Stock Code：3527

Macroblock, Inc.

2025 Annual Shareholders' Meeting

Meeting Handbook

June 18, 2025

I. MEETING AGENDA

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II. APPENDICES

THIS IS A TRANSLATION OF THE AGENDA FOR THE 2025 ANNUAL GENERAL SHAREHOLDERS' MEETING OF MACROBLOCK, INC. THE TRANSLATION IS FOR REFERENCE ONLY. IF THERE IS ANY DISCREPANCY BETWEEN THE ENGLISH VERSION AND CHINESE VERSION, THE CHINESE VERSION SHALL PREVAIL.

I. Meeting Agenda

Macroblock, Inc.
2025 Annual General Shareholders' Meeting Agenda

Means of meeting: physical shareholders meeting
Meeting Time: 9am Thursday, June 18, 2025
Place: 10F., No.18, Puding Rd., East Dist., Hsinchu City 300 (Macroblock's meeting room)

Report Items

1. 2024 Business Report
2. 2024 Audit Committee's Review Report
3. To report on the distribution of cash dividends of 2024 Earnings
4. To report on the remuneration of employees and directors for the year 2024
5. To report on the status of the issuance of securities in private placement approved in year 2024

Approval Item

Adoption of 2024 Business Reports, Financial Statements and Earnings Distribution

Discussions

1. Proposal for Amendments to the Company's "Articles of Incorporation"
2. Proposal for Amendments to the Company's "Procedures for Acquisition or Disposal of Assets"
3. To approve issuance of new common shares for cash in public offering and/or private placement
4. To approve Restricted Stock Awards Issuance Plan
5. To remove restrictions against competing business for the legal representative of institutional director

Extemporary Motion

Adjournment

Report Items

1. 2024 Business Report

Explanation:

The 2024 Business Report is attached as pp. [11-13], Attachment 1.

2. 2024 Audit Committee's Review Report

Explanation:

The 2024 Audit committee's Review Report is attached as pp. [14], Attachment 2.

3. To report on the distribution of cash dividends of 2024 Earnings

Explanation:

(1) According to the Articles of Incorporation of the Company, the distribution of cash dividends may be authorized by the board of directors to make a resolution and reported to the shareholders' meeting.
(2) The company has passed the resolution of the board of directors on March 6, 2025 to distribute cash dividends from Accumulated distributable surplus. Total NT$88,890,250, with NT$2 per share. The Chairman of Board of Directors shall be fully authorized to set the issuance baseline date and related details.
(3) In the event that if the Company repurchase the shares or transfer of treasury stock or issue new shares on a later date, to the extent that it affects the number of outstanding shares and the dividend distribution ratio, the Chairman of Board of Directors is authorized to adjust the ratio of dividend.

4. To report on the remuneration of employees and directors for the year 2024

Explanation:

(1) According to the "Articles of Incorporation", the compensation of directors shall be NT$566,190 and employee bonus shall be NT$1,132,377, to be distributed in cash.

(2) Employee bonus shall only be distributed to full-time employees. The amount of its distribution shall be considered in conjunction with seniority, rank, job performance, contribution and special achievements. The Chairman of Board of Directors shall be authorized to deal with relevant matters.

5. To report on the status of the issuance of securities in private placement approved in year 2024

Explanation:

In order to invest in equipment and related technologies of high-end technology products, enriche working capital, improve financial structure and/ or to meet other capital needs for the Company's long-term development, the private placement of ordinary shares with a maximum of 4,000,000 shares was approved at the ordinary shareholders meeting on June 20, 2024, which will expire on June 19, 2025, due to the overall strategy and financial considerations, the decision will not be processed.

Approval Item

1. Adoption of 2024 Business Reports, Financial Statements and Earnings Distribution

(Proposed by the Board)

Explanation:

(1) The Company's 2024 consolidated financial statements and Individual financial statements were audited by CPA Lin Cheng Chih and CPA Huang Yu Feng of Deloitte & Touche, and expressed as unmodified opinion. These reports including business report were examined by the Audit committee of Macroblock, Inc.

(2) Please refer to the Meeting Handbook, pp. [11-13], Attachment 1 and pp. [15-34], Attachment 3&4 for the 2024 business report, Audit Opinion, the above financial statements and the Earnings Distribution Table. The agenda has been proposed for acknowledgment.

Resolution:

Discussions

1: Proposal for Amendments to the Company's "Articles of Incorporation".

(Proposed by the Board)

Explanation:

(1) In accordance with Article 14, Paragraph 6 of the Securities and Exchange Act, as amended and effective on August 7, 2024, it is stipulated that "a certain percentage of annual earnings should be allocated for adjusting salaries or distributing compensation to grassroots employees."

(2) The company intends to amend Article 28 of the Articles of Incorporation to clearly specify the ratio of compensation to be distributed to grassroots employees. The comparison table of the revised text can be found in pp. [35-36], Attachment 5.

Resolution:

2. Proposal for Amendments to the Company's "Procedures for Acquisition or Disposal of Assets "

(Proposed by the Board)

Explanation:

In line with actual operational needs, it is proposed to amend the "Procedures for Acquisition or Disposal of Assets". Please refer to pp. [37], Attachment 6 for details.

Resolution:

3.To approve issuance of new common shares for cash in public offering and/or issuance of new common shares for cash in private placement ("Private Placement Shares")

(Proposed by the Board)

Explanation:

(1) Fund raising purpose and size:

In order to invest in equipment and related technology for high-end products, to increase working capital, to strengthen financial structure and/or to support the Company's long term development strategies, it is proposed to request the shareholders to approve the delegation of authority to the Board of Directors to carry out cash capital increases through the issuance of additional common shares and/or private placement, up to the limit of 4,000,000 common shares, whereby the choices of the timing of the fund raising and the methods concerned should be based on the Board's professional judgment of the current market conditions and the Company's funding requirements, and in accordance with the relevant laws and regulations as well as the below mentioned fund raising methods.

(2) Fund raising method(s) and handling principles:

I. Issuance of new common shares for cash in public offering:

(i) The par value of the new common shares to be issued per share is NT$10. It is proposed to authorize the Chairman of the Company to coordinate with the underwriter(s) of the public offering to determine the actual issue price in accordance with the Taiwan Securities Association's Self-Regulatory Rules Governing the Provision of Advisory Services by Underwriter Members to Issuing Companies for Offering and Issuing Securities and the market conditions and the issue price shall be reported to, and approved by the regulatory authority before issuance.

(ii) It is proposed that the Board of Directors shall be delegated with the authority to sell the new shares in the public offering through the underwriter(s) via either of the following manners:

(a) Except for the 10% to 15% of the new common shares shall be reserved for the Company's employees at the issuance price based on the provisions in Article 267, Paragraph I of the Company Act, it is proposed that the pre-emptive rights to subscribe to the remaining shares shall be waived by the shareholders in accordance with Article 28-1 of the Securities and Exchange Act and such remaining shares will be offered to the public via book building. It is proposed that any new common shares remained unsubscribed by employees and shareholders of the Company shall be sold to the person(s) designated by the Chairman of the Company at the issue price.

(b) Except for the 10% to 15% of the new common shares shall be reserved for the Company's employees at the issuance price based on the provisions in Article 267, Paragraph I of the Company Act, it is proposed that 10% of the new common shares shall be sold to the public through the underwriter(s) in accordance with Article 28-1, Paragraph 2 of the Securities and Exchange Act and the remaining shares shall be subscribed to by the existing shareholders of the Company in accordance with their shareholding ratios. It is proposed that any new common shares remained unsubscribed by employees and shareholders of the Company shall be sold to the person(s) designated by the Chairman of the Company at the issue price.

II. Issuance of Private Placement Shares:

(i) Basis and reasonableness for the determination of the subscription price of the Private Placement Shares:

(a) The higher of (x) the simple average closing price of the Company’s common shares for 1, 3 or 5 trading days prior to the pricing date, after adjustment for shares issued as stock dividends, shares cancelled in connection with capital reduction and the cash dividends, or (y) the simple average closing price of the Company’s common shares for 30 trading days prior to the pricing date, after adjustment for shares issued as stock dividends, shares cancelled in connection with capital reduction and the cash dividends, shall be the reference price of the Private Placement Shares.

(b) The issue price of the Private Placement Shares shall be no less than 80% of the reference price. It is proposed to authorize the Board to have the sole discretion on deciding the actual issue price within the range approved by the shareholders, after exercising their professional judgment on the current status of potential investor(s) and market conditions.

(c) As mentioned, the subscription price of shares in the private placement will be determined with reference to the price of the Company’s common shares in accordance with the governing regulations applicable to public companies issuing securities in a private placement, thus, the price shall be deemed reasonable.

(ii) Number of privately placed shares or stocks: A maximum of 4,000,000 shares to be issued in one lot or not more than three lots within one year from the date this resolution is passed in the shareholders’ meeting.

(iii) The method, purpose, necessity and projected benefits to determine specific investor(s):

(a) No specific investor has been confirmed.

(b) Subscribers of the proposed private placement shall be limited to the specific persons as defined in Article 43-6 of the Securities and Exchange Act. We are looking for strategic investors who can assist the Company improve production and R&D technologies and expand new product markets, priority is given to strategic investors who can benefit the Company's long-term development and enhance competitiveness. The Board will be authorized to take full authority of the selection of qualified subscribers. When determining the strategic investors, the purposes and projected benefits of this private placement is to help the Company enhance its technological capacity, reduce costs, expand the market, strengthen competitiveness, and maintain steady growth with respect to the Company's operational and developmental needs through horizontal or vertical integration or joint technological research.

(iv) The necessity of issuance of Private Placement Shares:

Cash capital increase through issuance of shares in a private placement is deemed necessary considering its effectiveness and convenience and it is in-line with the Company's development plans, including inviting the strategic investor(s). In order to actively develop the next-generation display technologies, the Company must continue to invest in Mini / Micro LED driver IC technology and Mass Transfer Know-how, all of which require investing in R&D resources and technologies, recruiting and cultivating R&D technical personnel, and Mass Transfer production Line equipments. All those technologies and equipment are high-end and advanced manufacturing processes, so considerable R&D resources and funds need to be invested. Therefore, it is reasonable to raise funds through this private placement.

(v) When there is a significant change in management authority within one year prior to the date when the board of directors resolves on a private placement project, or when there will be a significant change in management authority after the solicitation of strategic investors through private placement, this Company shall consult a securities underwriter to provide an assessment opinion on the necessity and fairness of private placement. Please refer to pp. [38-41], Attachment 7 for details.

(vi) The Board is authorized to report the public offering to competent authorities based on relevant laws and regulations and to apply for listing on Taipei Exchange within three years after the date of setting for private placement of the current private placement project.

(3) Each use of proceeds, the schedule and the projected benefits:

The total maximum limit of 4,000,000 shares in the current private placement project will account for about 9% of all common shares of the Company currently circulating in the market. The Company plans to use the funds raised to invest in equipment and related technology for high-end products, to increase working capital, to strengthen financial structure and/or to support the Company's long-term development strategies and plans to use such funds within three years after completing the fund raising and it is expected that use of such funds will strengthen the Company's competitiveness and improve operational efficiency.

(4) The new common shares to be issued in public offering and the Private Placement will be issued in a non-physical manner. Except that the Private Placement Shares are subject to the selling

restrictions within three years after the delivery date of the Private Placement Shares under Article 43-8 of the Securities and Exchange Act, the new common shares to be issued in public offering and the Private Placement will have the same rights and obligations as the Company's existing issued and outstanding common shares.

(5) After the shareholders meeting approves issuance of new common shares in public offering and the Private Placement Shares, it is proposed for the shareholders meeting to authorize the Board to determine and amend, at the Board's sole discretion, the terms and condition of the new common shares to be issued in public offering and/or terms and condition of the Private Placement Shares, the plan for the use of proceeds, the schedule and projected benefits and all matters in connection therewith, in accordance with the Company's actual needs, market conditions and relevant regulations and if any amendment thereto is required due to any change of the regulations or as requested by the regulator's order or based on the Company's operation evaluation or change of the market conditions, the Board is authorized to make the required amendments at the Board's sole discretion.

(6) To successfully complete the fundraising plan, the Chairman or the Chairman's designee is authorized, on behalf of the Company, to handle all matters relating to, and sign all agreements and documents in connection with, the issuance of new common shares in public offering and issuance of the Private Placement Shares.

(7) The Board is authorized to handle all matters which are not addressed herein at the Board's sole discretion in accordance with the applicable laws and regulations.

