## 開會通知書

Tien, Saria Tseng.

3. Please refer to https://morps.twse.com.tw for the academic qualifications and work experience of each candidate.
、依本公司章程第30.4條規定「董事与在公司業務範圍內爲自己或他人從事行爲,應在從事破行爲之前,於股東會上向股東揭露破等利益的主要內容,並在股東會上依特別(重度)決議取得許可。」有關新任董事兼任內容,請參閱本次股東會議事手冊[置於公問資訊觀測站,查詢網址爲:https:// morps.twse.com.tw]。
In accordance with the Article 30.4 of the Memorandum and Articles of Association of the Company, a Director who engages in conduct either for himself or on behalf of another person within the scope of the Company's business, shall disclose to Members, at a general meeting prior to such conduct, a summary of the major elements of such interest and obtain the ratification of the Members at such general meeting by a Supermajority Resolution vote. As to the information for the newly director's positions holding in other companies, please refer to the Company's Handbook for 2025 Annual General Meeting. (Please refer to the website of Market Observation Post System. The web link is https://mons.tyse.com.tw).

Market Observation Post System. The web link is https://mops.twse.com.tw).

貴股東欲親自出席股東會時,請於「出席簽到卡」上簽名或蓋章後,於開會當日攜往會場辦理報到並繳交以出席股東會,如委託代理人出席時,請於「委託書」上簽名或蓋章。並親場受託代理人址名及地址後,於開會五日前送達本公司服務代理人中國信託商業銀行代理率,以悉等登出席簽到卡子受託代理人。
Please sign or seal in the "Attendance Card" while you want to attend the meeting in person. Shareholder may sign or seal in the "Proxy Statement" to appoint a proxy in writing to attend the meeting on his or her behalf by executing a power of attorney. Please send out such written "Proxy Statement" to the Company's Stock Affairs Agency, Stock Affairs Agency, Department of CTBC Bank, no later than five days prior to the meeting date for processing the "Attendance Card" to the

proxy agent.

- 如有股東徵求委託書,本公司將於114年4月28日製作徵求人徵來資料彙總表冊揭露於證基會網站,投資人如效查詢,可直接鏈入(https://free.sfi.org.tw)至「委託書公查資料免費查詢」系統,輸入查詢修住即可。
If shareholders solicit proxies for the Annual General Meeting, the Company will compile a summary statement of proxy solicitation and disclose it in the website of Securities & Futures Institute (SFI) on April 28, 2025. Investors can access SFI's website (https://free.sfi.org.tw) for relevant information.

本次股東會得以電子方式行使表決權,行使期間為:自114年4月29日起至114年5月26日止,請運登入臺灣集中保管結算所股份有限公司「股東會電子投票平台」
【https://stockservices.tdcc.com.tw】,依相關說明操作之。
This (2025) Annual General Meeting will adopt electronic votice so can of the method.

This (2025) Annual General Meeting will adopt electronic voting platform of Taiwan Depositary and Clearing Corporation will be available at https://stockservices.tdcc.com.tw from April 29, 2025 to May 26, 2025. Please log

in and vote in accordance with the instructions. 新開户股東如擬繳交股東印鑑卡,可至本公司股務代理人中信銀法人信託網站下載印鑑卡使用。 Newly opened account shareholders who intend to submit their shareholder seal card can download the seal card for use from CTBC TRUST BANKING ONLINE BANKING offered by our stock affairs agency, CTBC Bank Co., Ltd. 未次股東會委託者之統計數證機構為「中國信託商業銀行代理率」。
The proxies shall be tallied and verified by the Stock Affairs Agency Department of CTBC Bank.

十一、敬請察照辦理爲荷。 Please execute as above-mentioned

此致 貴股東

英屬開曼群島商世芯電子股份有限公司董事會 Board of Directors of Alchip Technologies, Limited

※貢股宋					
右列「	現金股利	月匯撥	申請者	51内	填妥本
人存款	帳號並	加蓋印	章後,	於股	東常會
前寄回					
Dlooc	o mail	hack	" Ann	licati	on for

Please mail back "Application for Cash Dividend Remittance" on the right hand side by filling out new bank account number with your personal seal affixed, if you wish to add or change the existing bank account registered with CTBC Bank.

registered with CTBC Bank.
Explanations:

1.The remittance fee NTD 10 will be deducted from the dividends if the Members choose to receive the dividends by wire transfer (Members' personal bank account only).

