Report Items

Report no. 1 Proposed by the Board of Directors

Subject: The 2024 Business Report is hereby submitted for review.

Description: For the 2024 Business Report, see Attachment 1 on p.6 and p.8 of this Handbook.

Report no. 2 Proposed by the Board of Directors

Subject: Report on the status of distribution of remuneration to employees and directors of 2024 is hereby submitted for review.

Description: I. According to Article 20 of the Articles of Incorporation, if the Company makes profits during the year (i.e., profits before tax inclusive of remuneration to be distributed to employees and directors), no less than 5% of such profits should be appropriated as employee remuneration and no more than 5% of such profits shall be allocated as director remuneration. However, if the Company is still in accumulated losses (including adjustment made through unappropriated earnings), an amount equal to such losses must be reserved in the first place.

II. As discussed and passed by the Remuneration Committee and then approved by the Board of Directors through a resolution, the 2024 employee remuneration and director remuneration to be distributed amounted to NT\$40,290,000 and NT\$12,090,000, respectively, both were distributed in cash.

Report no. 3 Proposed by the Board of Directors

Subject: The Audit Committee Review Report for 2024 is hereby submitted for review.

Description: For the Company's Audit Committee Review Report for 2024, please refer to Attachment 2 (p.9) of this Handbook.

Report no. 4 Proposed by the Board of Directors

Subject: Report on distribution of earnings for 2024 in the form of cash dividends is hereby submitted for review.

Description: I. According to Article 21 of the Articles of Incorporation, the Board of Directors is authorized to distribute distributable shareholder dividends, or part or all legal reserves and capital reserves specified in Article 241, Paragraph 1 of the Company Act, in cash, subject to a resolution achieved by a majority vote at a Board of Directors meeting attended by two third or more of all directors, and shall report the resolution to the Shareholders' Meeting.

II. The Company's Board of Directors resolved to distribute earnings of 2024 of NT\$271,639,962 as cash dividends, that's NT\$3.0 per share, which will be distributed on May 9, 2025.

Proposed Resolutions

Report no. 1

Proposed by the Board of Directors

Subject: 2024 business report and financial statements; submitted for adoption.

Description: I. The Company's 2024 Parent Company Only Financial Statements and Consolidated Financial Statements were audited by CPA Huang Yung-Hua and CPA Yu Sheng-Ho from KPMG, and, together with the Business Report, were approved by the Board of Directors, audited by the Audit Committee, and submitted to the Shareholders' Meeting for adoption as required by law.

II. For the 2024 Business Report, Independent Auditors' Report and Financial Statements, see Attachment 1 and Attachment 3 on p.6~p.8 and p.10~p.25, respectively, of this Handbook.

Resolution:

Report no. 2

Proposed by the Board of Directors

Subject: Please adopt the 2024 Earnings Distribution Proposal.

Description: The Company's post-tax profit in 2024 was NT\$304,468,684, with which the Company drafts the Earnings Distribution Statement, as shown in Table 1, by Article 19 of the Articles of Incorporation. The proposal was discussed and passed by the Audit Committee and approved by the Board of Directors through a resolution, and is hereby proposed to the Shareholders' Meeting for adoption as required by law.

Table 1: GENESYS LOGIC, INC.

Earnings Distribution Statement 2024

Unit: NT\$

Item	Amount
Unappropriated earnings - beginning of period	220,472,721
Plus: Changes in defined benefit plan remeasurements in the period	2,781,000
Less: The difference between the acquisition price of subsidiaries equities and the book value of such equities	(972,116)
Plus: Post-tax profit in the year	304,468,684
Distributable earnings	526,750,289
Less: Legal reserves provision	(30,627,757)
Plus: Reversal of special reserves as a deduction to equity	(3,194,506)
Total	492,928,026
Distribution item	
Shareholder dividends - Cash	(271,639,962)
Unappropriated earnings - end of period	221,288,064

Chairman: Guo-Zhao-Wang

President: Kuo-Chao Wang

Accounting Officer:

Wang Hui-Mei

Resolution:

Discussion Items

Proposal No. 1 Proposed by the Board of Directors

Proposal: Proposal to amend partial clauses of the “Articles of Incorporation” of the Company, submitted for discussion.

Description: 1. According to Paragraph 6 of Article 14 of the Securities and Exchange Act and Jin-Guan-Zheng-Fa-Zi No. 1130385442 Decree, the Articles of Incorporate shall specify the appropriation of a certain percentage of annual earnings as the salary adjustment or remuneration distribution for entry-level employees. Therefore, relevant clauses of the “Articles of Incorporation” of the Company are amended.

2. If the Company makes profits during the year (i.e., profits before tax inclusive of remuneration to be distributed to employees and directors), no less than 5% of such profits shall be appropriated as employee remuneration, and among which no less than 0.5% of such employee remuneration shall be appropriated as remuneration of entry-level employees.
3. The Company plans to propose the amendment of the Articles of Incorporation of the Company during the 2025 general shareholders' meeting, and for subsequent years (including 2025), if there is any profit after a fiscal year, the Company will distribute the remuneration of entry-level employees according to the appropriation ratio specified in the amended Articles of Incorporation.
4. For a comparison of the provisions before and after amendment, see Attachment 4 on p.26~p.27 of this Handbook.

Resolution

Extraordinary Motions

Attachment 1

Genesys Logic, Inc.

2024 Business Report

The global economy in 2024 is highly uncertain. The monetary policies, trade disputes and technology competition in major economies are intensifying, causing great impact on the semiconductor industry. The "Chip Act" adopted in the U.S. continues to promote the return of the semiconductor supply chain to the U.S. As the US-China technology war is elevated, tariffs and technology control are becoming more stringent. In addition, the weak domestic demand and the excessive production capacity in China, companies are facing the pressure of inventory adjustment. All of these factors are expected to further accelerate the regionalization and restructuring of the global supply chain. In response to the changes in the industry, the Company actively strengthens the management of the supply chain and market deployment, in order to reduce the impact of political and market risks and to ensure the steady growth of business.

With the fast growth of AI applications and accelerated global corporate digital transformation, the semiconductor industry benefits from the increasing demand for cloud computing and information and communication technologies. In addition, as the market demand is driven to increase by the gradual recovery of consumer electronics applications, the Company's revenue maintains a stable growth. In 2024, the Company will continue to improve the product portfolio. In addition to the development of faster USB4, PCI Express 5.0 and SD 8.0 series of products, we will also invest resources to optimize the existing product lines, thereby reducing chip power consumption and increasing profits at the same time. The Company also invests resources in the research and development of new-generation of image control chips, in order to expand the high value-added product line, to achieve the goal of developing new product lines and to expand new markets

Below is a summary of the 2024 business results and 2025 business plan:

I. The 2024 business results are explained in the following:

The consolidated operating revenue in 2024 reached NT\$3,178,690 thousand, a growth of 26.4% from 2023. The gross margin was 44.4%, a growth of 2.1% from 42.3% in 2023. This is mainly due to the impact of inventory valuation losses in 2023. The 2024 destocking has been completed and inventory has returned to a relatively healthy level, which also shows that the optimized product portfolio of the Company has a positive impact on achieving stable profitability. The operating expenses in 2024 were NT\$1,101,050 thousand, an increase of 15.6% from 2023, mainly due to continued investment in R&D resources. The net profit after tax in 2024 reached NT\$304,340 thousand, a significant increase of 216.6% from 2023, and the earnings per share was NT\$3.37, indicating that the Company's operating performance and market competitiveness have significantly improved.

Item	Unit: Thousand NT\$		
	2024	2023	Increase (decrease) amount
Net consolidated revenue	3,178,690	2,515,564	663,126
Net post-tax consolidated profit or loss	304,340	96,124	208,216

II. Summary of 2025 Business Plan

In 2025, the global technology industry will continue to grow under the increasing demands for the application of AI, cloud computing, 5G, and automotive electronics market. However, geopolitical risks, global supply chain restructuring and regional competition are still the main uncertainties. Based on a steady growth, in 2025, the Company will continue to innovate, strengthen market deployment, and focus on the following strategies in order to respond to market and technology challenges, thereby ensuring long-term competitive advantages, and achieving the best operating results.