Resolution:

4. To approve Restricted Stock Awards Issuance Plan

(Proposed by the Board)

<u>Explanation:</u>

1. To attract and retain professional talent, motivate employees, and enhance employee cohesion, thereby creating mutual benefits for the company and its shareholders, this plan will be submitted to the competent authority for approval within one year from the date of the shareholders' meeting resolution. The issuance will take place within two years from the date of the approval notification by the competent authority, either in one or multiple installments. The actual issuance date and related operational matters will be determined by the Board of Directors and authorized by the Chairman.

2. The details regarding the issuance are as follows:

   (1) Total Issuance Amount: The issuance will consist of 500,000 common shares, with a par value of NT$10 per share, totaling NT$5,000,000.

(2) Issuance Conditions:

A. Issuance Price: NT$0 per share, meaning the shares are issued for free.

B. Vesting Conditions:

a. Employees who remain employed at the following vesting periods after receiving the Restricted Stock Awards and meet the personal performance evaluation indicators (with a score of at least 80 points) can achieve the vesting conditions for the following proportions of shares:

i. 20% after one year of granted.

ii. 30% after two years of granted.

iii. 50% after three years of granted.

b. "Grant" is defined as the date of stock allocation.

c. If the above dates fall on holidays, they will be moved forward to the previous business day.

C. Measures to be taken when employees fail to meet the vesting conditions or in the event of inheritance:

For those who do not meet the vesting conditions, the shares will be repurchased without compensation and canceled according to law; for Restricted Stock Awards that have not yet met the vesting conditions, if transfer or occupational disability or death occurs, the handling will follow the company's restricted stock issuance guidelines.

(3) Employee Eligibility and Number of Shares Allocated:

A. Employee Eligibility:

Limited to full-time employees of the Company and its subsidiaries who are employed on the grant date of the Restricted Stock Awards; subsidiaries are defined according to Article 369-2 of the Company Act. The actual employees receiving awards and the quantities will be determined based on factors including seniority, position level, work performance, overall contribution, and other factors, considering the Company's operational needs and business development strategy. These will be approved by the Chairman and submitted to the Board of Directors for resolution. However, managers and directors who are also employees must first be approved by the Remuneration Committee, while those who are not managers must first be approved by the Audit Committee.

B. Number of Shares Allocated: The number of shares granted to each employee will be handled in accordance with the issuer’s securities issuance guidelines.

(4) Reason for Issuing Restricted Stock Awards:

To attract and retain professional talent, motivate employees, and enhance employee cohesion, thereby creating mutual benefits for the company and its shareholders.

(5) Calculated Expense Amount, Dilution of Earnings Per Share, and Other Impacts on Shareholder Equity:

A. Calculated Expense Amount:

The Company shall value the fair market value of shares and record expenses during the vesting period annually. The proposed number of Restricted Stock Awards in 2025 Annual Shareholders' General Meeting shall not exceed 500,000 shares. If all vested conditions are met, the estimated expense amount is approximately NT$39,200,000. The amortized expenses from 2025 to 2028 are estimated to be NT$3,376,000, NT$18,947,000, NT$11,433,000 and NT$ 5,444,000.

B. Dilution of Earnings Per Share and Other Impacts on Shareholder Equity:

Based on the current number of shares outstanding, the dilution of earnings per share for 2025, 2026, 2027, and 2028 will be NT$0.08, NT$0.43, NT$0.26, and NT$0.12, respectively. The dilution effect on EPS is limited and will not have a significant impact on shareholder equity. If the number of shares outstanding increases or decreases before the issuance of the restricted stock awards, the dilution effect on earnings per share will be adjusted proportionally to comply with legal requirements.

(6) Restricted Rights Before Vesting Conditions Are Met:

Before meeting the vesting conditions, employees may not sell, pledge, transfer, gift, encumber, or otherwise dispose of the Restricted Stock Awards except through inheritance. Other restrictions on rights will be handled in accordance with the issuance plan.

3. Other Matters to be Noted:

(1) This Plan shall be effective upon the attendance of more than two-thirds of the directors and the approval of more than half of the director present, and after being reported to and approved by the competent authority. If revisions or amendments are required during the submission and review process due to requests from the competent authority, changes in relevant laws and regulations, or in response to financial market conditions or objective environmental needs, it is proposed that the Annual Shareholders' Meeting authorizes the Board of Directors or the person authorized by the Board of Directors to handle all relevant matters regarding the granting of Restricted Stock Awards.

(2) During the trust custody period of the Restricted Stock Awards, the Company may fully represent employees in negotiating, signing, amending, extending, releasing, terminating the trust custody contract with the stock trust institution, and giving instructions for the delivery, utilization, and disposition of the trust custody property (including but not limited to these actions).

(3) Any matters not covered by this Plan shall be handled in accordance with relevant laws and regulations.

4. The "2025 Restricted Stock Awards Issuance Plan " can be found on pp. [42-44], Attachment 8.

Resolution:

5. To remove restrictions against competing business for the legal representative of institutional director

(Proposed by the Board)

Explanation:

(1) According to Article 209 of the Company Act, " A director who does anything for himself or on behalf of another person that is within the scope of the Company's business, shall explain to the shareholders' meeting the essential contents of such an act and secure its approval."

(2) In light of the company's operational growth, it is possible that directors elected may simultaneously serve as directors or managers of other companies with similar business scope. Therefore, in accordance with the provisions of the Company Act, it is proposed to seek the approval of the 2025 Annual Shareholders' Meeting to remove the restrictions against competing business involvements for the legal representative of institutional director, as outlined in the table below.

Director's name	Non-compete items
ELAN Microelectronics Corp. Representative: Joe Yeh	Director of ELAN Microelectronics Corp. Director of Eminent Electronic Technology Co Ltd

Resolution:

Extemporary Motion

Adjournment

II. Attachments

Attachment 1

Macroblock, Inc.

2024 Business Report

The demand for emerging AI applications is rising, continuously driving rapid growth in the semiconductor industry. According to the World Semiconductor Trade Statistics (WSTS) forecast, the global semiconductor market value will reach USD 627 billion in 2024, growing by 17% year-on-year, and it will further increase to USD 697 billion in 2025, with a growth rate of 11.2%. However, the global economy will still face numerous challenges in 2025, with uncertainties in trade and tariff policies, inflationary pressures, and ongoing geopolitical risks disrupting the market. In particular, China's economic domestic demand remains weak, with economic deflation causing sluggish consumer price growth, and the economy continues to stagnate. Our company continues to monitor global economic changes and Sino-U.S. relations while implementing corresponding contingency measures.

Our company has a strong focus on high-end rental and virtual production-specific LED displays. The specifications of LED displays continue to upgrade in response to the growing demand for visual display effects in virtual production, high-end rentals, and more, including smaller pixel pitch, wider color depth, better low gray scale performance, higher frame rates and refresh rates, and lower power consumption. We have launched the DaVinci series to raise high-end display standards, offering four major features: global refresh (to address black screen issues during camera shooting), low gray rate refresh (reduces flicker issues seen through cameras and with the human eye, while supporting wide dynamic range), low transition voltage (enhances energy-saving effects and solves high transition voltage power consumption issues caused by high current output), and support for 19-bit grayscale. These upgrades comprehensively improve the specifications of LED display driver ICs, providing more product options for high-end rentals, virtual production, outdoor commercial advertising, and advanced display applications.

According to a forecast report by S&P Global Mobility, global electric vehicle (EV) sales will grow by 30% in 2025, reaching 15.1 million units, with the market share increasing from 13.2% in 2024 to 16.7%. Our company has launched a series of automotive LED lighting and in-vehicle display driver ICs, including LED car logos, linear light source ambient lights, and intelligent dimming reading lights, which allow for richer color performance and long-distance data transmission. The central control information display can achieve localized point calibration for optimal dimming uniformity and supports high-brightness mode, optimizing warning message prompts and in-car entertainment usage. It also includes error detection, error reporting, and disconnection detection functions, ensuring the stability and reliability of the overall system, with a built-in Dynamic energy-saving function to effectively prevent mechanical issues due to overheating. Furthermore, it has obtained ISO 26262 certification, demonstrating our company’s commitment to the highest functional safety standards in the automotive industry.

In 2024, our company achieved a revenue of NT$1,792,664 thousand, with a gross margin of 38%, and EPS of NT$0.28. Facing future competition and challenges, the company continues to focus on LED display, lighting, automotive, and backlight-related applications. We are deepening our development in high-spec LED Driver IC display technology, setting product standards, and selecting strategic partners and clients. We are also maintaining flexibility in our supply chain and continuing to explore new business opportunities for Mini/Micro LED in display applications. With a stable and healthy financial structure, we are actively implementing ESG practices and strengthening corporate governance, continuously enhancing the company’s capabilities, and exploring and creating new growth for our business.

I. Financial Performance

(Expressed in Thousand NT Dollars)

Items \ Year	2024/Amounts	(%)
Operating Revenue	1,792,664	100
Gross Profit	683,865	38
Operating expenses	737,186	41
Operating Income (Loss)	(53,321)	(3)
Other profits and losses	74,203	4
Income before taxes	20,882	1
Net income	12,646	1
EPS(NTD)	0.28	

II. Important Researches and Developments:

Year	Researches and Developments
2024	48-channel,internal clock resonance integrated , common cathode driving, refresh rate enhancement at low gray scale driver IC
	WLCSP FALD backlight driver IC
	16-channel, internal clock resonance integrated , common cathode driving, refresh rate enhancement at low gray scale driver IC
	Automotive interior lighting driver IC, AEC-Q100/006 certificated

III. Future Sustainable Growth

(I)Research and Development：

1. LED Display Application:

Develop the DaVinci series to elevate high-end display standards, continuously focusing on the development of driver ICs with low grayscale, high uniformity, and high refresh rates, including both common anode and common cathode driving architectures.

2. Automotive LED Application:

With LED displays' high contrast and sunlight resistance, the adoption of LED lighting and displays in the automotive market is increasing. Our company continues to focus on automotive OE lighting technology and LED display product development capabilities, investing resources to deepen our presence in the automotive field.

3. LED Backlight Application:

Ultra-thin, screen flicker, and motion blur have always been challenges for LCD displays. The full-array local dimming Mini LED backlight technology can address these three major challenges. Our company offers a complete product lineup for LED backlight applications, suitable for TV, laptops, tablets, wearables, and automotive displays.

4. Transparent Micro-LED Display:

Micro-LED offers superior luminous efficiency and transparency compared to OLED displays. Macroblock is optimistic about the potential of Micro-LED technology to replace existing solutions in transparent display applications and is currently collaborating with several panel manufacturers.

(II)Finance and Operation：

Under the premise of financial stability, risk control and compliance with corporate governance requirements, Macroblock is confident in maintaining technological leadership in LED display driver ICs and providing solutions in Mini/Micro LED application fields. We will go all out to show better revenue and profit results, and create better investment returns for shareholders. We would like to thank all shareholders for their continuous support and recognition of Macroblock. We would like to express our most sincere gratitude.

Chairman:	GM:	Accounting Officer:
LC Yang	Jack Lin	Lynn Chen

Attachment 2

MACROBLOCK Inc.
Audit Committee's Review Report

The Board of Directors has prepared the Company's Consolidated Financial Statements and Individual Financial Statements for the financial year of 2024. The aforementioned financial statements have been audited by Mr. Lin Cheng Chih and Mr. Huang Yu Feng of the CPA Firm of Deloitte & Touche.

The audited Financial Statements, the Business Report and the Proposal for Earnings Distribution have been reviewed by the Audit Committee of the Company, and were determined that there was no item of non-compliance. Based on the provisions of Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, we hereby submit the report for inspection.

Macroblock, Inc.

Chairman of The Audit Committee: Wu, Ming-Chih

Date: March 6, 2025

Attachment 3

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Macroblock, Inc.

Opinion

We have audited the accompanying parent company only financial statements of Macroblock, Inc., which comprise the parent company only balance sheets as of December 31, 2024 and 2023, and the parent company only statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the parent company only financial statements, including a summary of significant accounting policies.

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

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing standards generally accepted in 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 Macroblock, Inc. 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.

<u>Revenue recognition</u>

Integrated circuit chip sales of the Macroblock, Inc.'s total revenue was material, accounting for 99% of total revenue. The Company's operating revenue declined in 2024, and revenue from specific customers increased, along with adjustments in credit and payment terms. Therefore, we recognize the above recognition as a key audit matter. For a detailed explanation of revenue, refer to Notes 4 and 19 of the accompanying parent company only financial statements.

1. By understanding of related internal control and operating procedure to the sales transaction cycle, we can confirm and evaluate the related internal procedure during the sales transaction are effective.