2.CTBC Bank will deliver a check by expensive the dividends by the members when the choose not to receive the dividends by 2 wire transfer (postage and handling charge totaling NTD 31 are to be borne by the Members).

<ul> <li>説 一、採用匯款者(限本人帳號), 匯款處理費10元由股利款中 内容配匯款帳號</li> <li>事事項</li> <li>原登記匯款帳號</li> <li>上が請所で Land Land Land Land Land Land Land Land</li></ul>	户. Nam Men				編號 No.								产 弱 Memb No.								57	76	Application fo
事項 競術等支票方式給付(郵資及作業處理費合計31元,由 同意依原登記帳號匯款者請勿寄回 展東自行負擔)。  銀行名稱 銀行代號 Bank Name Bank Code Bank Account Bank Bank Code Bank C	明	一、 二、	扣除。	l																	世芯 Alc	-KY hip	for Cash
(P) 후 양(대)			號郵寄支票方式給付(郵資 及作業處理費合計31元,由 股東自行負擔)。	<u>'</u>		_																	vidend
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	p Stamp 欄			郵片	<b>左</b> 籍(田)	7.0	00	局號	ᅱ	Т	Н	П		$\exists$	中	Ę	П	П	L	$\perp$	L		

中信銀爲境內外處理股務業務之目的,在法令規定、相關事實或法律關 係存續之期間,就直接或間接(例如透過集保)蒐集與股務相關之您的個 人資料,將以書面及/或電子等形式處理、利用及/或國際傳輸,例如揭 露予公務機關或協助處理股務之第三人。您得要求查詢、閱覽、製給複 本、補充或更正、停止蒐集、處理、利用及/或國際傳輸或刪除您的個 人資料,但中信銀可能因此無法提供您所需服務,亦可能依法或基於風 險管理等因素而得不依您的請求爲之。

In order for CTBC Bank Co., Ltd. (CTBC) to handle the stock matters domestically and internationally during the service period stipulated by laws and regulations or the duration of related facts or legal relationship, CTBC will process, use and/or internationally transmit, in the form of writing and/or electronic files and others, such as disclosure to government agencies or a third party assisting the stock matters, your personal information regarding stock matters which has been directly or indirectly collected by CTBC (for example, from TDCC). You may request for inquiry, review, duplicates, supplement, correction and deletion of your personal information or for cease of collection, process, use and/or international transmission of the same. Nevertheless, CTBC may therefore be unable to provide you with the requested services. In addition, CTBC may decline to follow your aforementioned request pursuant to relevant laws or its risk management policy, etc.

※本次股東常會※ ※恕不發放紀念品※ \*

台北市中正區重慶南路一段83號5樓 英屬開曼群島商世芯電子股份有限公司(股票代號:3661) 股務代理人中國信託商業銀行代理部 客服專線:(02)6636-5566

100-003 5F, NO. 83, Sec. 1, Chongqing S. Rd., Taipei, Taiwan ROC Stock Affairs Agency of Alchip Technologies, Limited(Stock code:3661) Stock Affairs Agency Department of CTBC Bank Co., Ltd. TEL No.:+886-2-6636-5566

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開會通知請速詳閱 親自出席無須寄回



台北郵局許可證 台北字第1333號

## 台啓 股東 Shareholder



開通股務已通知



出席簽到卡 **Attendance Card** 

本股東決定親自出席本公司民國 114年5月29日舉行之股東常會,

Please be informed that I/We will attend the 2025 Annual Meeting of Shareholders on May 29, 2025.