1. Focusing on key product development

USB transmission technology and PCI Express communication protocol have become the standard specifications for high-performance computing and information and communication equipment. The Company will continue to strengthen the technology research and development of high-speed serial interface of USB 4, PCI Express and SD. In addition, the Company will also enhance the competitiveness of existing products and actively increase the product added-value of products developed for new application fields of information and communication, industry, automotive electronics and AI, in order to expands the market share.

2. Strengthening customer relationships

In the post-pandemic era, the market has become increasingly competitive. The Company will enhance its technology integration, strengthen its partnerships with key customers, in order to provide complete and timely technical support, and to meet customer needs and ensure long-term cooperation. In addition, the Company will also actively expand new applications and new markets, and increase product introduction rates, in order to expand the customer base.

3. Enhancing supply chain management

In the face of changes in the global supply chain, the Company will enhance supply chain management in response to the actual situation, and will continue to increase the flexibility of production, in order to ensure that the launch schedule and market demand of new products are simultaneously, and to also optimize the cost structure, thereby improving the overall operating efficiency. Through a variety of supply chain strategies, we aim to reduce reliance on a single region or supplier, in order to reduce the impact of external risks.

In 2025, under the environment of continuous innovation of the global technology industry and the rapid market changes, the management team of the Company will uphold the business principles of active and stable operations. We will focus on technology research and development based on the annual development goals set, actively promote product sales and market development, and improve long-term competitive advantages, in order to achieve sustainable growth momentum. We will also create a new peak of corporate value for our shareholders, employees, and all stakeholders.

Lastly, I would like to extend my warmest wishes of health and success to all shareholders. Thank you.

Chairman and President: Guo Zhao Wang

Vice President: Wang Li-Wei

Accounting Officer: Wang Hui-Mei

Attachment 2

**Genesys Logic, Inc.
Audit Committee's Review Report**

After reviewing the 2024 Business Report, Earnings Distribution Statement, and KPMG-audited Parent Company Only Financial Statements and Consolidated Financial Statements of the Company that were prepared by the Board of Directors, the Audit Committee did not find any non-conformity, and therefore prepared this report by Article 219 of the Company Act for your review.

Yours,

To Genesys Logic, Inc. Annual General Meeting of 2025

Genesys Logic, Inc.

Audit Committee Convener: Tsai Tann-Ching

March 11, 2025

Representation Letter

The entities that are required to be included in the combined financial statements of GENESYS LOGIC, INC. as of and for the year ended December 31, 2024 under the Criteria Governing the Preparation of Affiliation Reports, Consolidated Business Reports, and Consolidated Financial Statements of Affiliated Enterprises are the same as those included in the consolidated financial statements prepared in conformity with International Financial Reporting Standards No. 10, "Consolidated Financial Statements." endorsed by the Financial Supervisory Commission of the Republic of China. In addition, the information required to be disclosed in the combined financial statements is included in the consolidated financial statements. Consequently, GENESYS LOGIC, INC. and Subsidiaries do not prepare a separate set of combined financial statements.

Company name: GENESYS LOGIC, INC.

Chairman: GUO ZHAO WANG

Date: March 11, 2025

Independent Auditors' Report

To the Board of Directors of Genesys Logic, Inc.:

Opinion

We have audited the consolidated financial statements of Genesys Logic, Inc. and its subsidiaries (“the Group”), which comprise the consolidated balance sheet as of December 31, 2024 and 2023, the consolidated statement of comprehensive income, changes in equity and cash flows for the years then ended, and Notes to the consolidated financial statements, including a summary of material accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group 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 with the International Financial Reporting Standards (“IFRSs”), International Accounting Standards (“IASs”), Interpretations developed by the International Financial Reporting Interpretations Committee (“IFRIC”) or the former Standing Interpretations Committee (“SIC”) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of 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 of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Based on our judgment, the key audit matters that should be disclosed in this audit report are as follows:

1. Evaluation of inventory

Please refer to Note 4(h) “Inventory” for the accounting policy, Note 5 “Significant accounting assumptions and judgments, and major sources of estimation uncertainty” and Note 6(e) “Evaluation of inventory” of the consolidated financial statements for further information.

Description of key audit matter:

The Group is primarily involved in the research and development, manufacture and sales of integrated circuit, mainly used in connection devices of various electronic products. As different series or models of electronic products are rapidly being replaced by more sophisticated ones, the inventory of the outdated ones may be affected by causing it to be slow-moving, resulting in the cost of inventory to be higher than the net realized value, whose evaluation of inventory is based on the subjective judgement of the management. Hence, the evaluation of inventory is our key matter.

How the matter was addressed in our audit:

Our principal audit procedures included: understanding the Group’s inventory allowance policy and assessing whether the inventory valuation is consistent with the policy; testing selected inventory samples to check the accuracy of the slow-moving ones; analyzing and comparing the aging of the inventory by periods; reviewing the consistency of the previous net realizable value of the inventory to assess if the method and assumptions are appropriate; reviewing the subsequent sales of the inventories to assess whether the evaluation is reasonable.

Other Matter

Genesys Logic, Inc. has additionally prepared its parent-company-only financial statement 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 Regulations Governing the Preparation of Financial Reports by Securities Issuers and IFRSs, IASs, IFRC, SIC endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance, including the Audit Committee, are responsible for overseeing the Group’s financial reporting process.

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

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

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

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

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

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

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

The engagement partners on the audit resulting in this independent auditors' report are Huang, Yung-Hua and Yu, Sheng-Ho.

KPMG

Taipei, Taiwan (Republic of China)

March 11, 2025

Notes to Readers

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

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

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
GENESYS LOGIC, INC. AND SUBSIDIARIES

Consolidated Balance Sheets

December 31, 2024 and 2023

(Expressed 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	%
Current assets:						Current liabilities:					
1100	Cash and cash equivalents (Note 6(a))	\$ 1,243,793	38	1,109,754	35	2100	Short-term borrowings (Notes 6(j) and 8)	\$ 229,000	7	401,000	13
1170	Accounts receivable, net (Notes 6(d) and (r))	285,511	9	201,652	6	2120	Financial liabilities at fair value through profit or loss - current (Note 6(b) and (k))	95	-	-	-
130X	Inventories (Note 6(e))	382,451	11	627,367	20	2170	Notes and accounts payable	239,879	7	166,530	5
1110	Financial assets at fair value through profit or loss - current (Note 6(b) and (k))	2,389	-	-	-	2201	Wages and salaries payable	210,278	6	152,336	5
1470	Other current assets (Note 6(i))	120,681	4	78,447	3	2305	Other current financial liabilities	79,598	3	58,159	2
1476	Other current financial assets (Note 8)	105,283	3	2,131	-	2321	Bond payables – current portion (Note 6(k))	454,728	14	-	-
		<u>2,140,108</u>	<u>65</u>	<u>2,019,351</u>	<u>64</u>	2399	Other current liabilities (Notes 6(l) and (r))	68,238	2	65,451	2
								<u>1,281,816</u>	<u>39</u>	<u>843,476</u>	<u>27</u>
Non-current assets:						Non-Current liabilities:					
1510	Financial assets at fair value through profit or loss – non-current (Notes 6(b) and (k))	-	-	650	-	2500	Financial liabilities at fair value through profit or loss – non-current (Notes 6(b) and (k))	-	-	2,650	-
1517	Financial assets at fair value through other comprehensive income – non-current (Note 6(c))	73,995	2	9,572	-	2530	Total bonds payable (Note 6(k))	-	-	467,017	15
1600	Property, plant and equipment (Notes 6(f) and 8)	925,808	28	932,205	30	2670	Other non-current liabilities (Notes (l), (m), and (n))	10,072	-	13,571	-
1780	Intangible assets (Notes 6(h))	62,098	2	74,295	2			<u>10,072</u>	<u>-</u>	<u>483,238</u>	<u>15</u>
1840	Deferred tax assets (Note 6(n))	60,325	2	59,773	2		Total liabilities	<u>1,291,888</u>	<u>39</u>	<u>1,326,714</u>	<u>42</u>
1900	Other non-current assets (Notes 6(g), (i) and 8)	30,143	1	52,437	2	Equity attributable to owners of parent (Notes 6(k), (o) and (p)):					
		<u>1,152,369</u>	<u>35</u>	<u>1,128,932</u>	<u>36</u>	3110	Ordinary share	908,536	28	902,792	29
						3200	Capital surplus	333,056	10	315,758	10
							Retained earnings:				
						3310	Legal reserve	262,228	8	252,267	8
						3320	Special reserve	42,628	1	50,214	2
						3350	Unappropriated retained earnings	526,750	16	385,351	12
								<u>831,606</u>	<u>25</u>	<u>687,832</u>	<u>22</u>
						3400	Other equity	(76,907)	(2)	(89,185)	(3)
						36XX	Non-controlling interests	4,298	-	4,372	-
							Total equity	<u>2,000,589</u>	<u>61</u>	<u>1,821,569</u>	<u>58</u>
Total assets		<u>\$ 3,292,477</u>	<u>100</u>	<u>3,148,283</u>	<u>100</u>		Total liabilities and equity	<u>\$ 3,292,477</u>	<u>100</u>	<u>3,148,283</u>	<u>100</u>