2. We select samples from the sales details, examine customer's original orders, delivery orders, logistics receipt documents or export declaration, and sales invoices, and to check whether there are any abnormal situations in the sales objects and receipts objects, in order to confirm the authenticity of the revenue occurrence.

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 Macroblock, Inc.'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 Macroblock, Inc. 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 Macroblock, Inc.'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 auditing standards generally accepted in 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 auditing standards generally accepted in 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 Macroblock, Inc.'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 Macroblock, Inc.'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 Macroblock, Inc. 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 appropriate audit evidence regarding the financial information of the entities or business activities within the Macroblock, Inc. to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the parent company only financial statements for the year ended December 31, 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 Cheng-Chih Lin and Yu-Feng Huang.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 6, 2025

<u>*Notice to Readers*</u>

The accompanying financial statements are intended only to present the parent company only 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 parent company only financial statements are those generally applied in the Republic of China.

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

MACROBLOCK, INC.

BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars)

	2024		2023	
ASSETS	**Amount**	**%**	**Amount**	**%**
CURRENT ASSETS				
Cash and cash equivalents (Notes 4 and 6)	$ 998,353	37	$ 1,119,552	40
Financial assets at fair value through profit or loss - current (Notes 4 and 7)	27	-	112	-
Notes and trade receivables from unrelated parties (Notes 4, 9 and 19)	82,712	3	74,551	3
Trade receivable from related parties (Notes 4, 19 and 27)	146,725	6	180,466	6
Other receivables (Notes 4 and 21)	4,567	-	5,660	-
Inventories (Notes 4, 5 and 10)	600,756	22	464,310	17
Other current assets (Note 4)	22,564	1	26,491	1
Total current assets	1,855,704	69	1,871,142	67
NON-CURRENT ASSETS				
Financial assets at fair value through other comprehensive income - non-current (Notes 4 and 8)	23,305	1	24,815	1
Investments accounted for using the equity method (Notes 4 and 11)	411,329	15	386,963	14
Property, plant and equipment (Notes 4 and 12)	235,940	9	313,221	11
Right-of-use assets (Notes 4 and 13)	27,915	1	26,286	1
Intangible assets (Notes 4, 14 and 27)	56,786	2	60,579	2
Deferred tax assets (Notes 4 and 21)	53,136	2	57,840	2
Prepayments for equipment	2,168	-	6,302	-
Refundable deposits (Notes 4 and 28)	8,621	-	9,571	1
Net defined benefit assets - non-current (Notes 4 and 17)	15,342	1	13,238	1
Other non-current assets (Note 4)	8,224	-	9,397	-
Total non-current assets	842,766	31	908,212	33
TOTAL	$ 2,698,470	100	$ 2,779,354	100
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Trade payables to unrelated parties (Note 4)	$ 134,566	5	$ 117,923	4
Payable to compensation of employees and remuneration of directors (Notes 4 and 20)	1,699	-	1,824	-
Other payables (Notes 4, 15 and 27)	95,976	4	119,959	4
Current tax liabilities (Notes 4 and 21)	-	-	7,671	-
Provisions - current (Notes 4 and 16)	450	-	450	-
Lease liabilities - current (Notes 4 and 13)	16,899	1	17,121	1
Other current liabilities (Notes 15 and 27)	10,520	-	18,863	1
Total current liabilities	260,110	10	283,811	10
NON-CURRENT LIABILITIES				
Deferred tax liabilities (Notes 4 and 21)	1,480	-	23	-
Lease liabilities - non-current (Notes 4 and 13)	11,409	-	9,774	1
Guarantee deposits received (Notes 4 and 27)	5	-	5	-
Total non-current liabilities	12,894	-	9,802	1
Total liabilities	273,004	10	293,613	11
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY (Notes 4, 17 and 18)				
Ordinary shares	444,451	17	444,451	16
Capital surplus	1,298,953	48	1,298,953	46
Retained earnings				
Legal reserve	403,856	15	403,856	15
Special reserve	34,586	1	24,867	1
Unappropriated earnings	264,160	10	348,200	12
Total retained earnings	702,602	26	776,923	28
Other equity				
Exchange differences on translating foreign operations	(12,358)	(1)	(26,325)	(1)
Unrealized losses from financial assets measured at fair value through other comprehensive income	(8,182)	-	(8,261)	-
Total other equity	(20,540)	(1)	(34,586)	(1)
Total equity	2,425,466	90	2,485,741	89
TOTAL	$ 2,698,470	100	$ 2,779,354	100

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

MACROBLOCK, INC.

STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars, Except (Loss) Earnings Per Share)

	2024		2023	
	Amount	**%**	**Amount**	**%**
OPERATING REVENUE (Notes 4, 19 and 27)	$ 1,684,436	100	$ 1,764,302	100
OPERATING COSTS (Notes 4, 10, 20 and 27)	1,100,616	66	1,094,624	62
GROSS PROFIT	583,820	34	669,678	38
UNREALIZED GAIN ON THE TRANSACTIONS WITH ASSOCIATES (Note 4)	(1,673)	-	(3,048)	-
REALIZED GROSS PROFIT	582,147	34	666,630	38
OPERATING EXPENSES (Notes 20 and 27)				
Selling and marketing expenses	72,475	4	75,207	4
General and administrative expenses	104,577	6	117,844	7
Research and development expenses	463,319	28	510,835	29
Expected credit loss recognized (reversed)	2,481	-	(85)	-
Total operating expenses	642,852	38	703,801	40
LOSS FROM OPERATIONS	(60,705)	(4)	(37,171)	(2)
NON-OPERATING INCOME AND EXPENSES (Notes 4, 11, 20, 23, 24 and 27)				
Interest income	18,029	1	20,576	1
Other income	723	-	1,953	-
Other gains and losses	49,163	3	11,602	1
Finance costs	(745)	-	(958)	-
Share of profit of subsidiaries	10,710	1	361	-
Total non-operating income and expenses	77,880	5	33,534	2
PROFIT (LOSS) BEFORE INCOME TAX	17,175	1	(3,637)	-
INCOME TAX EXPENSE (Notes 4 and 21)	4,529	-	8,709	1
NET PROFIT (LOSS) FOR THE YEAR	12,646	1	(12,346)	(1)
OTHER COMPREHENSIVE INCOME				
Items that will not be reclassified subsequently to profit or loss (Notes 4, 17 and 18):				
Remeasurement of defined benefit plans	2,150	-	34	-

(Continued)

MACROBLOCK, INC.

STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars, Except (Loss) Earnings Per Share)

	2024		2023	
	Amount	**%**	**Amount**	**%**
Unrealized (losses) gain on investments in equity instruments at fair value through other comprehensive income	(1,510)	-	(1,762)	-
Share of other comprehensive income of subsidiaries accounted for using the equity method	1,362	-	(765)	-
Items that may be reclassified subsequently to profit or loss				
Exchange differences on translating the financial statements of foreign operations	13,967	1	(7,168)	-
Share of other comprehensive income of subsidiaries and associates accounted for using the equity method	-	-	32	-
Other comprehensive income (loss) for the year, net of income tax	15,969	1	(9,629)	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	$ 28,615	2	$ (21,975)	(1)
EARNINGS (LOSS) PER SHARE (Note 22)				
Basic	$ 0.28		$ (0.28)	
Diluted	$ 0.28		$ (0.28)	

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

MACROBLOCK, INC.

STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars)

	Share Capital		Capital Surplus			Retained Earnings			Other Equity		
	Share (Thousands)	Amount	Additional Paid-in Capital	Options Expired	Total	Legal Reserve	Special Reserve	Unappropriated Earnings	Exchange Differences on Translating Foreign Operations	Unrealized Gains (Losses) on Financial Assets Measured at Fair Value through Other Comprehensive Income	Total Equity
BALANCE AT JANUARY 1, 2023	44,445	$ 444,451	$ 1,211,720	$ 87,233	$ 1,298,953	$ 374,977	$ 28,702	$ 563,337	$ (19,133)	$ (5,734)	$ 2,685,553
Appropriation of earnings											
Legal reserve	-	-	-	-	-	28,879	-	(28,879)	-	-	-
Special reserve	-	-	-	-	-	-	(3,835)	3,835	-	-	-
Cash dividends distributed by the Company	-	-	-	-	-	-	-	(177,781)	-	-	(177,781)
Net loss for the year ended December 31, 2023	-	-	-	-	-	-	-	(12,346)	-	-	(12,346)
Other comprehensive income (loss) for the year ended December 31, 2023, net of income tax	-	-	-	-	-	-	-	34	(7,136)	(2,527)	(9,629)
Total comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	-	-	-	(12,312)	(7,136)	(2,527)	(21,975)
Disposal of subsidiaries	-	-	-	-	-	-	-	-	(56)	-	(56)
BALANCE AT DECEMBER 31, 2023	44,445	444,451	1,211,720	87,233	1,298,953	403,856	24,867	348,200	(26,325)	(8,261)	2,485,741
Appropriation of earnings											
Special reserve	-	-	-	-	-	-	9,719	(9,719)	-	-	-
Cash dividends distributed by the Company	-	-	-	-	-	-	-	(88,890)	-	-	(88,890)
Net profit for the year ended December 31, 2024	-	-	-	-	-	-	-	12,646	-	-	12,646
Other comprehensive income (loss) for the year ended December 31, 2024, net of income tax	-	-	-	-	-	-	-	2,150	13,967	(148)	15,969
Total comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	-	-	-	14,796	13,967	(148)	28,615
Disposal of financial assets at fair value through other comprehensive income	-	-	-	-	-	-	-	(227)	-	227	-
BALANCE AT DECEMBER 31, 2024	44,445	$ 444,451	$ 1,211,720	$ 87,233	$ 1,298,953	$ 403,856	$ 34,586	$ 264,160	$ (12,358)	$ (8,182)	$ 2,425,466

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

MACROBLOCK, INC.

STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars)

	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES		
Income (loss) before income tax	$ 17,175	$ (3,637)
Adjustments for:		
Depreciation expenses	128,503	136,380
Amortization expenses	21,810	28,206
Expected credit loss recognized (reversed) on trade receivables	2,481	(85)
Net loss (gain) on the fair value change of financial assets/liabilities at fair value through profit or loss	85	(178)
Finance costs	745	958
Interest income	(18,029)	(20,576)
Gain from lease modification	(58)	-
Share of profit of subsidiaries	(10,710)	(361)
Loss on disposal of subsidiary	-	57
Write - down of inventories	21,155	54,640
Unrealized gain on the transactions with subsidiaries and associated	1,673	3,048
Net (gain) loss on foreign currency exchange	(7,368)	2,118
Recognition of provisions	-	11
Changes in operating assets and liabilities:		
(Increase) decrease in notes and trade receivables from unrelated parties	(9,686)	49,089
Decrease (increase) in trade receivables from related parties	34,312	(83,505)
Decrease in other receivables	1,676	3,520
(Increase) decrease in inventories	(157,601)	413,557
Decrease in other current assets	3,927	9,014
Decrease (increase) in net defined benefit assets	46	(8)
Increase (decrease) in trade payables	17,103	(31)
Decrease in other payables	(23,815)	(72,116)
Decrease in payable to compensation of employees and remuneration of directors	(125)	(34,054)
(Decrease) increase in other current liabilities	(8,371)	840
Cash generated from operations	14,928	486,887
Interest received	18,409	20,194
Interest paid	(745)	(958)
Income tax paid	(7,002)	(54,668)
Net cash generated from operating activities	25,590	451,455
CASH FLOWS FROM INVESTING ACTIVITIES		
Net cash used in disposal of subsidiaries	-	931
Payments for property, plant and equipment	(19,414)	(25,412)
Increase in refundable deposits	(136)	(1,979)
Decrease in refundable deposits	1,086	685
Payments for intangible assets	(17,385)	(16,301)

(Continued)

MACROBLOCK, INC.

STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars)

	2024	2023
Decrease in finance lease receivables	-	819
Increase in prepayments for equipment	(7,698)	(29,166)
Net cash used in investing activities	(43,547)	(70,423)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from short-term borrowings	60,000	50,000
Repayments of short-term borrowings	(60,000)	(50,000)
Refund of guarantee deposits received	-	(333)
Repayments of the principal portion of lease liabilities	(19,762)	(23,047)
Dividends paid to owners of the Company	(88,890)	(177,781)
Acquisition of ownership interests in subsidiaries	-	(28,966)
Net cash used in financing activities	(108,652)	(230,127)
EFFECTS OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH HELD IN FOREIGN CURRENCIES	5,410	476
NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS	(121,199)	151,381
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	1,119,552	968,171
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	$ 998,353	$ 1,119,552

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

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Macroblock, Inc.