此 致

請察照。

ration

英屬開曼群島商世芯電子股份有限公司

To Alchip Technologies, Limited

股東 戸號 親自出席簽章處 Signature Shareholde Nο 股東: Name of

英屬開曼群島商世芯電子股份有限公司民國114年股東常會 2025 Annual Meeting of Shareholders of Alchip Technologies, Limite

時間:114年5月29日上午9時整

Time: 9:00 a.m. Taiwan time, May 29, 2025 也點:台北市中山區敬業四路168號3樓(維多麗亞酒店)

ocation: 3F, No.168, Jingye 4th Rd., Zhongshan Dist., Taipei City (Grand Victoria Hotel)

股東戶號:

Shareholder No.

持有股數:

Share(s) held

世芯-KY **Alchip** 

## 委託書填表須知 INSTRUCTIONS

一、委託書應依公開發行公司出席股東會使用委託書規則及公司法第一七七條規定辦理。

The format and content of proxy shall be prepared and conducted in accordance with the Regulations Governing the Use of Proxies for Attendance at Shareholder Meeting of Public

- Companies (the "Regulations") and Article 177 of the ROC Company Act.
  、股東接受他人徵求委託書前,應請徵求人提供徵求委託書之書面及廣告內容資料,或參考公司彙總之徵求人書面及廣告資料,切實瞭解徵求人與擬支持被選舉人之背景資料及徵求人對股東會各項議案之意見。 Please make a request for the provision of contents of proxy solicitation letters and printing materials, or reference solicitors' proxy statements and printing materials compiled by the Company before issuing your proxy in order to figure out the backgrounds of both the solicitor and the director candidate and the solicitors' opinions to the items of Meeting accurately
- 股東應使用本公司印發之委託書用紙,委託書與親自出席均簽名或蓋章者,視爲親自出席;但委託書由 股東交付徵求人或受託代理人者視爲委託出席。

Please use the Proxy Statement printed by the Company. In case the Company receives both signed or sealed Proxy Statement and Notice of Attendance from a shareholder, such shareholder will be deemed attending the Meeting in person unless the Proxy Statement is

delivered to the solicitor or the proxy agent. 委託書應由委託人親自簽名或蓋章,並應由委託人親自塡具徵求人或受託代理人姓名。但信託事業或股 務代理機構受委託擔任徵求人,及股務代理機構受委任擔任委託書之受託代理人者,得以當場蓋章方式 代替之。

The shareholder shall fill out the name of the solicitor or the proxy agent in the Proxy Statement and sign or affix seals on the proxies in person; however, in the situation where a trust enterprise or stock affairs agency acts as the solicitor and a stock affairs agency mandated to act as the proxy agent, seals be affixed on the proxies in substitution shall be

徵求人或受託代理人應於委託書上簽名或蓋章,並詳填户號、姓名或名稱、身分證字號或統一編號、住 受託代理人如非股東,請於股東戶號欄內填寫身分證字號或統一編號;徵求人如爲信託事業、股務 代理機構,請於股東户號欄內填寫統一編號。

Solicitor or proxy agent shall sign or seal in the Proxy Statement and fill out the number of the shareholder, name, identification number and address. The proxy agent who is not the shareholder of the Company shall fill the identification number or unified business number in the column of Shareholder Number; on the other hand, in the situation where a trust enterprise or stock affairs agent acts as the solicitor, the proxy agent shall fill its unified

business number in the column of Shareholder Number. 委託書應於開會五日前送達本公司股務代理人中國信託商業銀行代理部;委託書送達公司後,股東欲親自出席股東會或欲以書面或電子方式行使表決權者,應於股東會開會二日前,以書面向公司爲撤銷委託 之通知;逾期撤銷者,以委託代理人出席行使之表決權爲準。

The Proxy Statement shall be deposited at the Company's Stock Affairs Agency Department of CTBC Bank, at least five (5) days prior to the Meeting date. In the event that any shareholder who has appointed a proxy to attend a general meeting later intends to attend the meeting in person or to exercise his voting power by way of a written ballot or through electronic transmission, he shall, at least two (2) days prior to the date of such general meeting, serve the Company with a separate written notice revoking his previous appointment of the proxy. Votes by way of proxy shall remain valid if the relevant shareholder fails to revoke his appointment of such proxy before the prescribed time.

