

Silergy Corp.

2024 Annual Shareholders' Meeting Minutes (Translation)

1. **Time:** 9:00 a.m., May 30, 2024
2. **Place:** 4F., No. 101, Songjiang Rd., Zhongshan Dist., Taipei City (UPGRADE BUSINESS CENTER)
3. **Attendees:**
 Total outstanding Silergy shares: 384,963,292 shares
 Total shares represented by shareholders present in person or by proxy: 341,713,163 shares (including 272,633,396 shares casted electronically)
 Percentage of shares held by shareholders present in person or by proxy: 89.00 %
Directors present: WEI CHEN, BUDONG YOU, Bing Xie (via Video Conference), Jiun-huei Shih, Jet Tsai, Yong-Song Tsai, Henry King
4. **Chairman:** WEI CHEN
 Recorder : Ms. Maggie Liang
5. **Call Meeting to Order:** The aggregate shareholding of the presenting shareholders constituted a quorum. The Chairman called the meeting to order.
6. **Chairman's Address:** Omitted
7. **Reporting Items:** Omitted
8. **Recognition and Discussion Items :**

Proposal 1 (Proposed by the Board of Directors)

Purpose: To accept 2023 Business Report and Consolidated Financial Statements.

Explanation:

1. The 2023 Consolidated Financial Statements were audited by the independent auditors, Ming-Yen Chien and Chun-Hung Chen of Deloitte & Touche.
2. For the 2023 Business Report, Independent Auditors' Report, and the 2023 consolidated Financial Statements, please refer to Attachments 1 and 3. (Attachment is omitted)

Voting Results: 341,115,092 shares were represented at the time of voting

Voting Condition	Voting rights	% of the total represented at the time of voting
Votes in favor	310,682,131	91.07%
Votes against	222,869	0.06%
Votes abstained	30,210,092	8.85%
Votes invalid	0	0%

RESOLVED, that the above proposal be and hereby was approved as proposed.

Proposal 2 (Proposed by the Board of Directors)

Purpose: To accept the proposal for the distribution of 2023 Earnings.

Explanation: The proposed distribution of earnings for fiscal year 2023 was approved by the Board of Directors' Meeting on March 12, 2024, and the distribution schedule for fiscal year

2023 is attached as Attachment 4. (Attachment is omitted)

Voting Results: 341,115,092 shares were represented at the time of voting

Voting Condition	Voting rights	% of the total represented at the time of voting
Votes in favor	314,016,563	92.05%
Votes against	31,350	0.00%
Votes abstained	27,067,179	7.93%
Votes invalid	0	0%

RESOLVED, that the above proposal be and hereby was approved as proposed.

Proposal 3 (Proposed by the Board of Directors)

Purpose: To approve the amendments to the Procedures for Endorsements & Guarantees.

Explanation:

1. For business operations need, it is proposed to amend the Procedures for Endorsements & Guarantees;
2. Please refer to Attachment 5 for the comparison table of the amendments. (Attachment is omitted)

Voting Results: 341,115,092 shares were represented at the time of voting

Voting Condition	Voting rights	% of the total represented at the time of voting
Votes in favor	212,861,863	62.40%
Votes against	97,075,922	28.45%
Votes abstained	31,177,307	9.13%
Votes invalid	0	0%

RESOLVED, that the above proposal be and hereby was approved as proposed.

Proposal 4 (Proposed by the Board of Directors)

Purpose: To approve the Issuance of New Employee Restricted Shares.

Explanation:

1. To attract and retain professionals needed by the Company, incentive employees and augment the employees' loyalty to jointly create the interest of the Company and its shareholders, it is hereby proposed that the shareholders' meeting to resolve 2024 New Employee Restricted Shares Plan and to issue the new employee restricted shares accordingly.
2. Below are the total amounts to be issued and the conditions for their issuance:
 - (1) The total amount to be issued is NT\$1,250,000, with the face value of NT\$2.5 for each share. A total of 500,000 shares will be issued. The restricted shares shall be issued at NT\$ 0 per share in common shares. In the event of a change in the par value of the Company's shares before reporting to the competent authorities, the chairman is authorized to adjust the number of shares issued in accordance with the changed par value of the shares.
 - (2) The employees who qualify for the employee restricted shares will be employees of the Company and its domestic and foreign subsidiaries are eligible participants of this Plan. The actual number of distributable restricted shares to employees will take the following factors into consideration: work performance, overall contribution, special contribution, pay grade

and/or years of experience. The Chairman will approve of the restricted shares and submit to the Board for approval. The number of restricted shares that each individual employee can be awarded with will follow the regulations from Article 60-9 in the Regulations Governing the Offering and Issuance of Securities by Securities Issuers.

(3) Vesting conditions shall be divided into Category A and Category B:

Category A: 300,000 shares shall be issued and granted. As long as an eligible employee being granted the Restricted Shares has been employed by the Company or its subsidiaries for 2 years since the Grant Date, and where this Company has achieved all company business objectives, all Restricted Shares granted to him/her on the Grant Date shall be vested.

Category B: 200,000 shares shall be issued and granted. As long as an eligible employee being granted the Restricted Shares has been employed by the Company or its subsidiaries for 3 years since the Grant Date, and where this Company has achieved all company business objectives, all Restricted Shares granted to him/her on the Grant Date shall be vested.

The company business objectives for Category A and Category B shall be that the Company's revenue in 2025 increases by over 120%(including) compared to 2024.

(4) The employees holding unvested Restricted Shares are entitled to the rights to participate in stock dividends distribution but are not entitled to the rights to participate in cash dividends distribution, the preemptive rights to subscribe for new shares issued for capital increase and the rights to vote.

3. Amounts that can be monetized, dilution to the Company's EPS and other possible impacts on shareholders' interests:

(1) The total of 500,000 new employee restricted shares to be issued are calculated on the basis of the market value of NT\$402.5 per share as of March 12, 2024. The Company estimates that possible monetization value is approximately NT\$201,250K.

(2) The dilution effect on the Company's annual EPS after issuance is NT\$0.52 (calculated on the basis of the 384,544K issued shares of this Company by February 29, 2024).

4. Please refer to Attachment 6 for 2024 Employee Restricted Shares Plan. It is proposed for the shareholders meeting to authorize the Board full rights to handle relevant matters and to apply to the governing institution for all shares at one time or in batches. If relevant legal regulations shall change or the governing institution's directives shall change in the future, it is also proposed for the Board to receive all rights to handle accordingly. (Attachment is omitted)

Voting Results: 341,115,092 shares were represented at the time of voting

Voting Condition	Voting rights	% of the total represented at the time of voting
Votes in favor	304,342,587	89.21%
Votes against	8,164,031	2.39%
Votes abstained	28,608,474	8.38%
Votes invalid	0	0%

RESOLVED, that the above proposal be and hereby was approved as proposed.

9. Extraordinary Motions : None

10. Adjourn Meeting: The meeting was adjourned at 9:26 a.m.