Opinion

We have audited the accompanying consolidated balance sheets of Macroblock, Inc. and its subsidiaries (collectively referred to as the "Group") as of December 31, 2024 and 2023 and the related consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended. These consolidated financial statements are the responsibility of the Company's management, and the notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated financial statements referred to above 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 conformity with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed 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 auditing standards generally accepted in the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

<u>Revenue recognition</u>

Integrated circuit chip sales of the Group's total revenue was material, accounting for 99% of total revenue. The Group's operating revenue declined in 2024, and revenue from specific customers increased, along with adjustments in credit and payment terms. Therefore, we recognize the above recognition as a key audit matter. For a detailed explanation of revenue, refer to Notes 4 and 20 of the accompanying consolidated financial statements.

1. By understanding of related internal control and operating procedure to the sales transaction cycle, we can confirm and evaluate the related internal procedure during the sales transaction are effective.

2. We select samples from the sales details, examine customer's original orders, delivery orders, logistics receipt documents or export declaration, and sales invoices, and to check whether there are any abnormal situations in the sales objects and receipts objects, in order to confirm the authenticity of the revenue occurrence.

Other Matter

We have also audited the parent company only financial statements of Macroblock, Inc. 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 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, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance, including the audit committee, are responsible for overseeing the Group's financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the auditing standards generally accepted in 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 auditing standards generally accepted in the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

4. Conclude on the appropriateness of management’s use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors’ report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors’ report. However, future events or conditions may cause the Group to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended December 31, 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 Cheng-Chih Lin and Yu-Feng Huang.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 6, 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 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.

MACROBLOCK, INC. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars)

	2024		2023	
ASSETS	**Amount**	**%**	**Amount**	**%**
CURRENT ASSETS				
Cash and cash equivalents (Notes 4 and 6)	$ 1,131,962	41	$ 1,183,073	42
Financial assets at fair value through profit or loss - current (Notes 4 and 7)	27	-	112	-
Notes and trade receivables from unrelated parties (Notes 4, 9 and 20)	498,163	18	561,291	20
Other receivables (Notes 4 and 21)	4,577	-	5,663	-
Inventories (Notes 4, 5 and 10)	610,329	22	472,204	17
Other current assets (Note 4)	53,398	2	55,592	2
Total current assets	2,298,456	83	2,277,935	81
NON-CURRENT ASSETS				
Financial assets at fair value through profit or loss - non-current (Notes 4 and 7)	-	-	-	-
Financial assets at fair value through other comprehensive income - non-current (Notes 4 and 8)	23,305	1	27,226	1
Investments accounted for using the equity method (Notes 4 and 12)	-	-	-	-
Property, plant and equipment (Notes 4 and 13)	243,997	9	324,270	12
Right-of-use assets (Notes 4 and 14)	35,761	1	30,609	1
Intangible assets (Notes 4, 15 and 28)	58,258	2	61,758	2
Deferred tax assets (Notes 4 and 22)	64,698	2	66,037	2
Prepayments for equipment	2,168	-	6,302	-
Refundable deposits (Notes 4 and 29)	11,252	1	12,261	-
Net defined benefit assets - non-current (Notes 4 and 18)	15,342	1	13,238	1
Other non-current assets (Note 4)	8,224	-	9,397	-
Total non-current assets	463,005	17	551,098	19
TOTAL	$ 2,761,461	100	$ 2,829,033	100
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Trade payables to unrelated parties (Note 4)	$ 136,541	5	$ 117,923	4
Payable to compensation of employees and remuneration of directors (Notes 4 and 21)	1,699	-	1,824	-
Other payables (Notes 4 and 16)	116,203	4	140,991	5
Current tax liabilities (Notes 4 and 22)	6,225	-	7,731	-
Provisions - current (Notes 4 and 17)	450	-	450	-
Lease liabilities - current (Notes 4 and 14)	22,089	1	20,196	1
Other current liabilities (Note 16)	36,891	2	42,741	2
Total current liabilities	320,098	12	331,856	12
NON-CURRENT LIABILITIES				
Deferred tax liabilities (Notes 4 and 22)	1,480	-	23	-
Lease liabilities - non-current (Notes 4 and 14)	14,417	-	11,413	-
Total non-current liabilities	15,897	-	11,436	-
Total liabilities	335,995	12	343,292	12
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY (Notes 4, 18 and 19)				
Ordinary shares	444,451	16	444,451	16
Capital surplus	1,298,953	47	1,298,953	46
Retained earnings				
Legal reserve	403,856	15	403,856	14
Special reserve	34,586	1	24,867	1
Unappropriated earnings	264,160	10	348,200	12
Total retained earnings	702,602	26	776,923	27
Other equity				
Exchange differences on translating foreign operations	(12,358)	(1)	(26,325)	(1)
Unrealized gains (losses) from financial assets measured at fair value through other comprehensive income	(8,182)	-	(8,261)	-
Total other equity	(20,540)	(1)	(34,586)	(1)
Total equity attributable to owners of the Company	2,425,466	88	2,485,741	88
Total equity	2,425,466	88	2,485,741	88
TOTAL	$ 2,761,461	100	$ 2,829,033	100

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

MACROBLOCK, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars, Except (Loss) Earnings Per Share)

	2024		2023	
	Amount	**%**	**Amount**	**%**
OPERATING REVENUE (Notes 4, 20 and 31)	$ 1,792,664	100	$ 1,856,324	100
OPERATING COSTS (Notes 4, 10, 21 and 28)	1,108,799	62	1,100,978	59
GROSS PROFIT	683,865	38	755,346	41
OPERATING EXPENSES (Notes 21 and 28)				
Selling and marketing expenses	112,480	6	115,477	6
General and administrative expenses	114,244	7	129,150	7
Research and development expenses	507,978	28	550,212	30
Expected credit loss recognized (reversed)	2,484	-	(83)	-
Total operating expenses	737,186	41	794,756	43
LOSS FROM OPERATIONS	(53,321)	(3)	(39,410)	(2)
NON-OPERATING INCOME AND EXPENSES (Notes 4, 12, 21, 24 and 25)				
Interest income	19,573	1	21,981	1
Other income	700	-	1,930	-
Other gains and losses	55,067	3	12,116	1
Finance costs	(1,137)	-	(1,362)	-
Total non-operating income and expenses	74,203	4	34,665	2
PROFIT (LOSS) BEFORE INCOME TAX	20,882	1	(4,745)	-
INCOME TAX EXPENSE (Notes 4 and 22)	8,236	-	7,601	1
NET PROFIT (LOSS) FOR THE YEAR	12,646	1	(12,346)	(1)
OTHER COMPREHENSIVE (LOSS) INCOME				
Items that will not be reclassified subsequently to profit or loss (Notes 4, 18 and 19):				
Remeasurement of defined benefit plans	2,150	-	34	-
Unrealized gain (loss) on investments in equity instruments at fair value through other comprehensive income	(148)	-	(2,527)	-
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translation of the financial statements of foreign operations	13,967	1	(7,103)	-
Other comprehensive income (loss) for the year, net of income tax	15,969	1	(9,596)	-
TOTAL COMPREHENSIVE INCOME (LOSS) FOR THE YEAR	$ 28,615	2	$ (21,942)	(1)

(Continued)

MACROBLOCK, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars, Except (Loss) Earnings Per Share)

	2024		2023	
	Amount	**%**	**Amount**	**%**
NET PROFIT (LOSS) ATTRIBUTABLE TO:				
Owners of the Company	$ 12,646	1	$ (12,346)	(1)
Non-controlling interests	-	-	-	-
	$ 12,646	1	$ (12,346)	(1)
TOTAL COMPREHENSIVE INCOME (LOSS) ATTRIBUTABLE TO:				
Owners of the Company	$ 28,615	2	$ (21,975)	(1)
Non-controlling interests	-	-	33	-
	$ 28,615	2	$ (21,942)	(1)
EARNINGS (LOSS) PER SHARE (Note 23)				
Basic	$ 0.28		$ (0.28)	
Diluted	$ 0.28		$ (0.28)	

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

MACROBLOCK, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars)

	Equity Attributable to Owners of the Company												
	Share Capital		Capital Surplus			Retained Earning			Other Equity				
	Shares (Thousands)	Amount	Additional Paid-in Capital	Options Expired	Total	Legal Reserve	Special Reserve	Unappropriated Earnings	Exchange Differences on Translating Foreign Operations	Unrealized Gain (Loss) on Financial Assets Measured at Fair Value Through Other Comprehensive Income	Total Equity Attributable to owners of the Company	Non-controlling Interests	Total Equity
BALANCE AT JANUARY 1, 2023	44,445	$ 444,451	$ 1,211,720	$ 87,233	$ 1,298,953	$ 374,977	$ 28,702	$ 563,337	$ (19,133)	$ (5,734)	$ 2,685,553	$ 1,052	$ 2,686,605
Appropriation of earnings													
Legal reserve	-	-	-	-	-	28,879	-	(28,879)	-	-	-	-	-
Special reserve	-	-	-	-	-	-	(3,835)	3,835	-	-	-	-	-
Cash dividends distributed by the Company	-	-	-	-	-	-	-	(177,781)	-	-	(177,781)	-	(177,781)
Net loss for the year ended December 31, 2023	-	-	-	-	-	-	-	(12,346)	-	-	(12,346)	-	(12,346)
Other comprehensive income (loss) for the year ended December 31, 2023, net of income tax	-	-	-	-	-	-	-	34	(7,136)	(2,527)	(9,629)	33	(9,596)
Total comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	-	-	-	(12,312)	(7,136)	(2,527)	(21,975)	33	(21,942)
Disposal of subsidiaries	-	-	-	-	-	-	-	-	(56)	-	(56)	(1,085)	(1,141)
BALANCE AT DECEMBER 31, 2023	44,445	444,451	1,211,720	87,233	1,298,953	403,856	24,867	348,200	(26,325)	(8,261)	2,485,741	-	2,485,741
Appropriation of earnings													
Special reserve	-	-	-	-	-	-	9,719	(9,719)	-	-	-	-	-
Cash dividends distributed by the Company	-	-	-	-	-	-	-	(88,890)	-	-	(88,890)	-	(88,890)
Net profit for the year ended December 31, 2024	-	-	-	-	-	-	-	12,646	-	-	12,646	-	12,646
Other comprehensive income (loss) for the year ended December 31, 2024, net of income tax	-	-	-	-	-	-	-	2,150	13,967	(148)	15,969	-	15,969
Total comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	-	-	-	14,796	13,967	(148)	28,615	-	28,615
Disposal of financial assets at fair value through other comprehensive income	-	-	-	-	-	-	-	(227)	-	227	-	-	-
BALANCE AT DECEMBER 31, 2024	44,445	$ 444,451	$ 1,211,720	$ 87,233	$ 1,298,953	$ 403,856	$ 34,586	$ 264,160	$ (12,358)	$ (8,182)	$ 2,425,466	$ -	$ 2,425,466

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

MACROBLOCK, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars)

	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES		
Income (loss) before income tax	$ 20,882	$ (4,745)
Adjustments for:		
Depreciation expenses	137,663	145,079
Amortization expenses	21,946	28,325
Expected credit loss recognized (reversed) on trade receivables	2,484	(83)
Net loss (gain) on fair value change of financial assets / liabilities at fair value through profit or loss	85	(178)
Finance costs	1,137	1,362
Interest income	(19,573)	(21,981)
Loss on disposal of subsidiaries	-	57
Write-down of inventories	26,792	61,135
Net loss (gain) on foreign currency exchange	6,842	(7,782)
Gain from lease modification	(58)	-
Recognition of provisions	-	11
Changes in operating assets and liabilities:		
Decrease (increase) in notes and trade receivables	61,603	(33,227)
Decrease in other receivables	1,672	1,922
(Increase) decrease in inventories	(164,512)	405,688
Decrease in other current assets	2,194	7,937
Decrease (increase) in net defined benefits assets	46	(8)
Increase (decrease) in trade payables	19,079	(30)
Decrease in other payables	(25,135)	(68,296)
Decrease in payable to compensation of employees and remuneration of directors	(125)	(34,054)
Decrease in other current liabilities	(6,715)	(5,612)
Cash generated from operations	86,307	475,520
Interest received	19,951	21,599
Interest paid	(1,137)	(1,362)
Income tax paid	(7,642)	(60,606)
Net cash generated from operating activities	97,479	435,151
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from sale of financial assets at fair value through other comprehensive income	3,773	-
Net cash used in disposal of subsidiaries	-	(1,198)
Payments for property, plant and equipment	(19,903)	(26,993)
Increase in refundable deposits	(251)	(2,195)
Decrease in refundable deposits	1,353	1,516
Payments for intangible assets	(17,412)	(17,563)
Decrease in finance lease receivables	-	819
Increase in prepayments for equipment	(7,725)	(29,236)
Net cash used in investing activities	(40,165)	(74,850)