委 託 : Proxy Statement	書	委託人(股 Membe	36	艺 576 世芯-KY Alchip
一、茲委託	一、禁止交付現金 或其他利益之 價購 Offering cash or	股東戸號Member No.	领名司	蓋
□(一)代理本股東就會議事項行後股東權利。(全權委託) With full authorization to vote and act on my behalf at the Meeting and may also have the authorization to act for extemporary motions during the Meeting. (Authorization granted in full scope) □(二)代理本股東就下列各項議案行使本股東所委託表示之權利與意見,下列議 業未勾遷者,視為對各議議案表示承認或責施。	exchange for proxies is	姓名或名稱Name	章 Sign	
With authorization to vote and act on my behalf at the Meeting pursuant to authorization methods of exercise described below: (If neither box is ticked, it will be deemed as "vote-for".)  1.民國113年度營業報告書及財務報表案: 2024 Business Report and the Consolidated Financial Statements for the year ended December 31, 2024 of the Company.  (1) (1) 承懿(2) 反對(3) (3) 表權	during proxy solicitation.	持有股數 Shareholding	or seal	
(1)○For (2)○Against(3)○Abstain 2.民國113年度盈餘分配業: 2024 Profit Distribution Proposal. (1)○承認(2)○反對(3)○兼權	體事證向集保結算所檢舉,經查證 屬實	微 求 Solicit	人 tor	簽名或蓋章 Sign or Seal
(1) CFor (2) Against(3) CAbstain 3. 沒這董事了席(含獨立董事4篇)案。 Re-election of 7 Directors (including 4 Independent Directors). 4.修订公司章程章(應以特別決議通過): Amendments to the Memorandum and Articles of Association of the Company (By way of a Special Resolution). (1) ①對点(2) ②反對(3) ②素權 (1) (For (2) OAgainst(3) ②Abstain	者,最高給予 檢舉與, 語: 四七三七三三。 Please report to Taiwan	户 號 No.		
<ul> <li>5. 解除的任董事就業拳上室(應,以特別(金度)決議通過): Release the Prohibition on Newly Directors from Participation in Competitive Business (By way of a Supermajority Resolution).         <ul> <li>(1)(貴族(2)○反封(3)○兼權</li> <li>(1)(戶Fr (2)○Against(3)○Abstain</li> </ul> </li> <li>6.本公司辦理私募普通股業(應以特別決議通過):         <ul> <li>The Company's Issuance of Common Shares through Private Placement (By way of a Special Resolution).</li> </ul> </li> </ul>	Corp (TDCC) supplement- ing with	姓名或名稱 Name		
(1) ○ 黄 成(2) ○ 反射(3) ○ 亲權 (1) ○ For (2) ○ Against(3) ○ Abstain 7. 臨時動義。	when discovering any	受託代 Proxy Ho		簽名或蓋章 Sign or Seal
Ad Hoc Motion.  二、本股東未於前項□内勻選投權範圍或同時勻選者,視爲全權委託,但股務代理機構發性受託代理人者,不得接受全權委託,代理人屬依前項(2)之投權內容行使股東維利  If neither authorization scope box is ticked in the former item, it will be deemed as "authorization granted in full scope". However, whenever a	proxies.	户 號 No.		
stock affairs agency mandated to act as the proxy agent, no authorization granted in full scope shall be permitted. The proxy agent shall vote and act on behalf the Member pursuant to authorization methods of exercise described as item 1.(2).  三、本股東代理人得對會議臨時事宜全權處理之。	Once verified by TDCC, the person making the	姓名或名稱Name		
The proxy agent may have the authorization to act on the Member's behalf for extemporary motions during the Meeting. 四、端髁出席遊(成此席姿列卡)等文代理人收款,如因故政期間會,本委託書仍屬有效(限此一會期)。 Please deliver the Attendance Card to proxy agent. This Proxy will remain effective at any adjournment or postponement of the Meeting.	be granted a reward up to NTD 200,000.	或統一編號ID No.		
此 致 英屬關曼群島商世芯電子股份有限公司 梭櫃日期 年 月 日	Report phone number:	住 址 Add		