See accompanying Notes to financial statements.

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

GENESYS LOGIC, INC. AND SUBSIDIARIES**Consolidated Statements of Comprehensive Income****For the years ended December 31, 2024 and 2023****(Expressed in thousands of New Taiwan Dollars , except for earnings per share)**

		<u>2024</u>		<u>2023</u>	
		<u>Amount</u>	<u>%</u>	<u>Amount</u>	<u>%</u>
4000	Operating revenues (Notes 6(r) and 7)	\$ 3,178,690	100	2,515,564	100
5000	Operating costs (Notes 6(e) and 12)	<u>1,768,498</u>	<u>56</u>	<u>1,452,470</u>	<u>58</u>
	Gross profit from operations	<u>1,410,192</u>	<u>44</u>	<u>1,063,094</u>	<u>42</u>
	Operating expenses (Notes 6(d), (l), (m), (p), (s) and 12)				
6100	Selling expenses	85,276	3	75,508	3
6200	Administrative expenses	206,090	6	162,382	6
6300	Research and development expenses	808,832	25	715,074	28
6450	Impairment loss (impairment gain and reversal of impairment loss) determined in accordance with IFRS9	<u>852</u>	<u>-</u>	<u>(192)</u>	<u>-</u>
		<u>1,101,050</u>	<u>34</u>	<u>952,772</u>	<u>37</u>
	Net operating income	<u>309,142</u>	<u>10</u>	<u>110,322</u>	<u>5</u>
	Non-operating income and expenses:				
7100	Interest income (Note 6(t))	19,026	1	16,243	1
7010	Other income (Notes 6(t) and 7)	1,778	-	6,087	-
7020	Other gains and losses (Notes 6(b, (k), and (u))	36,606	1	(2,533)	-
7050	Finance costs (Notes 6(k) and (l))	<u>(14,891)</u>	<u>(1)</u>	<u>(18,558)</u>	<u>(1)</u>
		<u>42,519</u>	<u>1</u>	<u>1,239</u>	<u>-</u>
7900	Profit before income tax	351,661	11	111,561	5
7950	Less: income tax expenses (Note 6(n))	<u>47,321</u>	<u>1</u>	<u>15,437</u>	<u>1</u>
	Net Income	<u>304,340</u>	<u>10</u>	<u>96,124</u>	<u>4</u>
8300	Other comprehensive income:				
8310	Items that may not be reclassified subsequently to profit or loss:				
8311	Gains on remeasurements of defined benefit plans (Note 6(m))	2,781	-	2,980	-
8316	Unrealized gains (losses) from investments in equity instruments measured at fair value through other comprehensive income (Note 6(v))	<u>(426)</u>	<u>-</u>	<u>7,445</u>	<u>-</u>
	Items that may not be reclassified subsequently to profit or loss	<u>2,355</u>	<u>-</u>	<u>10,425</u>	<u>-</u>
8360	Items that may be reclassified subsequently to profit or loss:				
8361	Exchange differences on translation of foreign statement	1,542	-	143	-
8367	Unrealized gains (losses) from investments in debt instruments measured at fair value through other comprehensive income	<u>(4,310)</u>	<u>-</u>	<u>-</u>	<u>-</u>
	Items that may be reclassified subsequently to profit or loss	<u>(2,768)</u>	<u>-</u>	<u>143</u>	<u>-</u>
8300	Other comprehensive income (after tax)	<u>(413)</u>	<u>-</u>	<u>10,568</u>	<u>-</u>
	Comprehensive income	<u>\$ 303,927</u>	<u>10</u>	<u>106,692</u>	<u>4</u>
	Profit attributable to:				
8610	Shareholders of the parent	\$ 304,469	10	96,636	4
8620	Non-controlling interests	<u>(129)</u>	<u>-</u>	<u>(512)</u>	<u>-</u>
		<u>\$ 304,340</u>	<u>10</u>	<u>96,124</u>	<u>4</u>
	Comprehensive income attributable to:				
8710	Shareholders of the parent	\$ 304,055	10	107,204	4
8720	Non-controlling interests	<u>(128)</u>	<u>-</u>	<u>(512)</u>	<u>-</u>
		<u>\$ 303,927</u>	<u>10</u>	<u>106,692</u>	<u>4</u>
9750	Basic earnings per share (NT dollars) (Note 6(q))	<u>\$</u>	<u>3.37</u>	<u>\$</u>	<u>1.07</u>
9850	Diluted earnings per share (NT dollars) (Note 6(q))	<u>\$</u>	<u>3.29</u>	<u>\$</u>	<u>1.07</u>

See accompanying Notes to financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
GENESYS LOGIC, INC. AND SUBSIDIARIES
Consolidated Statements of Changes in Equity
For the years ended December 31, 2024 and 2023
(Expressed in thousands of New Taiwan Dollars)