(Continued)

MACROBLOCK, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars)

	2024	2023
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from short-term borrowings	$ 60,000	$ 50,000
Repayments of short-term borrowings	(60,000)	(50,000)
Proceeds from guarantee deposits received	1,639	-
Refund of guarantee deposits received	(1,639)	(4,728)
Repayment of the principal portion of lease liabilities	(24,945)	(28,129)
Dividends paid to owners of the Company	(88,890)	(177,781)
Net cash used in financing activities	(113,835)	(210,638)
EFFECTS OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH HELD IN FOREIGN CURRENCIES	5,410	476
NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS	(51,111)	150,139
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	1,183,073	1,032,934
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	$ 1,131,962	$ 1,183,073

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

Attachment 4

Macroblock, Inc.
2024 Earnings Distribution Table

(Unit: NT$)

Items	Amount
Beginning retained earnings	**249,591,785**
2024 Net profit after tax	**12,645,512**
Add: Remeasurement of defined benefit Obligation	2,150,022
Less: Disposal of financial assets at fair value through other comprehensive income	(227,440)
Net profit (Loss) after tax plus the amount of items other than net profit after tax for the current period that included in the undistributed surplus	**14,568,094**
Less: 10% Legal reserve set aside	(1,456,809)
Add: Reversal of special surplus reserve	14,046,681
Accumulated distributable surplus	**276,749,751**
Distributable item:	
Cash dividends to shareholders (NT$ 2 per share) **	**88,890,250**
Unappropriated retained earnings	**187,859,501**

Notes:
1. Shareholders' dividends are calculated based on the number of outstanding shares.
2. In the event that if the Company repurchase the shares or transfer of treasury stock or issue new shares on a later date, to the extent that it affects the number of outstanding shares and the dividend distribution ratio, the Chairman of Board of Directors is authorized to adjust the ratio of dividend.
3. The 2024 earnings are applied for the distribution of cash dividend. It is calculated and will be paid to the rounded-down full NT dollar. The total number of odd shares for less than NT$1 is transferred to other revenue.
4. The Chairman of Board of Directors shall be fully authorized to set the issuance baseline date and related details after the agenda has been resolved.

** Cash dividends are handled by the resolution of the company's board of directors and are reported to the shareholders' meeting.

Attachment 5

Macroblock, Inc.

Comparison Table for The Amendments to Articles of Incorporation

Before amendment	After amendment	Explanation
Article 28 The retained earnings before taxed of The Company (before deducted by the remuneration of employees and directors) shall allocate not less than 5% and not more than 3% to employees' and directors' remuneration. However, in case of the accumulated losses (including unadjusted earnings), certain profits shall first be reserved to cover them. (Omitted)	Article 28 The retained earnings before taxed of The Company (before deducted by the remuneration of employees and directors) shall allocate not less than 5% (of which no less than 30% should be allocated to frontline employees) and not more than 3% to employees' and directors' remuneration. However, in case of the accumulated losses (including unadjusted earnings), certain profits shall first be reserved to cover them. (Omitted)	In accordance with the amendment to Article 14, Paragraph 6 of the Securities and Exchange Act, the company's articles of incorporation should be amended accordingly.
Article 33 The amendment was resolved in the promoters meeting by all promoters on June 16, 1999. The first amendment was resolved on Feb 29, 2000. The second amendment was resolved on Aug 26, 2000. The third amendment was resolved on March 1, 2001. The fourth amendment was resolved on May 12, 2001. The fifth amendment was resolved on June 27, 2001. The sixth amendment was resolved on June 21, 2003. The seventh amendment was resolved on Sep. 20, 2003. The eighth amendment was resolved on June 1, 2004. The ninth amendment was resolved on June 14, 2005. The tenth amendment was resolved on Nov. 8, 2005. The eleventh amendment was resolved on June 21, 2006. The twelfth amendment was resolved on	Article 33 The amendment was resolved in the promoters meeting by all promoters on June 16, 1999. The first amendment was resolved on Feb 29, 2000. The second amendment was resolved on Aug 26, 2000. The third amendment was resolved on March 1, 2001. The fourth amendment was resolved on May 12, 2001. The fifth amendment was resolved on June 27, 2001. The sixth amendment was resolved on June 21, 2003. The seventh amendment was resolved on Sep. 20, 2003. The eighth amendment was resolved on June 1, 2004. The ninth amendment was resolved on June 14, 2005. The tenth amendment was resolved on Nov. 8, 2005. The eleventh amendment was resolved on June 21, 2006. The twelfth amendment was resolved on	Add the amendment date

Before amendment	After amendment	Explanation
March 6, 2007. The thirteenth amendment was resolved on June 13, 2008. The fourteenth amendment was resolved on June 3, 2009. The fifteenth amendment was resolved on June 4, 2010. The sixteenth amendment was resolved on June 6, 2002. The seventeenth amendment was resolved on June 2, 2015. The eighteenth amendment was resolved on June 3, 2016. The nineteenth amendment was resolved on June 7, 2017. The Twentieth amendment was resolved on June 6, 2019. The twenty-first amendment was resolved on June 30, 2020. The twenty-second amendment was resolved on July 29, 2021. The twenty-third amendment was resolved on June 15, 2022.	March 6, 2007. The thirteenth amendment was resolved on June 13, 2008. The fourteenth amendment was resolved on June 3, 2009. The fifteenth amendment was resolved on June 4, 2010. The sixteenth amendment was resolved on June 6, 2002. The seventeenth amendment was resolved on June 2, 2015. The eighteenth amendment was resolved on June 3, 2016. The nineteenth amendment was resolved on June 7, 2017. The Twentieth amendment was resolved on June 6, 2019. The twenty-first amendment was resolved on June 30, 2020. The twenty-second amendment was resolved on July 29, 2021. The twenty-third amendment was resolved on June 15, 2022. The twenty-fourth amendment was resolved on June 18, 2025.	

Attachment 6

Macroblock, Inc.

Comparison Table for Procedures for Acquisition or Disposal of Assets

Before	After	Explanation
Article 7: Procedures of acquisition or disposal of real property, equipment, or right-of use assets 1. Evaluation and implementation procedures Acquisition or disposal procedures of real property, equipment and right-to-use assets shall be subject to the Fixed Assets, Factory Plants and Equipment Cycle Procedure under the Internal Control System of the Company. 2. Determination of transaction terms and authorized limit (1) The acquisition or disposal of real property should be conducted with reference to the publicly announced value, appraised value, and actual transaction price of adjacent real properties. The transaction conditions and prices shall then be deduced and compiled in an analysis report. Where the amount is less than 20% of the paid-in capital, the authorized amount and level shall be handled according to the power of approval. If the amount exceeds 20% of the paid-in capital, it shall be submitted to the chairman for approval and, passed by the Board for finalized implementation. (2) (Omitted below)	Article 7: Procedures of acquisition or disposal of real property, equipment, or right-of use assets 1. Evaluation and implementation procedures Acquisition or disposal procedures of real property, equipment and right-to-use assets shall be subject to the Fixed Assets, Factory Plants and Equipment Cycle Procedure under the Internal Control System of the Company. 2. Determination of transaction terms and authorized limit (1) The acquisition or disposal of real property or its right-of-use assets should be conducted with reference to the publicly announced value, appraised value, and actual transaction price of adjacent real properties. The transaction conditions and prices shall then be deduced and compiled in an analysis report. Where the amount is less than 20% of the paid-in capital, the authorized amount and level shall be handled according to the power of approval. If the amount exceeds 20% of the paid-in capital, it shall be submitted to the chairman for approval and, passed by the Board for finalized implementation. (2) (Omitted below)	Revised to meet practical operational needs

Attachment 7

Macroblock, Inc.

Assessment Opinion on the Necessity and Fairness of the Securities Private Placement Project

The board of directors (BOD) of Macroblock, Inc. (the “Macroblock”) desires to resolve the issuance of common stocks through securities private placement (the “Project”) at the board meeting held on Mar 6, 2025. The Project shall be adopted by the general meeting of shareholders held on June 18, 2025 prior to implementation. With respect to the “Directions for Public Companies Conducting Private Placements of Securities,” when there is a significant change in management authority within one year prior to the date on which the BOD resolves on the Project, or when there will be a significant change in management authority after the solicitation of strategic investors through the Project, Macroblock shall consult a securities underwriter to provide an assessment opinion on the necessity and fairness of the Project.

Macroblock desires to further close cooperation with strategic partners after soliciting them to Macroblock with the Project as resolved by the BOD; and whereas the planned strategic investors may fill one third of the BOD seats, Macroblock has thus commissioned its securities underwriter, KGI Securities Co., Ltd. (this “Company”), to assess and express opinions on the necessity and fairness of the Project.

The information contained in this Opinion will serve solely as a reference for Macroblock’s board meeting held on Mar 6, 2025 and its general meeting of shareholders held on June 18, 2025 without other purposes of any kind. This Company has prepared this Opinion with respect to the financial data provided by Macroblock and the information it posts on the Market Observation Post System (MOPS). This Company thus makes no representations or warranties of any kind against any influences resulting from, in connection with, or arising from the changes in this Opinion due to the changes in the Project or to other events or occurrences.

Integrated assessment of the Project’s necessity and fairness

To fill the capital demands for long-term operations and development by soliciting strategic investors, Macroblock desires to increase capital by issuing a maximum of 4,000,000 common shares domestically through private placement. The Project will be implemented through one but not more than three private placements by BOD authorization at the general meeting of shareholders. The referenced price of the common shares issued under the Project shall be determined based on “the simple arithmetic mean of the closing price of Macroblock’s common shares one, three, or five business days prior to the date of price determination after adjustment for any distribution of stock dividends, cash dividends or capital reduction” or “the simple arithmetic mean of the closing price of Macroblock’s thirty business days prior to the date of price determination after adjustment for any distribution of stock dividends, cash dividends or capital reduction,” whichever is higher. However, the actual price shall not be lower than 80% of the referenced price. The necessity and fairness of the Project are described as follows:

1. Necessity of private placement

Macroblock was established on June 25, 1999, with its main business focusing on the research, development, production, and sales of analog IC designs for mixed-signal processing. The company's product development is primarily centered on integrated driving circuits for light-emitting diode (LED) applications. It is the world's largest LED driver IC manufacturer for display screens. In recent years, the company has actively developed new products and provides integrated services, focusing on niche LED driver ICs for mid-to-high-end market displays. These products are mainly used in emerging markets such as high-value indoor commercial displays, small-pitch displays, and automotive LED lighting.

The Mini LED application market can be divided into two main areas: backlight applications and direct display applications. Benefiting from the dual drivers of these two application fields, the Mini LED market is expected to experience rapid growth. Mini LED backlight products are primarily concentrated in display areas below 110 inches, with application scenarios including televisions, gaming, high-end laptops, and automotive LCD backlighting. Looking ahead, the main growth drivers for the Mini LED backlight market will expand from high-end IT markets such as laptops and tablets to mid-to-high-end TV markets and the automotive market. According to TrendForce's report "2024 Mini LED New Backlight Display Trend Analysis," the shipment volume in 2024 is expected to reach 13.79 million units. As Mini LED end products continue to become more affordable, shipment volumes are expected to keep growing, reaching 31.45 million units by 2027, with a compound annual growth rate (CAGR) of approximately 23.9% from 2023 to 2027.

Macroblock has accumulated a number of professional assets through self-research and development over the years. Apart from this, Macroblock actively develops products in relation to LED backlights and vehicle display backlights in coordination with industrial trends, striving to reduce product costs, increase product stability, accumulates IC design experience and integrates technical capacities. In addition, Macroblock develops other high-end products and technologies to diversify products to meet customer market needs. As low-price operation has become an emerging trend in the industry, LED display market competition is fierce, and fine-pitch displays will be the major momentum of future market growth. Macroblock expects to quickly increase its production and design capacities through collaborative investments with strategic investors or strategic alliances in order to accurately grasp market demand, continuously moving towards high-end manufacturing process to enhance the added value, and also accelerate the deployment of fine-pitch display technology and development capabilities. As either the collaborative investment or strategic alliance can hasten Macroblock's development of technological and developmental capacities in mini LED displays, apart from filling the capital demand for its long-term operations and development, soliciting strategic investors will help optimize its financial structure, strengthen its competitiveness, and improve its operational performance. In addition to the relatively quick, simple and time-efficient, private placement can cut interest expenses, avoid over-dependency on bank loans, and makes fund utilization more flexible, it can also positively benefit Macroblock's future operations and profitability. Therefore, it is necessary for Macroblock to raise funds and introduce funds by issuing common shares through private placement in accordance with relevant laws and regulations.