炎	求	場	所	及	人	員	簽	章	處	:	
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[附件一]本公司辦理私募普通股案說明

+ 一]本公司辦理也參言組成業就明. 本公司為引進策略性投資人及增強與策略合作伙伴的長期合作關係,以利公司長期經營與業務發展,擬依證券交易法第四十三條之六等規定,以私募方式辦理 現金增資發行普通股新股(以下簡稱「本次私募普通股」),預計私募普通股總數不超過1,500,000股(每股面額新台幣10元),預計增加實收資本額總額不超過新

,15,000,000元 登券交易法第四十三條之六及「公開發行公司辦理私募有價證券應注意事項」規定,說明如下:

、依应研交易法系以下二條之八及,公開發行公司辦理私募有價益券應注息事項」規定,說明如下。

(一)私募價格訂定之依據及合理性:
1.本次私募普通股每股價格之訂定,以不低於本公司定價日前下列二基準計算價格較高者之八成五訂定之:
(1)定價日前一、三或五個營業日擇一計算普通股收盤價簡單算數平均數扣除無價配股除權及配息,並加回減資反除權後之股價;或
(2)定價日前三十個營業日普通股收盤價簡單算數平均數扣除無價配股除權及配息,並加回減資反除權後之股價。
2.實際定價日及實際私募價格於不低於股東會決議成數之範圍內授權置事會依前述訂價依據,親日後治定特定人情形及市場狀況決定之。
3.本次私募價格之訂價方式係依據「公開發行公司辦理私募有價證券應注意事項」規定,並考量公司未來展望以及私募有價證券之轉讓時點、對象及數量均有嚴格限制,且三年內不得治辦上市掛牌,流動性較差等因素,故本次私募價格之訂定應屬合理,對股東權益不致有重大影響。
(二)性字之,經濟方式:

(二)特定人選擇方式: 1.本次私募普通股之對象以符合證券交易法第43條之6及金融監督管理委員會112年9月12日金管證發字第1120383220號函之規定擇定特定人,並以策略性

1.本灾私暴普通般之對家以符合證券交易法第43條之6及金融監督管理委員會112年9月12日金管證發字第1120383220號函之規定擇定特定人,並以策略性投資人為限。
 2.應募人撥為策略性投資人:

 (1)應募人接入實際方式與目的:因本公司長期經營與業務發展需要,將選擇對本公司之未來營運能產生直接或間接助益者為優先考量,並能有助於本公司擴大業務市場,強化客戶關係,或提升業務開發整合效益,或能提高技術,並能認同本公司經營理念之策略性投資人。
 (2)必要性:本次選定應募人之目的係為引進策略性投資人及增強與策略合作伙伴的長期合作關係,透過策略性投資人可提升本公司之長期競爭力及營運效益,故有其必要性。

新球性の等と必要性由: 1.不採用公開募集之理由:考量資本市場狀況、發行成本、私募方式之籌資時效性及可行性,以及私募股票有三年內不得自由轉讓之限制等因素,較可確 保並強化與策略合作伙伴間更緊密的長期合作關係,故本次不採用公開募集而擬以私募方式辦理現金增資發行新股。 2.私募之額度:本次私募普通股總額度在不超過1,500,000股額度內,將於股東會決議之日起一年內一次或分次(最多不超過三次)辦理。 3.本次私募普通股各分次辦理之資金用涂及預計達成效益如下:

. 本人仏秀首理》	<b>や火仏券首进収合ガ火辧荘と貝並用述及頂引達成双益州下・</b>											
辦理次數	資金用途	預計達成效益										
分一次辦理	<b>拿</b>	吃瓜八司之须然风险。 34.4.1.3.4.4.4.4.1.1.4.4.3.1.4.										
分二次辦理	尋求與國內外科技大廠及產業基金進行技術合作、市場業務合作或策略聯  盟機會,同時充實營運週轉金及因應公司長期營運發展所需	降低公司之經營風險,強化財務結構,提升本公司未  來營運績效之效益										
分三次辦理	画版自:  門門 九貝名廷巡特亚及四巡公司及物名廷坂底川而	小 古 生 根 从										