	Attributable to owners of parent						Other equity						Total equity
	Retained earnings					Total retained earnings	Exchange differences on translation of foreign financial statements	Unrealized gains (losses) from financial assets at fair value through other comprehensive income	Unearned employees benefit	Total other equity	Total equity attributable to owners of parent	Non-controlling interests	
	Ordinary shares	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings								
Balance at January 1, 2023	\$ 902,792	269,242	210,356	49,572	553,999	813,927	(4,785)	(45,428)	-	(50,213)	1,935,748	3,821	1,939,569
Profit for the year ended December 31, 2023	-	-	-	-	96,636	96,636	-	-	-	-	96,636	(512)	96,124
Other comprehensive income for the year ended December 31, 2023	-	-	-	-	2,980	2,980	143	7,445	-	7,588	10,568	-	10,568
Total comprehensive income for the year ended December 31, 2023	-	-	-	-	99,616	99,616	143	7,445	-	7,588	107,204	(512)	106,692
Appropriation and distribution of retained earnings:													
Legal reserve	-	-	41,911	-	(41,911)	-	-	-	-	-	-	-	-
Special reserve	-	-	-	642	(642)	-	-	-	-	-	-	-	-
Cash dividends on ordinary share	-	-	-	-	(225,698)	(225,698)	-	-	-	-	(225,698)	-	(225,698)
Difference between consideration and carrying amount of subsidiaries acquired or disposed	-	(44)	-	-	(13)	(13)	-	-	-	-	(57)	-	(57)
Share-based payment by subsidiary	-	46,560	-	-	-	-	-	-	(46,560)	(46,560)	-	2,089	2,089
Changes in non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	(1,026)	(1,026)
Balance at December 31, 2023	902,792	315,758	252,267	50,214	385,351	687,832	(4,642)	(37,983)	(46,560)	(89,185)	1,817,197	4,372	1,821,569
Profit for the year ended December 31, 2024	-	-	-	-	304,469	304,469	-	-	-	-	304,469	(129)	304,340
Other comprehensive income for the year ended December 31, 2024	-	-	-	-	2,781	2,781	1,541	(4,736)	-	(3,195)	(414)	1	(413)
Total comprehensive income for the year ended December 31, 2024	-	-	-	-	307,250	307,250	1,541	(4,736)	-	(3,195)	304,055	(128)	303,927
Appropriation and distribution of retained earnings:													
Legal reserve	-	-	9,961	-	(9,961)	-	-	-	-	-	-	-	-
Special reserve	-	-	-	(7,586)	7,586	-	-	-	-	-	-	-	-
Cash dividends on ordinary share	-	-	-	-	(162,504)	(162,504)	-	-	-	-	(162,504)	-	(162,504)
Conversion of convertible bonds	1,754	19,472	-	-	-	-	-	-	-	-	21,226	-	21,226
Difference between consideration and carrying amount of subsidiaries acquired or disposed	-	-	-	-	(972)	(972)	-	-	-	-	(972)	-	(972)
Share-based payment by subsidiary	3,990	(2,174)	-	-	-	-	-	-	15,473	15,473	17,289	1,897	19,186
Changes in non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	(1,843)	(1,843)
Balance at December 31, 2024	\$ 908,536	333,056	262,228	42,628	526,750	831,606	(3,101)	(42,719)	(31,087)	(76,907)	1,996,291	4,298	2,000,589

See accompanying Notes to financial statements.

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

GENESYS LOGIC, INC. AND SUBSIDIARIES**Consolidated Statements of Cash Flows****For the years ended December 31, 2024 and 2023****(Expressed in thousands of New Taiwan Dollars)**

	<u>2024</u>	<u>2023</u>
Cash flows from operating activities:		
Profit before income tax	\$ 351,661	111,561
Adjustments:		
Adjustments to reconcile (profit) loss:		
Depreciation and amortization expense	106,479	111,290
Expected credit loss (reversal gain)	852	(192)
Losses on inventory valuation and obsolescence (reversal gains)	(9,873)	149,765
Interest expense	14,891	18,558
Interest revenue	(19,026)	(16,243)
Compensation cost of share-based payment	19,186	2,089
Net gain on financial assets or liabilities at fair value through profit or loss	(4,294)	(3,050)
Gain on disposal of property, plant and equipment	(3)	-
Total adjustments to reconcile (profit) loss	<u>108,212</u>	<u>262,217</u>
Changes in operating assets and liabilities:		
Accounts receivable	(84,711)	15,940
Inventories	254,789	582,617
Other financial assets and current assets	(45,386)	(2,953)
Notes and accounts payable	73,349	31,440
Other financial liabilities and current liabilities	101,222	(101,209)
Defined benefit liability	1,727	985
Other non-current liabilities	(431)	(432)
Total changes in operating assets and liabilities	<u>300,559</u>	<u>526,388</u>
Total adjustments	<u>408,771</u>	<u>788,605</u>
Cash inflow generated from operations	760,432	900,166
Interest received	18,810	15,266
Interest paid	(5,884)	(18,540)
Income taxes paid	(65,434)	(28,765)
Net cash flows from operating activities	<u>707,924</u>	<u>868,127</u>
Cash flows from investing activities:		
Acquisition of financial assets at fair value through other comprehensive income	(69,286)	-
Acquisition of property, plant and equipment	(70,028)	(70,780)
Proceeds from disposal of property, plant and equipment	3	-
Decrease in guaranteed deposits paid	3,016	-
Increase in other financial assets	(100,000)	-
Decrease (increase) in intangible assets and other non-current assets	3,946	(51,745)
Net cash flows used in investing activities	<u>(232,349)</u>	<u>(122,525)</u>
Cash flows from financing activities:		
Decrease in short-term borrowings	(172,000)	(97,500)
Payment of lease liabilities	(5,156)	(4,080)
Cash dividends paid	(162,504)	(225,698)
Acquisition of ownership interests in subsidiaries	(2,916)	(252)
Change in non-controlling interests	-	(833)
Net cash flows used in financing activities	<u>(342,576)</u>	<u>(328,363)</u>
Effect of exchange rate changes on cash and cash equivalents	<u>1,040</u>	<u>196</u>
Net increase in cash and cash equivalents	134,039	417,435
Cash and cash equivalents at beginning of period	1,109,754	692,319
Cash and cash equivalents at end of period	<u>\$ 1,243,793</u>	<u>1,109,754</u>

See accompanying Notes to financial statements.

Independent Auditors' Report

To the Board of Directors of Genesys Logic, Inc.:

Opinion

We have audited the financial statements of Genesys Logic, Inc. (“the Company”), which comprise the balance sheet as of December 31, 2024 and 2023, the statement of comprehensive income, changes in equity and cash flows for the years then ended, and Notes to the financial statements, including a summary of material accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at 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 Financial Statement Audit and Attestation Engagements of Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. 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 financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Based on our judgment, the key audit matters that should be disclosed in this audit report are as follows:

1. Evaluation of inventory

Please refer to Note 4(g) “Inventory” for the accounting policy, Note 5 “Significant accounting assumptions and judgments, and major sources of estimation uncertainty” and Note 6(e) “Evaluation of inventory” of the financial statements for further information.

Description of key audit matter:

The Company is primarily involved in the research and development, manufacture and sales of integrated circuit, mainly used in connection devices of various electronic products. As different series or models of electronic products are rapidly being replaced by more sophisticated ones, the inventory of the outdated ones may be affected by causing it to be slow-moving, resulting in the cost of inventory to be higher than the net realized value, whose evaluation of inventory is based on the subjective judgement of the management. Hence, the evaluation of inventory is our key matter.

How the matter was addressed in our audit:

Our principal audit procedures included: understanding the Company's inventory allowance policy and assessing whether the inventory valuation is consistent with the policy; testing selected inventory samples to check the accuracy of the slow-moving ones; analyzing and comparing the aging of the inventory by periods; reviewing the consistency of the previous net realizable value of the inventory to assess if the method and assumptions are appropriate; reviewing the subsequent sales of the inventories to assess whether the evaluation is reasonable.

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Regulations Governing the Preparation of Financial Reports by Securities Issuers, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

1. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information on the investments accounted for using the equity method to express an opinion on the 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 financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are Huang, Yung-Hua and Yu, Sheng-Ho.

KPMG

Taipei, Taiwan (Republic of China)
March 11, 2025

Notes to Readers

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

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

(English Translation of Parent Company Only Financial Statements Originally Issued in Chinese)
GENESYS LOGIC, INC.