2. Fairness of private placement

With respect to the estimated benefits, Macroblock requires funds to expand the scale of operations, strengthen its financial structure, increase revenue, and create profits to seek operational breakthroughs. Given the efficiency and convenience of private placement for soliciting strategic investors, and the non-transferability restriction of privately placed securities within three years, private placement can further secure the long-term partnership between Macroblock and its strategic investors. In addition, due to the liquidity risk in privately placed securities transactions, a discount as compensation for liquidity at a specific proportion is required by law. In results, the price of common shares issued under the Project shall not be lower than 80% of the referenced price, it is thus fair in the case. Furthermore, authorizing the BOD to proceed with private placement based on

Macroblock's actual operational needs can effectively enhance the its mobility and flexibility in fundraising. If raising funds through bank loans, this will increase both the liability ratio and the interest expense to increase Macroblock's financial risk. Moreover, as the interest rate continues to rise, raising funds through bank loans will increase Macroblock's financial burden. Therefore, apart from acquiring stable funds and improving financial structure for the long run, private placement enables soliciting strategic investors to help Macroblock expand the range of products, increase shareholder equity, and create new opportunities for business development. In addition, it is expected that a total of NT$240,000,000 (the actual price depends on the issuing price approved by the general meeting of shareholders) will be raised by issuing a maximum of 4,000,000 shares for private placement. When calculating the average interest rate for loans at 2.3% of Macroblock, it is estimated that about NT$5,520,000 will be saved from interest expense. Therefore, it is fair for Macroblock to raise funds through private placement.

In terms of investor requirements, strategic investors that can help Macroblock to improve production and R&D technologies and expand the range of products will make up the basic requirements. By soliciting strategic investors, Macroblock helps to enhance its technological capacity, reduce costs, strengthen competitiveness, and maintain steady growth through horizontal integration or collaborative research with strategic partners. In conclusion, in consideration of Macroblock's fund utilization and estimated benefits, target strategic investors, and pricing condition of subscription, it is fair for Macroblock to raise funds and solicit strategic investors through the Project.

3. Influence on Macroblock's finance and shareholder equity

The capital gained through this private placement is for investing in equipment and relevant technology needed in high-end products, enriching management funds, and establishing a sound financial structure with a view to strengthen the Company's competitive edge, to increase revenue and to create benefits, hence, under the prompt and effective influx of capital through private placement will also cause positive impacts to the Company's overall financial status.

In addition, investors are yet to be arranged in this private placement, however, strategic investors who can help the Company in broadening operations, expanding markets, enhancing technology and lowering costs to, as a consideration in priority, increase competitive edge or create shareholders' equity, therefore, although there are contingent changes to management rights after introducing strategic investors through private placement, due to the limit to free transfer within 3 years from the date the securities are gained through private placement, long-term cooperation between the Company and the places can be ensured, which will help stabilize the Company's operation. Hence, such placement should be of positive influence on shareholder's equity to the Company.

Conclusion

In conclusion, apart from raising funds for future operations and development, Macroblock can strengthen its competitiveness and improve its operational performance by soliciting strategic investors by issuing common shares through private placement. In consideration of the timeliness and stabilization of long-term partnership with investors of private placement, the Project benefits shareholder equity positively. Therefore, the Project is both necessary and fair to Macroblock.

With respect to the "Directions for Public Companies Conducting Private Placements of Securities," this Company affirms that the Project (required adoption by the general meeting of shareholders on June 18, 2025 prior to implementation) to be resolved by the BOD at the board meeting held on Mar 6, 2025 is necessary and fair.

Appraiser: KGI Securities Co., Ltd.

Responsible person: Fang Wei-Chang

Date: February 10, 2025

(The seal affixed here is valid only for the Assessment Opinion on the Necessity and Fairness of the Securities Private Placement Project in 2025 of Macroblock, Inc.)

Attachment 8

Macroblock, Inc.

2025 Restricted Stock Awards Issuance Plan

Article 1: Purpose

The Company has established this Restricted Stock Awards (hereinafter referred to as "RSAs") Issuance Plan (hereinafter referred to as "the Plan") to attract and retain professional talent, motivate employees, and enhance employee cohesion, thereby creating mutual benefits for the company and its shareholders.

Article 2: Issuance Period

Within two years from the date of receipt of the competent authority's effective notification, the Company may issue the shares at once or in installments based on actual needs. The actual issuance date and related operational matters shall be determined by the Chairman as authorized by the Board of Directors.

Article 3: Eligibility Criteria

(1) Limited to full-time employees of the Company and its subsidiaries who are employed on the grant date of the RSAs; subsidiaries are defined according to Article 369-2 of the Company Act. The actual employees receiving awards and the quantities will be determined based on factors including seniority, position level, work performance, overall contribution, and other factors, considering the Company's operational needs and business development strategy. These will be approved by the Chairman and submitted to the Board of Directors for resolution. However, managers and directors who are also employees must first be approved by the Remuneration Committee, while those who are not managers must first be approved by the Audit Committee.

(2) The cumulative number of shares that a single employee may subscribe through employee stock options issued under Article 56-1, Paragraph 1 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers (hereinafter referred to as "the Regulations"), plus the cumulative number of RSAs received, shall not exceed 0.3% of the total issued shares. Additionally, when combined with the cumulative number of shares that may be subscribed through employee stock options issued under Article 56, Paragraph 1 of the Regulations, it shall not exceed 1% of the total issued shares. However, with special approval from the central competent authorities, the combined number of employee stock options and RSAs for a single employee may not be subject to the aforementioned restrictions.

Article 4: Total Issuance

This issuance will consist of 500,000 common shares with a par value of NT$10 per share, totaling NT$5,000,000.

Article 5: Vesting Conditions and Restrictions on Share Rights

(1) Issuance Price: NT$0 per share, meaning the shares are issued for free.

(2) The shares issued to employees are ordinary shares with the same rights and obligations as other outstanding ordinary shares, except as provided in items (6) and (7).

(3) Vesting Conditions:

Employees who remain employed at the following vesting periods after receiving the RSAs and meet the personal performance evaluation indicators (with a score of at least 80 points) can achieve the vesting conditions for the following proportions of shares:

A. 20% after one year of granted.
B. 30% after two years of granted.
C. 50% after three years of granted.
"Grant" is defined as the date of stock allocation.
If the above dates fall on holidays, they will be moved forward to the previous business day.

(4) Treatment of Employees Who Do Not Meet Vesting Conditions:

Employees who voluntarily resign, are dismissed, laid off, retire, die (non-work-related), or take unpaid leave will lose their vesting rights for previously allocated but unvested shares on the date of the event, and these shares will be repurchased by the Company without compensation and canceled.

Stock dividends and cash dividends received during the vesting period: The Company will provide these to employees without compensation.

For those who do not meet the vesting conditions, the shares will be repurchased without compensation and canceled according to law; for RSAs that have not yet met the vesting conditions, if transfer or occupational disability or death occurs, they will be handled according to item (5).

(5) Treatment of unvested Restricted Stock Awards in the following situations:

Transfer to affiliated companies: If an employee is required to transfer to an affiliated company due to operational needs, the rights to the RSAs already issued remain unchanged at the time of transfer.

Occupational disability or death:

A. For those who cannot continue employment due to occupational disability, all unvested RSAs will vest upon termination, and the employee can claim the shares within one month from the effective date of termination.
B. For those who die due to occupational accidents, all unvested RSAs are considered fully vested. Heirs may apply to receive the shares or processed interests they should inherit within one year from the date of death after completing the necessary legal procedures and providing relevant supporting documents.

(6) Restrictions on share rights before meeting vesting conditions:

A. Before meeting the vesting conditions, employees may not sell, pledge, transfer, gift, encumber, or otherwise dispose of the RSAs except through inheritance.
B. After issuance, the RSAs shall be immediately placed in trust custody, and before the vesting conditions are met, employees may not request the return of the RSAs from the trustee for any reason or by any means.
C. Before employees meet the vesting conditions, all matters related to shareholders' rights at the Company's shareholders' meetings, including attendance, proposals, speeches, voting, election rights, and other shareholder rights, shall be exercised by the trust custody institution on their behalf.
D. During the vesting period, the RSAs can still participate in stock dividends, cash dividends, and cash capital increases, and the stock dividends, cash dividends, and shares from cash capital increases obtained do not need to be placed in trust custody and are not subject to the vesting period restrictions.
E. If the Company conducts a capital reduction for cash return or to offset losses during the vesting period, the RSAs shall be canceled according to the capital reduction ratio. If it is a cash capital reduction, the returned cash must be placed in trust and will be delivered to employees without interest after meeting the vesting conditions; however, if the vesting conditions are not met, the Company will recover such cash.

(7) Other provisions:

During the trust custody period of the RSAs, the Company may fully represent employees in negotiating, signing, amending, extending, releasing, terminating the trust custody contract with the stock trust institution, and giving instructions for the delivery, utilization, and disposition of the trust custody property (including but not limited to these actions).

Article 6: Signing and Confidentiality

(1) After determining the total number of units, subscription price, distribution principles, and list of recipients for the RSAs, the responsible unit will notify employees to sign the "Restricted Stock Awards Acceptance Agreement." Employees who do not complete the signing as required will be deemed to have waived their eligibility to receive RSAs.

(2) Employees who receive RSAs shall comply with confidentiality regulations and shall not disclose the number of shares received and all related content except as required by law or competent authorities. If an employee violates this and the Company considers it serious, the employee will immediately lose eligibility for shares that have not yet met the vesting conditions, and the Company has the right to repurchase their shares without compensation and cancel them.

Article 7: Taxation

All taxes arising from the acquisition of RSAs under this issuance shall be handled in accordance with the laws and regulations of the Republic of China.

Article 8: Other Important Matters

(1) This Plan shall be effective upon the attendance of more than two-thirds of the directors and the approval of more than half of the directors present, and after being reported to and approved by the competent authority. If revisions or amendments are required during the submission and review process due to requests from the competent authority, changes in relevant laws and regulations, or in response to financial market conditions or objective environmental needs, the Board of Directors is authorized to handle such matters.

(2) Any matters not covered by this Plan shall be handled in accordance with relevant laws and regulations.

II. Appendices

Appendix 1

Macroblock, Inc.

Articles of Incorporation

Chapter 1 General rules

Article 1 The Company is incorporated according to The Company Act, and is named Macroblock, Inc.

Article 2 The Company's industry classifications are:

1. IZ99990 Other Industry and Commerce Services Not Elsewhere Classified (Testing, research and development of integrated circuit)
2. F119010 Wholesale of Electronic Materials
3. F219010 Retail Sale of Electronic Materials
4. F401010 International Trade
5. I501010 Product Designing
6. CC01080 Electronic Parts and Components Manufacturing
7. F113020 Wholesale of Household Appliance
8. F213010 Retail Sale of Household Appliance
9. CC01040 Lighting Facilities Manufacturing
10. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3 The Company is headquartered in Hsinchu City, the Republic of China, and may have branches or offices set up elsewhere at home or abroad as necessary as resolved by the board of directors.

Article 4 Public announcements of the Company shall be duly made in accordance with Article 28 of The Company Act.

Article 5 The Company may make endorsements/guarantees with the need for business.

The total amount of the Corporation’s reinvestment to other companies’ limited partners shall not be subject to the restriction of not more than forty percent of the Corporation’s paid-up capital as provided in Article 13 of the Company Law.

Chapter 2 Share Capital

Article 6 The Company's authorized capital is NTD0.6 billion, divide into 60 million shares which can be raised in multiple issues at NT$10 per share.

The Corporation may issue employee stock options from time to time. A total of 6,000,000 shares (NTD$60,000,000) among the above capital stock should be reserved for issuing employee stock options, which can be raised in multiple issues at NT$10 per share resolved by the board of directors.

Article 7 The share certificates of the Corporation shall all be name-bearing share certificates, and described the rules in Article 162 of The Company Act. Share certificates shall be assigned with serial numbers, shall indicate thereon the following particulars, shall be affixed with the signatures or personal seals of three or more directors of the issuing company, and shall be duly certified or authenticated by the competent authority or a certifying institution appointed by the competent authority before issuance thereof.

For the new shares to be issued by a company offering its shares to the public, the issuing company may print a consolidated share certificate representing the total number of the new shares to be issued at the same time of issue.