(四)獨立董事是否有反對或保留意見:【否】。(五)董事會決議辦理本次私募普通股前一年內經營權並無發生重大變動,且本次私募普通股之應募人將以策略性投資人為限,將對本公司業務發展有正面助益。本公司未來選定本次私募普通股之應募人時,將以該次私募普通股交付日起一年內經營權不發生重大變動為原則。

3.除上述授權範圍外,擬提請股東會授權董事長,代表本公司簽署與商議一切有關私募普通股之契約及文件,並為本公司辦理一切有關發行私募普通股所

無之事宜。
(七)本公司私募有價證券議案,依證券交易法第43條之6規定,應說明事項請詳公開資訊觀測站(網址:https://mopsplus.twse.com.tw/mops/#/web/t116sb01)及本公司網站(網址:https://www.alchip.com),請點選「投資人關係」進入「股東專區」項下「股東會議」。
[Exhibit I] The explanations for the Company's Issuance of Common Shares through Private Placement:
(1)In order to introduce strategic investors and strengthen the Company's long-term cooperative relationship with strategic partners, so as to facilitate the Company's long-term operation and business development, it is proposed to raise capital in cash by issuance of new common shares through private placement (hereinafter referred to as the "Privately Placed Common Shares"), in compliance with the provisions of Article 43-6 of the Securities and Exchange Act and relevant regulations. It is expected that the aggregate number of Privately Placed Common Shares will not exceed 1,500,000 shares (at par value of NT\$10 per share) and the increased paid-in capital amount will not exceed NT\$ 15,000,000.
(2)According to the provisions of Article 43-6 of the Securities and Exchange Act and the "Directions for Public Companies Conducting Private Placements of Securities" the further explanations are set forth as follows:

exceed 1,500,000 snares (at par value or N1\$10 per snare) and the increased paid-in capital amount will not exceed N1\$15,000,000.

[2]According to the provisions of Article 43-6 of the Securities and Exchange Act and the "Directions for Public Companies Conducting Private Placements of Securities", the further explanations are set forth as follows:

1. The basis and rationality of the pricing of private placement

A.As to the pricing of the Privately Placed Common Shares, the price per share shall not be lower than 85% of the higher price of the following two calculations before the pricing date:

i. The simple average closing price of the Company's common shares is calculated based on either the 1, 3, or 5 business days before the pricing date and is adjusted upon distribution of stock dividends and cash dividends, and capital reduction; or ii. The simple average closing price of the Company's common shares is calculated based on 30 business days before the pricing date and is adjusted upon distribution of stock dividends and cash dividends and capital reduction.

B. The actual pricing date and the actual price of common shares to be issued through private placement shall not be less than the range approved by the resolution of the Company shareholders' meeting. The board of directors of the Company will be authorized to determine the price based on the aforesaid price, future specific persons' situation and market conditions.

C. The pricing method of this private placement price is based on the "Directions for Public Companies Conducting Private Placements of Securities", considering that the Company's future prospects, the timing, object, and quantity of transfer of private placement of securities are strictly limited. Moreover, it is also not possible to be listed on the TWSE within three years and the liquidity is poor. Therefore, the pricing of the private placement of this fiscal year shall be reasonable and would cause no major impact on shareholders' equity.

2. Methods for selecting specific persons

i.Method and purpose of selecting investors:
i.Method and purpose of selecting investors: Due to the Company's long-term business and business development needs, it will give priority to those who may directly or indirectly contribute to the future operation of the Company, and can help the Company expand its business, strengthen customer relations, or enhance business development integration benefits, or can improve technology, and can recognize the

Company's business strategy.

ii.Necessity: The purpose of selecting offerees is to introduce strategic investors and strengthen long-term cooperation with strategic partners.