Statements of Comprehensive Income

For the years ended December 31, 2024 and 2023

(Expressed in thousands of New Taiwan Dollars , except for earnings per share)

		2024		2023	
		Amount	%	Amount	%
4000	Operating revenues (Notes 6(t) and 7)	\$ 3,139,210	100	2,492,716	100
5000	Operating costs (Notes 6(e) and 12)	<u>1,743,529</u>	<u>56</u>	<u>1,447,779</u>	<u>58</u>
	Gross profit from operations	<u>1,395,681</u>	<u>44</u>	<u>1,044,937</u>	<u>42</u>
	Operating expenses (Notes 6(d), (n), (o), (u), 7 and 12)				
6100	Selling expenses	83,626	3	72,237	3
6200	Administrative expenses	197,686	6	152,888	6
6300	Research and development expenses	780,241	25	688,904	28
6450	Impairment loss (impairment gain and reversal of impairment loss) determined in accordance with IFRS9	<u>782</u>	<u>-</u>	<u>(298)</u>	<u>-</u>
		<u>1,062,335</u>	<u>34</u>	<u>913,731</u>	<u>37</u>
	Net operating income	<u>333,346</u>	<u>10</u>	<u>131,206</u>	<u>5</u>
	Non-operating income and expenses:				
7100	Interest income (Note 6(v))	17,246	1	15,015	1
7010	Other income (Notes 6(v) and 7)	2,887	-	7,082	-
7020	Other gains and losses, net (Notes 6(b) and (w))	37,642	1	2,507	-
7060	Share of loss of subsidiaries, associates and joint ventures accounted for using equity method, net	<u>(24,922)</u>	<u>(1)</u>	<u>(26,488)</u>	<u>(1)</u>
7050	Finance costs (Notes 6(m) and (n))	<u>(14,745)</u>	<u>-</u>	<u>(18,519)</u>	<u>(1)</u>
		<u>18,108</u>	<u>1</u>	<u>(20,403)</u>	<u>(1)</u>
7900	Profit before income tax	351,454	11	110,803	4
7950	Less: income tax expenses (Note 6(p))	<u>46,985</u>	<u>1</u>	<u>14,167</u>	<u>1</u>
	Net Income	<u>304,469</u>	<u>10</u>	<u>96,636</u>	<u>3</u>
8300	Other comprehensive income:				
8310	Items that may not be reclassified subsequently to profit or loss:				
8311	Gains on remeasurements of defined benefit plans (Note 6(o))	2,781	-	2,980	-
8316	Unrealized gains (losses) from investments in equity instruments measured at fair value through other comprehensive income (Note 6(x))	<u>(426)</u>	<u>-</u>	<u>7,445</u>	<u>-</u>
	Items that may not be reclassified subsequently to profit or loss	<u>2,355</u>	<u>-</u>	<u>10,425</u>	<u>-</u>
8360	Items that may be reclassified subsequently to profit or loss:				
8361	Exchange differences on translation of foreign statement	1,541	-	143	-
8367	Unrealized gains (losses) from investments in debt instruments measured at fair value through other comprehensive income	<u>(4,310)</u>	<u>-</u>	<u>-</u>	<u>-</u>
	Items that may be reclassified subsequently to profit or loss	<u>(2,769)</u>	<u>-</u>	<u>143</u>	<u>-</u>
8300	Other comprehensive income (after tax)	<u>(414)</u>	<u>-</u>	<u>10,568</u>	<u>-</u>
	Comprehensive income	<u>\$ 304,055</u>	<u>10</u>	<u>107,204</u>	<u>3</u>
9750	Basic earnings per share (NT dollars) (Note 6(s))	<u>\$ 3.37</u>		<u>1.07</u>	
9850	Diluted earnings per share (NT dollars) (Note 6(s))	<u>\$ 3.29</u>		<u>1.07</u>	

See accompanying Notes to financial statements.

(English Translation of Parent Company Only Financial Statements Originally Issued in Chinese)
GENESYS LOGIC, INC.

Statements of Changes in Equity
For the years ended December 31, 2024 and 2023
(Expressed in thousands of New Taiwan Dollars)

	Retained earnings						Other equity				Total equity
	Ordinary shares	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Total retained earnings	Exchange differences on translation of foreign financial statements	Unrealized gains (losses) from financial assets at fair value through other comprehensive income	Unearned employees benefit	Total other equity	
Balance at January 1, 2023	\$ 902,792	269,242	210,356	49,572	553,999	813,927	(4,785)	(45,428)	-	(50,213)	1,935,748
Profit for the year ended December 31, 2023	-	-	-	-	96,636	96,636	-	-	-	-	96,636
Other comprehensive income for the year ended December 31, 2023	-	-	-	-	2,980	2,980	143	7,445	-	7,588	10,568
Total comprehensive income for the year ended December 31, 2023	-	-	-	-	99,616	99,616	143	7,445	-	7,588	107,204
Appropriation and distribution of retained earnings:											
Legal reserve	-	-	41,911	-	(41,911)	-	-	-	-	-	-
Special reserve	-	-	-	642	(642)	-	-	-	-	-	-
Cash dividends on ordinary share	-	-	-	-	(225,698)	(225,698)	-	-	-	-	(225,698)
Difference between consideration and carrying amount of subsidiaries acquired or disposed	-	(44)	-	-	(13)	(13)	-	-	-	-	(57)
Share-based payments	-	46,560	-	-	-	-	-	-	(46,560)	(46,560)	-
Balance at December 31, 2023	902,792	315,758	252,267	50,214	385,351	687,832	(4,642)	(37,983)	(46,560)	(89,185)	1,817,197
Profit for the year ended December 31, 2024	-	-	-	-	304,469	304,469	-	-	-	-	304,469
Other comprehensive income for the year ended December 31, 2024	-	-	-	-	2,781	2,781	1,541	(4,736)	-	(3,195)	(414)
Total comprehensive income for the year ended December 31, 2024	-	-	-	-	307,250	307,250	1,541	(4,736)	-	(3,195)	304,055
Appropriation and distribution of retained earnings:											
Legal reserve	-	-	9,961	-	(9,961)	-	-	-	-	-	-
Special reserve	-	-	-	(7,586)	7,586	-	-	-	-	-	-
Cash dividends on ordinary share	-	-	-	-	(162,504)	(162,504)	-	-	-	-	(162,504)
Conversion of convertible bonds	1,754	19,472	-	-	-	-	-	-	-	-	21,226
Difference between consideration and carrying amount of subsidiaries acquired or disposed	-	-	-	-	(972)	(972)	-	-	-	-	(972)
Share-based payments	3,990	(2,174)	-	-	-	-	-	-	15,473	15,473	17,289
Balance at December 31, 2024	\$ 908,536	333,056	262,228	42,628	526,750	831,606	(3,101)	(42,719)	(31,087)	(76,907)	1,996,291

See accompanying Notes to financial statements.

(English Translation of Parent Company Only Financial Statements Originally Issued in Chinese)

GENESYS LOGIC, INC.**Statements of Cash Flows****For the years ended December 31, 2024 and 2023****(Expressed in thousands of New Taiwan Dollars)**

	<u>2024</u>	<u>2023</u>
Cash flows from operating activities:		
Profit before income tax	\$ 351,454	110,803
Adjustments:		
Adjustments to reconcile (profit) loss:		
Depreciation and amortization expense	90,884	103,067
Expected credit loss (reversal gain)	782	(298)
Losses on inventory valuation and obsolescence (reversal gains)	(11,867)	149,595
Interest expense	14,745	18,519
Interest revenue	(17,246)	(15,015)
Compensation cost of share-based payment	16,536	-
Net gain on financial assets or liabilities at fair value through profit or loss	(4,294)	(3,050)
Share of loss of subsidiaries, associates and joint ventures accounted for using equity method	24,922	26,488
Gain on disposal of property, plant and equipment	(3)	-
Total adjustments to reconcile (profit) loss	<u>114,459</u>	<u>279,306</u>
Changes in operating assets and liabilities:		
Accounts receivable	(107,981)	(14,137)
Inventories	258,194	588,192
Other financial assets and current assets	(46,821)	(8,951)
Notes and accounts payable	73,349	31,440
Other financial liabilities and current liabilities	102,491	(101,082)
Defined benefit liability	1,727	985
Other non-current liabilities	(433)	(432)
Total changes in operating assets and liabilities	<u>280,526</u>	<u>496,015</u>
Total adjustments	<u>394,985</u>	<u>775,321</u>
Cash inflow generated from operations	746,439	886,124
Interest received	17,030	14,038
Interest paid	(5,738)	(18,501)
Income taxes paid	(64,819)	(27,357)
Net cash flows from operating activities	<u>692,912</u>	<u>854,304</u>
Cash flows from investing activities:		
Acquisition of financial assets at fair value through other comprehensive income	(69,286)	-
Acquisition of investments accounted for using equity method	(19,410)	-
Proceeds from disposal of investments accounted for using equity method	-	6,300
Acquisition of property, plant and equipment	(56,564)	(57,624)
Proceeds from disposal of property, plant and equipment	3	-
Decrease in guaranteed deposits paid	3,038	-
Increase in other financial assets	(100,000)	(109)
Decrease (increase) in intangible assets and other non-current assets	6,100	(51,610)
Net cash flows used in investing activities	<u>(236,119)</u>	<u>(103,043)</u>
Cash flows from financing activities:		
Decrease in short-term borrowings	(172,000)	(97,500)
Payment of lease liabilities	(1,610)	(802)
Cash dividends paid	(162,504)	(225,698)
Acquisition of ownership interests in subsidiaries	(2,916)	(252)
Net cash flows used in financing activities	<u>(339,030)</u>	<u>(324,252)</u>
Net increase in cash and cash equivalents	117,763	427,009
Cash and cash equivalents at beginning of period	962,261	535,252
Cash and cash equivalents at end of period	<u>\$ 1,080,024</u>	<u>962,261</u>

See accompanying Notes to financial statements.