For the shares to be issued to the public by a company, the issuing company may be exempted from printing any share certificate for the shares issued.

Article 8 The Company's share administration practices shall comply with "Printing Specifications for the Certificates of Publicly Traded Shares" except other rules and regulations.

Chapter 3 Shareholders meetings

Article 9 The Company's shareholders' registry will be closed within 60 days before the annual general meeting, within 30 days before the extraordinary shareholders' meeting, or within 5 days before the base date for distributing dividends or other entitlements.

After public issuance of stock, the Company's shareholders' registry will be closed within 30 days before the annual general meeting, within 15 days before the extraordinary shareholders' meeting, or within 5 days before the base date for distributing dividends or other entitlements.

Article 10 The Company holds two types of Shareholders meetings. The annual general meeting is held at least once a year, and within six months after the end of an accounting period unless otherwise permitted by The Company Act. 2. Extraordinary Shareholders meetings may be held whenever necessary, subject to compliance with the relevant laws.

Article 11 The convening of shareholders' meetings shall be at least twenty (20) days in advance, in case of regular meetings; and at least ten (10) days in advance, in case of special meetings. The date, meeting place, purpose(s) for convening any such meeting shall be clearly stated in the notices sent out to the shareholders.

After the Company's public issuance of stock, the convening of shareholders' meetings shall be at least thirty (30) days in advance, in case of regular meetings; and at least fifteen (15) days in advance, in case of special meetings. The date, meeting place, purpose(s) for convening any such meeting shall be clearly stated in the notices sent out to the shareholders.

Article 11-1 The company's shareholders' meeting may be held by video conference or other methods announced by the Ministry of Economic Affairs.

Article 12 If a shareholder is unable to attend the Shareholders meeting in person, a proxy can be appointed by completing The Company's proxy form and by specifying the scope of delegated authority. Unless otherwise regulated by The Company Act, shareholders must delegate their proxies in compliance with the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies".

Article 13 When Shareholders meetings are convened by the Board of Directors, Shareholders meetings shall be chaired by the Chairmen. If the Chairman is unable to perform his/her duties due to leave of absence or any reasons, the director appointed by the Chairman will take the Chairman's place in the meeting. If the Chairman doesn't assign an agent, the remaining directors will appoint one among themselves to perform the Chairman's duties on behalf. For a shareholders' meeting convened by any other person having the convening right, he/she shall act as the chairman of that meeting provided, however, that if there are two or more persons having the convening right, the chairman of the meeting shall be elected from among themselves.

Article 14 Except the situation described as the third paragraph of Article 157 in The Company Act, each share of stock shall be entitled to one vote while the Company legally having own share doesn't have voting rights.

Article 15 Except otherwise regulated by The Company Act, a Shareholders meeting resolution is passed when more than half of all outstanding shares are represented in the meeting, and is approved by more than half of all voting rights represented during the meeting.

Article 16 The resolutions of the shareholders' meeting shall be recorded in the minutes, and such minutes shall be signed by or sealed with the chop of the chairman of the meeting. The minutes shall be distributed and retained according to Article 183 of The Company Act.

Chapter 4 Directors

Article 17 The Company may have a total of 5~11 Directors; they are elected by shareholders to serve a term of three years, which can be renewed if elected at the end of the term.

The independent directors shall include not less than 3 members, and not less than one-fifth of the director seats.

The election of directors is subject to the provisions of Article 192-1 of the Company Act in that a candidate nomination system shall be adopted.

The professional qualifications, restrictions on shareholdings, concurrent positions held, candidate nomination system and procedures and other matters of independent directors shall be subject to the Company Act and Securities and Exchange Act, with independent and non-independent directors elected at the same time, but in separately calculated numbers. The total shares of nominal stocks held by the directors shall not be less than a specified percentage of its total issued shares.

The board of directors may set up functional committees, which shall set up the rules to exercise powers, executed after the approval of the board of directors.

The Company establishment of audit committee in accordance with Securities and Exchange Act Article 14-4. The audit committee shall be composed of the entire number of independent directors, the Audit Committee or members of Audit Committee are responsible for the implementation of Company Act, Securities and Exchange Act and other laws and regulations.

Article 18 It is advisable that the Company shall take out liability insurance for all directors with respect to liabilities resulting from the performance of duties during their terms of office.

Article 19 The Directors shall elect from among themselves a Chairman of the Board of Directors by a majority in a meeting attended by over two-thirds of the Directors. The Chairman of the Board of Directors shall have the authority to represent the Corporation.

Article 20 Meetings of the board of directors shall be convened by the chairman of the board of directors, except for otherwise provided for in The Company Act. Resolutions of the Board of Directors shall be adopted by a majority of the directors at a meeting attended by a majority of the directors, unless otherwise provided for in The Company Act,

The convention of a Board of Directors meeting must be advised to all Directors with detailed agenda at least 7 days in advance. However, meetings can be held in shorter notices in case of emergency. The notice of convening the board meeting can be made written, electronically or by fax.

Article 21 The chairman of the board of directors shall preside the meeting of the board of directors. If the Chairman is unable to perform his/her duties due to leave of absence or any reasons, the director appointed by the Chairman will take the Chairman's place in the meeting. If the Chairman doesn't assign an agent, the remaining directors will appoint one among themselves to perform the Chairman's duties on behalf.

Article 22 All board directors shall attend board meetings in person; if attendance in person is not possible, they may appoint another director to attend as their proxy. A director appointing another director to attend a board meeting in his or her place shall in each case give to that director a written proxy stating the scope of authorization with respect to the reasons for meeting. A proxy may accept a proxy from one person only.

Article 23 A company shall submit the following items for discussion by the board of directors; Without agreement, they shall not be done.

1. Corporation Charter Change.
2. Approval of The Company's budgets, reviews period-end closing and Financial Statements.
3. Significant operating plan change.
4. Endorsement, acceptance, guarantee and approval of commitment in the name of the Company and shareholders.
5. Approval of applying financing, guarantee, acceptance to financial institutions.

6. Establishment and closing of subsidiary and branch.
7. Issuance of stock.
8. Decides raising company bonds and debt call.
9. Proposes The Company's earnings appropriation proposals.
10. Proposes the increase/decrease of raised capital.
11. Appoints The Company's managers and vice managers.
12. Decides to apply for reorganization.
13. Drafts dissolution or merger with other companies.
14. Other authorities in compliance with regulations or shareholders' resolutions.

Article 24 The Board is authorized to determine the compensation for the director proposal by Compensation Committee, taking into account the extent and value of the services provided for the Company's operation and with reference to the standards of local and overseas industry.

Chapter 5 Manager

Article 25 A company may have one or more managerial personnel. Article 29 of Company Act shall apply, mutatis mutandis, to the appointment, discharge and remuneration of managers of The Company. Managerial personnel shall deal with The Company's business in accordance with the resolution of the Board of Directors.

Chapter 6 Accounting

Article 26 The Company's fiscal year is from January 1 to December 31. The Board of Directors shall calculate annual earnings at the end of the fiscal year.

Article 27 At the close of each fiscal year, the board of directors shall prepare the following statements and records and shall send the same to Annual Meeting of Shareholders for their approval according to legal procedures.
1. Business Report
2. Financial Statements
3. Earnings distribution or loss reimbursement proposal.

Article 28 The retained earnings before taxed of The Company (before deducted by the remuneration of employees and directors) shall allocate not less than 5% and not more than 3% to employees' and directors' remuneration. However, in case of the accumulated losses (including unadjusted earnings), certain profits shall first be reserved to cover them.

The preceding revenue of employees (including employees of the subsidiaries in compliance with the conditions established by the Board of Directors) can be pay in stock or cash, while the preceding remuneration of directors shall only pay in cash.

The preceding two paragraphs shall be resolved by the Board of Directors and propose to the shareholders' meeting.

Article 29 A company shall, after its losses have been covered and all taxes and dues have been paid and at the time of allocating surplus profits, first set aside ten percent of such profits as a legal reserve. However, when the legal reserve amounts to the authorized capital, this shall not apply, then allocating or reversing Special Reserve according to Regulations or rules of authorities. The balance (if any) together with beginning retained earnings, shall be drafted to distribute profits by the Board of Directors and proposed to the resolution of shareholders' meeting to distribute shareholders' bonus.

Where the Company distributes preceding surplus earning, legal reserve and capital reserve in the form of cash, such distribution is authorized to be made after a resolution has been adopted by a majority vote at a meeting of the board of directors attended by two-thirds of the total number of directors; and in addition thereto a report of such distribution shall be submitted to the shareholders' meeting; if such distribution is in the form of new shares to be issued, it shall be approved by Shareholders meetings according to the regulations.

The Company's strategy of dividends complies to current and future development plan, consideration of investment environment, fund demand and the domestic and abroad competence, meanwhile taking shareholders' revenue into account. The categories and rate of earnings distribution may allocate proposals and propose the shareholders' meeting to resolve and adjust; The shareholders' bonus shall be distributed with stock or cash. The cash dividends shall not less than 50% of total dividends.

Article 29-1 Where the Company incurs no loss, the Company may distribute the portion of legal reserve which exceeds 25% of the Company's paid-in capital and the capital reserves permitted for distribution under the Company Act, in whole or in part, in the form of cash, to the shareholders in proportion to their shareholdings by the resolution adopted by the Board and a report of such distribution shall be submitted to the shareholders' meeting.

Chapter 7 Section

Article 30 The proposal of ceasing the Company's status as a public company shall be approved by passing a special resolution at the shareholders' meeting. And this Article shall not be altered during when the Company is listed (whether exchange-listed, OTC-listed, or registered on emerging-stock market).

Article 31 To transfer shares to employees at less than the average actual share repurchases price or issue employee stock option certificates at less than market price, a company must have obtained the consent of at least two-thirds of the voting rights present at the most recent Shareholders meeting attended by shareholders representing a majority of total issued shares.

Article 32 Any other matters not set forth in the Chapter shall be dealt with in accordance with The Company Act.

Article 33 The amendment was resolved in the promoters meeting by all promoters on June 16, 1999.
The first amendment was resolved on Feb 29, 2000.
The second amendment was resolved on Aug 26, 2000.
The third amendment was resolved on March 1, 2001.
The fourth amendment was resolved on May 12, 2001.
The fifth amendment was resolved on June 27, 2001.
The sixth amendment was resolved on June 21, 2003.
The seventh amendment was resolved on Sep. 20, 2003.
The eighth amendment was resolved on June 1, 2004.
The ninth amendment was resolved on June 14, 2005.
The tenth amendment was resolved on Nov. 8, 2005.
The eleventh amendment was resolved on June 21, 2006.
The twelfth amendment was resolved on March 6, 2007.
The thirteenth amendment was resolved on June 13, 2008.
The fourteenth amendment was resolved on June 3, 2009.
The fifteenth amendment was resolved on June 4, 2010.
The sixteenth amendment was resolved on June 6, 2012.
The seventeenth amendment was resolved on June 2, 2015.
The eighteenth amendment was resolved on June 3, 2016.
The nineteenth amendment was resolved on June 7, 2017.
The twentieth amendment was resolved on June 6, 2019.
The twenty-first amendment was resolved on June 30, 2020.
The twenty-second amendment was resolved on July 29, 2021.
The twenty-third amendment was resolved on June 15, 2022.

Appendix 2

Macroblock, Inc.

Rules of Procedure for Shareholders Meetings

Article 1
The Company's "Shareholders Meeting Rules' Meetings," unless otherwise provided by the law and regulations or Corporate Charter, should be processed in accordance with the Rules.

Article 2
The Company's shareholders' meetings, unless otherwise provided by the law and regulations, should be convened by the Board of Directors.
Changes to how the Corporation convenes its shareholders meeting shall be resolved by the board of directors, and shall be made no later than mailing of the shareholders meeting notice.

Article 3
The shareholders meeting must be held at a location that is suitable and convenient for shareholders to attend. The meeting must not commence anytime earlier than 9AM or later than 3PM.
The restrictions on the place of the meeting shall not apply when the Corporation convenes a virtual-only shareholders meeting, and both the chair and secretary shall be in the same location, and the chair shall declare the address of their location when the meeting is called to order.

Article 4
If the shareholders' meeting is convened by the board of directors, the Chairman of the board is to preside the meeting. If the Chairman of the board is on leave of absence or for some reason cannot perform duty, the representative of the Chairman is appointed in accordance with the Company Law.
When a managing director or a director serves as chair, as referred to in the preceding paragraph, the managing director or director shall be one who has held that position for six months or more and who understands the financial and business conditions of the Company. The same shall be true for a representative of a juristic person director that serves as chair.
If a shareholders meeting is convened by a party with power to convene but other than the board of directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves.
It is advisable that shareholders meetings convened by the board of directors be chaired by the chairperson of the board in person and attended by a majority of the directors, and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes.