Through strategic investors, the long-term competitiveness and operational effectiveness of the Company can be enhanced, which is

ii. Expected Benefits: It is expected that through strategic investors' experience, technology, knowledge, brand reputation, and market access, the Company can cooperate with such investors in strategic cooperation, joint business development or market integration, which will help the Company to reduce operating costs and expand its sales market to improve the Company's future operating performance.

the Company to reduce operating costs and expand its sales market to improve the Company's future operating performance.

C.There are no offerees at present.

A.Reasons for the private placement:

A.Reasons for not adopting public offerings: Considering factors such as capital market conditions, offering costs, timeliness and feasibility of fundraising for private placements, and restrictions on private placement of shares that cannot be freely transferred within three years, etc. In this way, it can ensure and strengthen strategic partnerships in a closer long-term cooperation relationship. Therefore, public offering is not adopted this time, and a private placement to increase capital in cash by issuance of new share is conducted instead.

B.The size of the proposed private placement: The aggregate number of this Privately Placed Common Shares shall not exceed 1,500,000 shares and will be issued once or in installments (up to a maximum of three times) within one year from the date of the resolution of the shareholders' meeting.

meeting.

C.The use of proceeds raised from issuance of Privately Placed Common Shares and the estimated benefits processed in different tranches.

Processing times	Capital purpose	Expected results
Once in a single transaction	Seek opportunities for technical cooperation, business	Reduce the Company's operating risks,
Twice in two transactions	Seek opportunities for technical cooperation, business cooperation or strategic alliances with domestic and foreign big tech companies or industrial funds, and at the same time, enrich working capital and meet the Company's long term operational development needs	strengthen its financial structure, and improve the Company's future operating
Three times in three transactions	Company's long-term operational development needs	performance

4. Has any of the independent directors expressed any objection or reservation? None.

5. There is no occurrence of significant change of control event within the past year preceding the day when the Company's board of directors resolves on this private placement plan. As the investors to subscribe for the Privately Placed Common Shares will be limited to strategic investors, the proposed private placement may have a positive contribution to the Company's business development. The selection of strategic investors by way of this private placement will be subject to the principle that no significant change of control event would occur within one year following the delivery of Privately Placed Common Shares.

6 Other matters that should be stated:

6.Other matters that should be stated:

A.The rights and obligations contain in the Privately Placed Common Shares are in principle the same as the common shares issued by the Company; however, according to the provisions of Article 43-8 of the Securities and Exchange Act, in addition to the objects and conditions of the assignment as prescribed by the provisions, in principle, the Privately Placed Common Shares shall not be freely transferred within three years from the date of delivery. After the full three years from the delivery date, the company plans to obtain a consent letter from the Taiwan Stock Exchange in accordance with the relevant provisions of the Securities and Exchange Act, etc. The Company shall apply for re-issuance of the public offering of the Privately Placed Common Shares and application for the listing of the Privately Placed Common Shares with the

competent authority.

B.The terms and conditions of the proposed issuance of Privately Placed Common Shares, including the actual number of Privately Placed Common Shares, the final private placement price, selection of investors, record date, issuance conditions, project items, use of proceeds and progress, expected benefits, and all other matters related to the issuance plan, will be brought to the shareholders' meeting and request authorization for the board of directors to adjust, determine and handle based on the market conditions, and if future changes such as due to amendments in laws or regulations or when required by the competent authority or based on operational assessment, or due to changes in the objective environment, the board of directors of the Company will be authorized to handle it completely.

C.In addition to the aforesaid scope of authorization, it is proposed that the Chairman is authorized to sign and negotiate all contracts and documents relating to Privately Placed Common Shares on behalf of the Company, and to handle all necessary matters regarding to Privately Placed Common Shares for the Company.

7.In accordance with the provisions of Article 43-6 of the Securities and Exchange Act, please see the explanations for the Company's Issuance of Common Shares through Private Placement on the website of Market Observation Post System (https://mopsplus.twse.com.tw/mops/#/web/t116sb01) and visit the Company's Website (https://www.alchip.com). Please click on 'Investors', then proceed to 'Shareholders Service', and select the 'Shareholders' meeting' for further information.