Attachment 4

Genesys Logic, Inc.

Article No.	Amended Cause	Current provisions	Reason of Amendment
Article 20	<p>If the Company makes profits during the year (i.e., profits before tax inclusive of remuneration to be distributed to employees and directors), no less than 5% of such profits shall be appropriated as employee remuneration, <u>and among which no less than 0.5% of such employee remuneration shall be appropriated as remuneration of entry-level employees</u>, and no more than 5% of such profits shall be allocated as director remuneration. However, if the Company is still in accumulated losses (including adjustment made through unappropriated earnings), an amount equal to such losses must be reserved in the first place. Employee remuneration may be distributed in cash or shares. Those eligible for employee remuneration as mentioned in the preceding paragraph shall also include the employees of a subsidiary or affiliate who meet certain criteria. Such criteria shall be formulated by the Board of Directors.</p>	<p>If the Company makes profits during the year (i.e., profits before tax inclusive of remuneration to be distributed to employees and directors), no less than 5% of such profits should be appropriated as employee remuneration and no more than 5% of such profits shall be allocated as director remuneration. However, if the Company is still in accumulated losses (including adjustment made through unappropriated earnings), an amount equal to such losses must be reserved in the first place. Employee remuneration may be distributed in cash or shares. Those eligible for employee remuneration as mentioned in the preceding paragraph shall also include the employees of a subsidiary or affiliate who meet certain criteria. Such criteria shall be formulated by the Board of Directors.</p>	<p>According to Paragraph 6 of Article 14 of the Securities and Exchange Act and Jin-Guan-Zheng-Fa-Zi No. 1130385442 Decree, the Articles of Incorporate shall specify the appropriation of a certain percentage of annual earnings as the salary adjustment or remuneration distribution for entry-level employees. Relevant clause of Article 20 of the “Articles of Incorporation” of the Company is amended. The percentage of employee remuneration distribution to entry-level employees is included in the Articles of Incorporation.</p>
Article 23	<p>The 1st amendment of the Articles of Incorporation was made on May 20, 1997. The 2nd amendment was made on February 26, 1998. The 3rd amendment was made on June 22, 1999. The 4th amendment was made on April 11, 2000. The 5th amendment was made on April 25, 2001. The 6th amendment was made on May 9, 2002. The 7th amendment was made on June 5, 2003. The 8th amendment was made on June 18, 2004. The 9th amendment was made on June</p>	<p>The 1st amendment of the Articles of Incorporation was made on May 20, 1997. The 2nd amendment was made on February 26, 1998. The 3rd amendment was made on June 22, 1999. The 4th amendment was made on April 11, 2000. The 5th amendment was made on April 25, 2001. The 6th amendment was made on May 9, 2002. The 7th amendment was made on June 5, 2003. The 8th amendment was made on June 18, 2004. The 9th amendment was made on June</p>	<p>Due to the amendment of Article 20 of the Articles of Incorporation, the date of amendment was added.</p>

Article No.	Amended Cause	Current provisions	Reason of Amendment
	<p>9, 2005. The 10th amendment was made on June 14, 2006. The 11th amendment was made on June 13, 2008. The 12th amendment was made on June 18, 2010. The 13th amendment was made on June 15, 2012. The 14th amendment was made on June 24, 2005. The 15th amendment was made on June 21, 2016. The 16th amendment was made on June 16, 2017. The 17th amendment was made on June 18, 2019. The 18th amendment was made on June 12, 2020. The 19th amendment was made on August 4, 2021. The 20th amendment was made on June 15, 2023.</p> <p><u>The 21st amendment was made on June 11, 2025.</u></p>	<p>9, 2005. The 10th amendment was made on June 14, 2006. The 11th amendment was made on June 13, 2008. The 12th amendment was made on June 18, 2010. The 13th amendment was made on June 15, 2012. The 14th amendment was made on June 24, 2005. The 15th amendment was made on June 21, 2016. The 16th amendment was made on June 16, 2017. The 17th amendment was made on June 18, 2019. The 18th amendment was made on June 12, 2020. The 19th amendment was made on August 4, 2021. The 20th amendment was made on June 15, 2023.</p>	

Appendix 1

Genesys Logic, Inc. Rules of Procedure for Shareholders' Meeting

Article 1. The Company's shareholders' meetings shall be subject to these Rules, unless the law or the Company's Articles of Incorporation provides otherwise. Any changes to the convening method of a shareholders' meeting shall be resolved by the board of directors and may not be later than sending the meeting notice of the shareholders' meeting.

Article 2. The Company shall specify in its shareholders' meeting notices the time during which attendance registrations for shareholders, solicitors and proxies (collectively "shareholders") will be accepted, the place to register for attendance, and other matters for attention.

The time during which shareholder attendance registrations will be 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. 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.

Attending shareholders may hand in a sign-in card in lieu of signing in.

Shareholders wishing to attend the meeting online shall register with the Company two days before the meeting date.

The number of shares in attendance shall be calculated according to the shares indicated by the sign-in cards handed in, or the shares checked in on the virtual meeting platform, plus the number of shares whose voting rights are exercised by correspondence or electronically.

Article 3. Attendance in a shareholder meeting shall be calculated based on the number of shares.

Article 4. 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 may begin no earlier than 9 a.m. and no later than 3 p.m.

When the Company convenes the video shareholders' meetings, the restrictions of convention location in the preceding paragraph does not apply.

Article 5. Shareholders meetings convened by the board of directors shall be chaired by the Chairman of the board of directors. When the Chairman of the board of directors is on leave or for any reason unable to exercise the powers of the Chairman, the Chairman shall appoint a director act as chair. Where the Chairman does not make such a designation, the directors shall select from among themselves one person to serve as chair.

Shareholders' meetings convened by a person with the power to convene shall be chaired by the convener.

Article 6. The Company may appoint lawyers, CPA, or related personnel to attend the shareholder meeting.

The personnel administering the shareholder meeting should wear identification cards or armbands.

Article 7. The meeting process shall be audio or video recorded without interruption, and such

videos and audio shall be kept for at least one year.

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.

The information and audio and video recording in the preceding paragraph shall be properly kept by the Company during the entirety of its existence.

Article 8. The chair shall call the meeting to order at the appointed meeting time and disclose information concerning the number of nonvoting shares and number of shares represented by shareholders attending the meeting.

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 one 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. In the event of a virtual shareholders meeting, the Company shall also declare the meeting adjourned at the virtual meeting platform.

If the quorum is not met after two postponements as referred to in the 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 Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within one month. In the event of a virtual shareholders meeting, shareholders intending to attend the meeting online shall re-register to the Company.

When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders meeting pursuant to Article 174 of the Company Act.

Article 9. If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution.

The provisions of the preceding paragraph apply mutatis mutandis to a shareholders meeting convened by a party with the power to convene that is not the board of directors.

The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions).

After close of the said meeting, shareholders shall not elect another chair to hold another meeting at the same place or at any other place.

Article 10. Before speaking, an attending shareholder must specify the speech's subject on a speaker slip, his or her shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair.