Article 5
For each shareholders meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Corporation and stating the scope of the proxy's authorization.
A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders meeting, and shall deliver the proxy form to the Corporation before five days before the date of the shareholders meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.
After a proxy form has been delivered to the Corporation, if the shareholder intends to attend the meeting in person or wishes to attend the shareholders meeting online or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to the Corporation before two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

Article 6

The Corporation 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.

Shareholders shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. The Corporation may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.

The Corporation shall furnish the attending shareholders with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in.

The Corporation shall furnish attending shareholders with the meeting agenda book, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors, pre-printed ballots shall also be furnished.

In the event of a virtual shareholders meeting, shareholders wishing to attend the meeting online shall register with the Corporation two days before the meeting date.

In the event of a virtual shareholders meeting, the Corporation shall upload the meeting agenda book, annual report and other meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

Article 6-1

To convene a virtual shareholders meeting, the Corporation shall include the follow particulars in the shareholders meeting notice:

1. How shareholders attend the virtual meeting and exercise their rights.
2. Actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events, at least covering the following particulars:
   A. To what time the meeting is postponed or from what time the meeting will resume if the above obstruction continues and cannot be removed, and the date to which the meeting is postponed or on which the meeting will resume.
   B. Shareholders not having registered to attend the affected virtual shareholders meeting shall not attend the postponed or resumed session.
   C. In case of a hybrid shareholders meeting, when the virtual meeting cannot be continued, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue. The shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, and the shareholders attending the virtual meeting online shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders meeting.
   D. Actions to be taken if the outcome of all proposals has been announced and extraordinary motion has not been carried out.
3. To convene a virtual-only shareholders meeting, appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders meeting online shall be specified.

Article 7
Attendance at shareholders meetings shall be calculated based on numbers of shares.
The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, and the shares checked in on the virtual meeting platform, plus the number of shares whose voting rights are exercised by correspondence or electronically.

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 Corporation 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 Corporation in accordance with Article 6.
When the Corporation convenes a hybrid shareholders meeting, if shareholders who have registered to attend the meeting online in accordance with Article 6 decide to attend the physical shareholders meeting in person, they shall revoke their registration two days before the shareholders meeting in the same manner as they registered. If their registration is not revoked within the time limit, they may only attend the shareholders meeting online.
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
A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Article 179, paragraph 2 of the Company Act. When the government or a juristic person is a shareholder, it may be represented by more than one representative at a shareholders meeting while the execution of its voting rights is calculated by holding of shares.
When the Corporation holds a shareholders meeting, it shall adopt exercise of voting rights by electronic means and may adopt exercise of voting rights by correspondence. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders meeting notice. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting; it is therefore advisable that the Corporation avoid the submission of extraordinary motions and amendments to original proposals.
A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to the Corporation before 2 days before the date of the shareholders meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent.
After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders meeting in person or online, a written declaration of

intent to retract the voting rights already exercised under the preceding paragraph shall be made known to the Corporation, by the same means by which the voting rights were exercised, before two business days before the date of the shareholders meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail, and except for extraordinary motions, he will not exercise voting rights on the original proposals or make any amendments to the original proposals or exercise voting rights on amendments to the original proposal. When a shareholder has exercised voting rights by correspondence or electronic means and by appointing a proxy to attend a shareholders meeting, the voting rights exercised by the proxy in the meeting shall prevail.

Article 10
The Corporation may appoint its attorneys, certified public accountants, or related persons retained by it to attend a shareholders meeting in a non-voting capacity.

Article 11
The Corporation, beginning from the time it accepts shareholder attendance registrations, shall make an uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders meeting, and the voting and vote counting procedures.
The recorded materials of the preceding paragraph shall be retained for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.
Where a shareholders meeting is held online, the Corporation shall keep records of shareholder registration, sign-in, check-in, questions raised, votes cast and results of votes counted by the Corporation, 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 Corporation during the entirety of its existence, and copies of the audio and video recording shall be provided to and kept by the party appointed to handle matters of the virtual meeting.
In case of a virtual shareholders meeting, the Corporation is advised to audio and video record the back-end operation interface of the virtual meeting platform.

Article 12
If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. Relevant proposals (including extraordinary motions and amendments to the original proposals) shall be decided on a case-by-case basis, the meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.
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), except by a resolution of the shareholders meeting. If the chair declares the meeting adjourned in violation of the rules of procedure, the other members of the board of directors shall promptly assist the attending shareholders in electing a new chair in accordance with statutory procedures, by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting.

Article 13
Before speaking, an attending shareholder or agent must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair.
A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.

When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation.

Article 14
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.

Article 15
When a juristic person is appointed to attend 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 shareholders meeting, only one of the representatives so appointed may speak on the same proposal.

Article 16
After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.
Where a virtual shareholders meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting open until the chair declaring the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. The regulations in Article 13 to 15 do not apply.
As long as questions so raised in accordance with the preceding paragraph are not in violation of the regulations or beyond the scope of a proposal, it is advisable the questions be disclosed to the public at the virtual meeting platform.

Article 17
The chair shall allow ample opportunity during the meeting for explanation and discussion of proposals and of amendments or extraordinary motions put forward by the shareholders; when the chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed and call for a vote, and arrange adequate voting time.

Article 18
Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of the Corporation.
Vote counting for shareholders meeting proposals or elections shall be conducted in public at the place of the shareholders meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote.
When the Corporation 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.
The election of directors at a shareholders meeting shall be held in accordance with the applicable election and appointment rules adopted by the Corporation, and the voting results shall be announced on-site immediately, including the names of those elected as directors and the numbers of votes with which they were elected.

Article 19
Except as otherwise provided in the Company Act and, in this Company's Corporate Charter, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. When a proposal comes to a vote at a board of directors meeting, if the chair puts the matter before all directors present at the meeting and none voices an objection, the matter is deemed approved, with equivalent force as a resolution by vote.
Discussion and voting shall be executed if with any dissent. When a proposal comes to a vote at a board of directors meeting, if the chair puts the matter before all directors present at the meeting and none voices an objection, the matter is deemed approved.

Article 20
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 a vote. When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.

Article 21
Staff handling administrative affairs of a shareholders meeting shall wear identification cards or arm bands.
The chair may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor."
At the place of a shareholders meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by the Corporation, the chair may prevent the shareholder from so doing.
When a shareholder violates the rules of procedure and defies the chair's correction, obstructing the proceedings and refusing to heed calls to stop, the chair may direct the proctors or security personnel to escort the shareholder from the meeting.

Article 22
Matters relating to the resolutions of a shareholders meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting. The meeting minutes may be produced and distributed in compliance with the Company Act.
Where a virtual shareholders meeting is convened, in addition to the particulars to be included in the meeting minutes as described in the preceding paragraph, the start time and end time of the shareholders meeting, how the meeting is convened, the chair's and secretary's name, and actions to be taken in the event of disruption to the virtual meeting platform or participation in the meeting online due to natural disasters, accidents or other force majeure events, and how issues are dealt with shall also be included in the minutes.
When convening a virtual-only shareholder meeting, other than compliance with the requirements in the preceding paragraph, the Corporation shall specify in the meeting minutes alternative measures available to shareholders with difficulties in attending a virtual-only shareholders meeting online.

Article 22-1
On the day of a shareholders meeting, the Corporation shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation, the number of shares represented by proxies and the number of shares represented by shareholders attending the meeting by correspondence or electronic means, and shall make an express disclosure of the same at the place of the shareholders meeting. In the event a virtual shareholders meeting, the Corporation shall upload the above meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

During the Corporation's virtual shareholders meeting, when the meeting is called to order, the total number of shares represented at the meeting shall be disclosed on the virtual meeting platform. The same shall apply whenever the total number of shares represented at the meeting and a new tally of votes is released during the meeting.
In the event of a virtual shareholders meeting, the Corporation shall disclose real-time results of votes and election immediately after the end of the voting session on the virtual meeting platform according to the regulations, and this disclosure shall continue at least 15 minutes after the chair has announced the meeting adjourned.
If matters put to a resolution at a shareholders meeting constitute material information under applicable laws or regulations or under Taipei Exchange Market regulations, the Corporation shall upload the content of such resolution to the MOPS within the prescribed time period.

Article 23
When a meeting is in progress, the chair may announce a break based on time considerations. If a force majeure event occurs, the chair may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.
If the meeting venue is no longer available for continued use and not all of the items (including extraordinary motions) on the meeting agenda have been addressed, the shareholders meeting may adopt a resolution to resume the meeting at another venue.
A resolution may be adopted at a shareholders meeting to defer or resume the meeting within 5 days in accordance with Article 182 of the Company Act.

Article 23-1
In the event of a virtual shareholders meeting, the Corporation may offer a simple connection test to shareholders prior to the meeting, and provide relevant real-time services before and during the meeting to help resolve communication technical issues.
In the event of a virtual shareholders meeting, when declaring the meeting open, the chair shall also declare, unless under a circumstance where a meeting is not required to be postponed to or resumed at another time under Article 44-20, paragraph 4 of the Regulations Governing the Administration of Shareholder Services of Public Companies, if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events before the chair has announced the meeting adjourned, and the obstruction continues for more than 30 minutes, the meeting shall be postponed to or resumed on another date within five days, in which case Article 182 of the Company Act shall not apply.
For a meeting to be postponed or resumed as described in the preceding paragraph, shareholders who have not registered to participate in the affected shareholders meeting online shall not attend the postponed or resumed session.
For a meeting to be postponed or resumed under the second paragraph, the number of shares represented by, and voting rights and election rights exercised by the shareholders who have registered to participate in the affected shareholders meeting and have successfully signed in the meeting, but do not attend the postpone or resumed session, at the affected shareholders meeting, shall be counted towards the total number of shares, number of voting rights and number of election rights represented at the postponed or resumed session.
During a postponed or resumed session of a shareholders meeting held under the second paragraph, no further discussion or resolution is required for proposals for which votes have been cast and counted and results have been announced, or list of elected directors and supervisors.
When the Corporation convenes a hybrid shareholders meeting, and the virtual meeting cannot continue as described in second paragraph, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, still meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue, and not postponement or resumption thereof under the second paragraph is required.

Under the circumstances where a meeting should continue as in the preceding paragraph, the shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, provided these shareholders shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders meeting.
When postponing or resuming a meeting according to the second paragraph, the Corporation shall handle the preparatory work based on the date of the original shareholders meeting in accordance with the requirements listed under Article 44-20, paragraph 7 of the Regulations Governing the Administration of Shareholder Services of Public Companies.
For dates or period set forth under Article 12, second half, and Article 13, paragraph 3 of Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, and Article 44-5, paragraph 2, Article 44-15, and Article 44-17, paragraph 1 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Corporations hall handle the matter based on the date of the shareholders meeting that is postponed or resumed under the second paragraph.

Article 24
The Corporate Charter and the Company Act shall apply to those matters not regulated by these rules.

Article 25
The rules of procedure are implemented with the resolutions reached in the shareholders' meeting, same as the amendment.

Article 26
The date of enactment：June 14, 2005
The first amendment was resolved on June 4, 2007.
The second amendment was resolved on June 6, 2012.
The third amendment was resolved on June 4, 2013.
The fourth amendment was resolved on June 12, 2014.
The fifth amendment was resolved on June 2, 2015.
The sixth amendment was resolved on June 30, 2020.
The seventh amendment was resolved on June 15, 2022.

Appendix 3

Shareholding of Directors

1. The legal proportion and shares held by the current directors of the Company are listed as below:

   Common shares issued by the Company 44,445,125 shares

   Shares that all directors shall represent according to laws 3,600,000 shares

2. Until the book closure date (Apr 20, 2025) of this general meeting, the shareholding of all directors is as listed below:

Title	Name	Shareholding under the list of shareholders until the book closure date
Director	LC Yang *	1,980,613
Director	ELAN Microelectronics Corp	3,500,000
Director	Guo, Sha- Ling **	1,593,391
Director	Tiao, Kuo- Tung	0
Independent Director	Joe Wu	0
Independent Director	Chen, Wei- Kuo	0
Independent Director	David Wang	0
Independent Director	Brandon Hsu	0
Total of directors		**7,074,004**

* The number of shares held by Director LC Yang includes 575,000 shares retained in trust.

** The number of shares held by Director Guo Shaling includes 575,000 shares retained in trust.