An attending shareholder who has submitted a speaker slip but does not actually speak shall be deemed to have not spoken.

When the speech's content does not correspond to the subject given on the speaker slip, the spoken content shall prevail.

When an attending shareholder is speaking, other shareholders must not speak or interrupt unless they have sought and obtained the chair's consent and the speaking shareholder; the chair should stop any violation.

Article 11. Except with the consent of the chair, a shareholder may not speak more than twice on

the same proposal, and a single speech may not exceed 5 minutes.

If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.

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. Article 10, Article 11, Paragraph 1, and Article 12, Paragraph 2 do not apply.

Article 12. When a juristic person is appointed to attend a shareholders' meeting as proxy, it may designate only one person to represent it in the meeting.

When a juristic-person shareholder appoints two or more representatives to attend a shareholder meeting, only one person may speak on the same proposal.

Article 13. After an attending shareholder speaks, the chairman shall personally answer or designate a person to answer.

Article 14. When the chair considers that the discussion for a motion has reached the extent for making a resolution, he may announce discontinuance of the discussion and submit the motion for resolution.

Article 15. The personnel monitoring the vote and the personnel counting the votes shall be designated by the chair. However, the personnel monitoring the vote shall be a shareholder.

The voting results shall be reported on-site, and recorded.

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.

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.

Shareholder who exercise voting rights by correspondence or electronic means but fail to revoke the the voting rights already exercised under the preceding paragraph shall be deemed to have attended the Shareholders' Meeting but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting; except for extraordinary motions, they may 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.

Article 16. During the proceedings of a meeting, the chair may consider the schedule and announce for a break.

Article 17. When the Company holds a shareholder meeting, it shall adopt exercise of voting rights by electronic means and may adopt exercise of voting rights by correspondence. The manner in which voting rights are exercised shall be in accordance with the provisions of the Company Act and requirements of the competent authority.

Unless otherwise required by the Company Act and by the Company's Articles of Incorporation, the approval of a proposal shall require an affirmative vote of a majority of the attending shareholders' voting rights.

At the time of the vote, if there is no objection after the chairperson's inquiry, the motion shall be regarded as passed, and it shall bear the same effectiveness as that of voting.

Article 18. When there is an amendment or an alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to the vote.

When anyone is approved, the other proposals will then be deemed rejected, and no further voting shall be required.

Article 19. The chair may direct proctors or security personnel to help maintain order in the meeting place. Proctors or security officers, when maintaining order at the scene, should wear armbands with the word "Proctor."

Article 20. These Rules will be implemented after approval by a shareholders' meeting, and the same applies to amendments.

These Rules were formulated on June 22, 1999. The 1st revision was made on May 9, 2002; the 2nd revision on June 16, 2017; the 3rd revision on August 4, 2021; the 4th revision on June 15, 2023

Appendix 2

Genesys Logic, Inc.
Articles of Incorporation

Chapter 1 General Provisions

Article 1. The Company is a company limited by shares that is duly incorporated under the Company Act of the Republic of China, and shall be named “創惟科技股份有限公司” in Chinese and “Genesys Logic, Inc.” in English.

Article 2. The Company’s business scope is as follows:

1. CC01080 Electronics Components Manufacturing
2. I501010 Product Designing
3. I301010 Information Software Services
4. I301020 Data Processing Services
5. F401010 International Trade
6. CC01110 Computer and Peripheral Equipment Manufacturing
7. CC01120 Data Storage Media Manufacturing and Duplicating
8. F113050 Wholesale of Computers and Clerical Machinery Equipment
9. F118010 Wholesale of Computer Software
10. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3. The Company is headquartered in New Taipei City, and may set up a branch company at home or abroad subject to the resolution of its Board of Directors.

Article 4. The Company may make guarantee or reinvestment if its business requires so. The total amount of such reinvestment is not subject to the reinvestment cap specified in Article 13 of the Company Act, except where the law states otherwise.

Chapter 2 Shares

Article 5. The Company’s capital stock shall be NT\$1.23 billion divided into 123 million registered common shares (including 15 million shares available for subscription by employees who exercise their stock warrants) at NT\$10 per share, and may be issued in installments if deemed necessary by the Board of Directors.

Article 5-1: If the subscription price of employee stock warrants is lower than the closing price of the Company’s common shares on the issuance date, the Company may make such issuance only after obtaining an approval by an affirmative supermajority vote cast by shareholders present representing two third or more of total number of votes at a Shareholders' Meeting attended by shareholders representing half or more of total issued shares.

Article 5-2: The Company wishing to transfer repurchased shares to employees at a price lower than the repurchase price may do so only after obtaining an approval by an affirmative supermajority vote cast by shareholders present representing two third or more of total number of votes at a Shareholders' Meeting attended by shareholders representing half or more of total issued shares.

Article 5-3: Employees entitled to the treasury shares that the Company purchased in accordance with laws include employees of a controlled or affiliated company who meet certain criteria.
Employees entitled to the Company’s employee stock warrants include employees of a controlled or affiliated company who meet certain criteria.
Employees entitled to the Company’s newly issued shares include employees of a controlled or affiliated company who meet certain criteria.
Employees entitled to the Company’s restricted stock units (RSU) include employees of a controlled or affiliated company who meet certain criteria.
As for the “employees of a controlled or affiliated company who meet certain criteria” mentioned in this paragraph, the “certain criteria” shall be set by the Board of Directors.

Article 6. All of the Company’s shares shall be registered ones, and shall bear a serial number and the signature or seal of the director representing the Company, and may be issued after being duly certified or authenticated by a bank which is competent to certify shares under the laws. Shares issued by the Company need not take the form of printed share certificates; however, the Company shall register the issued shares with a centralized securities depository enterprise.

Article 7. Registration for transfer of shares shall be suspended sixty (60) days immediately before the date of the Annual General Meeting, thirty (30) days immediately before the date of any Extraordinary General Meeting, and within five (5) days before the record date for distributing dividend, bonus, or any other benefits.

Article 8. Article 8:Unless otherwise specified in law, the Company’s stock affairs shall be carried out according to the Regulations Governing the Administration of Shareholder Services of Public Companies promulgated by the competent authority.

Chapter 3 Shareholder Meeting

Article 9. The Company’s shareholders’ meeting shall be of two types, namely, Annual General Meeting and Extraordinary General Meeting. An Annual General Meeting is convened once a year within six months after the end of each fiscal year. An Extraordinary General Meeting can be convened at any time when necessary.

The meetings mentioned in the preceding paragraph may be held by video conferencing or other methods promulgated by the central competent authority. A shareholder taking part in a shareholders' meeting by video conference shall be deemed to have attended in person.

Article 10. If a shareholder is not able to attend the shareholders’ meeting in person for any reason, he/she may designate a proxy to attend the shareholders' meeting by executing the proxy form printed by the Company and stating on the proxy form the scope of authorization. Attendance by proxy shall be based on the “Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies” promulgated by the competent authority, except under the circumstances specified in Article 177 of the Company Act.

Article 11. Each shareholder of the Company is entitled to one vote for each share in possession,

unless the Company Act provides otherwise.

When the Company holds a shareholder meeting, it shall adopt exercise of voting rights by electronic means and may adopt exercise of voting rights by correspondence. The manner in which voting rights are exercised shall be in accordance with the provisions of the Company Act and requirements of the competent authority.

- Article 12. Resolutions at a shareholders' meeting shall be adopted by a majority vote of the shareholders present, who represent more than one-half of the total number of voting shares, unless the Company Act provides otherwise.

Chapter 4 Board of Directors and the Audit Committee

- Article 13. The Company shall have 7~9 directors (including independent directors), who shall be elected under the candidate nomination system by the Shareholders' Meeting from among the director candidate short list for a term of three years, and may continue to hold office if re-elected.

Of the number of directors mentioned in the preceding paragraph, the number of independent directors shall not be less than 3; independent directors shall be elected from among those on the list of candidates for independent directors. Regulations governing the professional qualifications, restrictions on shareholdings and concurrent positions held, assessment of independence, method of nomination and election, and other matters for compliance with respect to independent directors shall be carried out by applicable laws and regulations.

The Company shall establish an Audit Committee, which shall consist of all independent directors. The committee is responsible for carrying out the duties assigned to supervisors by the Company Act, Securities and Exchange Act, and other laws and regulations.

The Audit Committee's number of staff, term of office, duties, and meeting rules shall be based on applicable laws and regulations.

Directors shall be elected in accordance with Article 198 of the Company Act, with independent and non-independent directors elected at the same time, but in separately calculated numbers. A candidate to whom the ballots cast represent a prevailing number of votes shall be deemed an independent director-elect and non-independent director-elect.

The Company shall pay directors for their performance of duties for the Company, regardless of whether the Company is in profit or loss. The Board of Directors is authorized to determine the compensation based on their extent of participation in the Company's operations and contribution to the Company; however, such compensation shall not exceed the highest salary bracket set forth in the Company's regulations for salary determination. If the Company has earnings, profit-sharing compensation shall be appropriated according to Article 20.

- Article 14. The Board of Directors shall be composed of directors. A chairman of the Board of Directors shall be elected from among the directors by a majority vote at a Board of Directors meeting attended by two thirds or more of all directors. The chairman represents the Company externally. If the Chairman of the Board is unable to exercise his/her powers for any reason, an acting chairman shall be elected in accordance with Article 208 of the Company Act.

A Board of Directors meeting is held every three months, and may be held ad hoc if

necessary.

Article 14-1: Convention of a Board of Directors meeting shall be notified to each director at least 7 days prior to the meeting date. In emergency circumstances, however, a meeting may be called at shorter notice.

The meeting notice mentioned in the preceding paragraph shall specify the purposes of convention, and shall be delivered by correspondence, e-mail, or fax.

Article 15. Except as otherwise stated in the Company Act, a resolution on a matter at a board of directors meeting requires the approval of a majority of the directors present at the meeting that shall be attended by a majority of all directors. In case a director is unable to attend a Board of Directors meeting for any reason, the director may, by executing a proxy form specifying the purposes of convention and the scope of authorization, designate a proxy to attend. However, a proxy may not be a proxy for two or more directors at the same time.

Article 16. The Company's Board of Directors may set up other functional committees, whose charter shall be formulated by the Board of Directors.

Article 17. The Company may purchase liability insurance for directors and managers.

Chapter 5 Managerial officer

Article 18. The Company shall have one president whose appointment, dismissal and remuneration shall be in accordance with Article 29 of the Company Act.

Chapter 6 Accounting

Article 19. The Company's fiscal year shall be from January 1 through December 31 annually. At the end of each fiscal year, the Board of Directors shall prepare the following documents and submit them to the Annual General Meeting for adoption as required by law.

(I) Business report.

(II) Financial statements.

(III) Earnings distribution or losses make-up proposal.

Article 20. If the Company makes profits during the year (i.e., profits before tax inclusive of remuneration to be distributed to employees and directors), no less than 5% of such profits should be appropriated as employee remuneration and no more than 5% of such profits shall be allocated as director remuneration. However, if the Company is still in accumulated losses (including adjustment made through unappropriated earnings), an amount equal to such losses must be reserved in the first place.

Employee remuneration may be distributed in cash or shares; those eligible for employee remuneration as mentioned in the preceding paragraph shall also include the employees of a subsidiary or affiliate who meet certain criteria. Such criteria shall be formulated by the Board of Directors.

Article 21. If the Company has earnings after the annual final accounting, such earnings shall be used to pay tax and make up for prior losses; thereafter, 10% of the remaining earnings shall be set aside as legal reserves, except when the legal reserves have reached the paid-in capital. Then, special reserves shall be proved or reversed according to law or the competent authority's regulations. The remaining earnings, if any, shall be added to the opening balance of unappropriated earnings, and the sum shall be taken by the Board of Directors to draft an earnings distribution proposal according to the Company's dividend policy. Earnings to be distributed in stock shall be approved by the Shareholders' Meeting through a resolution in the first place.

As required by the Company Act, the Company authorizes its Board of Directors to distribute distributable shareholder dividends, or part or all legal reserves and capital reserves specified in Article 241, Paragraph 1 of the Company Act, in cash, subject to a resolution achieved by a majority vote at a Board of Directors meeting attended by two third or more of all directors; such resolution shall be reported to the Shareholders' Meeting.

The board of directors determines the Company's dividend policy in consideration of elements such as business planning, investment plans, capital budgets, and alterations in internal and external environment. Since the Company is mainly engaged in the semiconductor industry and is currently at the growth stage, the Company factors in future operational expansion and required cash flows when determining the distribution of dividends. Shareholder dividends may be distributed in either cash or shares; however, cash dividends shall not be less than 10% of total shareholder dividends distributed in the year.

In the event of absence of earnings for distribution, or earnings substantially lower than the earnings actually distributed in the previous year, or out of financial, business, and operational considerations, the Company may distribute reserves, in part or in whole, according to law or the competent authority's regulations.

Chapter 7 Supplementary provisions

Article 22. Matters not provided in these Articles of Incorporation shall be handled by the Company Act and other applicable laws.

Article 23. The 1st revision of the Articles of Incorporation was made on May 20, 1997; the 2nd revision on February 26, 1998; the 3rd revision on June 22, 1999; the 4th revision on April 11, 2000; the 5th on April 25, 2001; the 6th revision on May 9, 2002; the 7th revision on June 5, 2003.; the 8th revision on June 18, 2004; the 9th revision on June 9, 2005; the 10th revision on June 14, 2006; The 11th revision on June 13, 2008; the 12th revision on June 18, 2010; the 13th revisions on June 15, 2012; the 14th revision on June 24, 2005; the 15th revision on June 21, 2016; the 16th revision on June 16, 2017; the 17th revision on June 18, 2019; the 18th revision on June 12, 2020; the 19th revision on August 4, 2021; the 20th revision on June 15, 2023.

Appendix 3

Genesys Logic, Inc.

Shareholding of all directors as a whole

Record date: April 13, 2025

Title	Name	Date elected	Shareholding when elected			Shareholding now		
			Type	Number of shares	As a percentage of the issue (%)	Type	Number of shares	As a percentage of the issue (%)
Chairperson	Guo-Zhao Wang	2024.06.13	Common stock	506,681	0.59%	Common stock	636,681	0.70%
Director	Chin Man-Ping	2024.06.13	Common stock	5,477,815	6.04%	Common stock	5,477,815	6.02%
Director	Shiding Co., Ltd.	2024.06.13	Common stock	484,267	0.53%	Common stock	484,267	0.53%
Director	Guoyu Investment Co., Ltd.	2024.06.13	Common stock	1,056,000	1.16%	Common stock	1,056,000	1.16%
Independent director	Tsai Tann-Ching	2024.06.13	Common stock	0	0.00%	Common stock	0	0.00%
Independent director	Wang Sung-Yuan	2024.06.13	Common stock	0	0.00%	Common stock	0	0.00%
Independent director	Shao Yi-Yuan	2024.06.13	Common stock	0	0.00%	Common stock	0	0.00%
Independent director	Ming-Te Hsieh	2024.06.13	Common stock	0	0.00%	Common stock	0	0.00%
Independent director	Shang-Wu Yu	2024.06.13	Common stock	0	0.00%	Common stock	0	0.00%
Total			Common stock	7,524,763		Common stock	7,654,763	

Total number of issued shares as of April 15, 2024: 90,679,957 shares

Total number of issued shares as of April 13, 2025: 91,027,474 shares

Note: The Company's directors as a whole are legally required to hold at least 7,282,198 shares, and held 7,654,763 shares as of April 13, 2025.

The Company has an Audit Committee. There is no compliance issue about the number of shares legally required to be held by supervisors.

◎ Shareholding by independent directors did not count towards shareholding by directors.