



Handbook for the 2025 Annual Meeting of Shareholders

(TRANSLATION)

Meeting Date: May 29, 2025

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MediaTek Inc.
Procedure for the 2025 Annual Meeting of Shareholders

1. Call the Meeting to Order
2. Chairman Remarks
3. Report Items
4. Acknowledgements
5. Proposed Resolutions and Election
6. Extemporaneous Motions
7. Meeting Adjourned

MediaTek Inc.
Year 2025
Agenda of Annual Meeting of Shareholders

Time: 9:00 a.m., May 29, 2025 (Thursday)

Venue: MediaTek Inc., No. 1, Dusing 1st Road, Hsinchu Science Park, Hsinchu City, Taiwan
R.O.C.

Held by means of: Physical shareholders' meeting

Agenda:

1. Call the meeting to order
2. Chairman remarks
3. Report Items
 - (1). 2024 business report
 - (2). Audit Committee's review report
 - (3). Report on 2024 employees' compensation and remuneration to Directors
 - (4). Report on cash dividends from 2024 profits
4. Acknowledgements
 - (1). Adoption of the 2024 business report and financial statements
 - (2). Adoption of the proposal of distribution of 2024 profits
5. Proposed Resolutions and Election
 - (1). Amendment to the Company's "Articles of Incorporation"
 - (2). Election of one additional Independent Director of the 10th Board of Directors
 - (3). Release of the non-compete restriction on the Company's Director of the 10th Board of Directors
6. Extemporaneous Motions
7. Meeting Adjourned

Report Items

Report item (1)

Proposed by the Board of Directors

Subject: 2024 business report.

Descriptions: 2024 business report is attached on pages 9-10, Attachment 1.

Report item (2)

Proposed by the Board of Directors

Subject: Audit Committee's review report.

Descriptions: 2024 Audit Committee's review report is attached on page 11, Attachment 2.

Report item (3)

Proposed by the Board of Directors

Subject: Report on 2024 employees' compensation and remuneration to Directors.

Descriptions:

- (1). According to Article 24 of the Company's Articles of Incorporation, if there is any profit for a specific fiscal year, the Company shall allocate no less than 1% of the profit as employees' compensation and shall allocate at a maximum of 0.5% of the profit as remuneration to Directors, provided that the Company's accumulated losses shall have been covered in advance.
- (2). The Board of Directors has adopted a proposal for distribution of 2024 profit as follows: employees' compensation is NT\$1,382,435,629 and the remuneration to Directors is NT\$101,000,000; both shall be paid in cash.

Report item (4)

Proposed by the Board of Directors

Subject: Report on cash dividends from 2024 profits.

Descriptions:

- (1). According to Article 24-1 of the Company's Articles of Incorporation, the Board of Directors is authorized to distribute cash dividends on a half-yearly basis after the close of each half fiscal year and to report such distributions to the shareholders' meeting.
- (2). The amounts, as approved by the Board of Directors, and payment dates of the cash dividends for the first and second halves of 2024, are demonstrated in the table below:

2024	Approval Date (year/month/day)	Payment Date (year/month/day)	Cash Dividends Per Share (NT\$)	Total Amount (NT\$)
First half of 2024	2024/10/30	2025/01/24	29	46,448,951,710
Second half of 2024	2025/02/27	2025/07/31(Note1)	25 (Note1/Note2)	40,041,558,775

Note:

1. The Board of Directors also authorized the Chairman to determine the record date and the payment date. In the event the number of outstanding shares is affected by the Company's subsequent shares buyback, transfer or cancellation of treasury stocks, issuance or withdrawal of employee restricted stocks awards or other causes, the Chairman is authorized to adjust the distribution amount per share based on the actual number of the outstanding shares on the record date and other related matters.
2. The cash dividends will be distributed to each shareholder based on shareholding percentages and be rounded down to the nearest dollar. The amounts under one dollar due to the rounding off are summed and recognized as the Company's other income.

Acknowledgements

Acknowledgement (1)

Proposed by the Board of Directors

Subject: Adoption of the 2024 business report and financial statements.

Descriptions:

- (1). 2024 financial statements, including the balance sheets, statements of comprehensive income, statements of changes in equity, and statements of cash flows, were audited by independent auditors Hsin-Min Hsu and Chien-Che Huang of Ernst & Young.
- (2). For the 2024 business report, independent auditors' report and the aforementioned financial statements, please refer to pages 9-10, Attachment 1, pages 12-21, Attachment 3, and pages 22-31, Attachment 4.

Resolution:

Acknowledgement (2)

Proposed by the Board of Directors

Subject: Adoption of the proposal of distribution of 2024 profits.

Descriptions:

- (1). The proposal of distribution of 2024 profits has been approved by the Board of Directors in the 6th Board Meeting of the 10th session.
- (2). Please refer to the 2024 profit distribution table below:

Unit: New Taiwan dollar (NTD)

Descriptions	Amount (NTD)	Remarks
Unappropriated retained earnings of previous years	156,217,697,646	
Plus: Net income of 2024	106,386,577,884	
Plus: Proceeds from disposal of equity instruments measured at fair value through other comprehensive income	54,252,940	
Plus: Actual gain on defined benefit plans	68,415,822	
Plus: Adjustment for restricted stocks awards	22,840,552	
Earnings available for distribution	262,749,784,844	
Reserve and Distribution items:		
Legal reserve-First half of 2024	(5,702,090,394)	
Legal reserve-Second half of 2024	(4,951,118,326)	Cash dividend per share (Note).
Dividend to common shareholders - First half of 2024	(46,448,951,710)	NT\$29.0 per share
Dividend to common shareholders - Second half of 2024	(40,041,558,775)	NT\$25.0 per share
Unappropriated retained earnings	165,606,065,639	

Note: According to the Company's Articles of Incorporation, cash dividends shall be approved by the Board of Directors and be reported at the shareholders' meeting. Please refer to Report item (4) for details.

Chairman: Ming-Kai Tsai Chief Executive Officer: Rick Tsai Chief Financial Officer: David Ku

Resolution:

Proposed Resolutions and Election

Proposal (1)

Proposed by the Board of Directors

Subject: Amendment to the Company's "Articles of Incorporation". Approval is respectfully requested.

Descriptions: In accordance with the amendment of Article 14(6) of the Securities and Exchange Act, Articles 24 and 27 of the Company's Articles of Incorporation are proposed to be amended. The comparison table illustrating the original and amended text of the "Articles of Incorporation" is available on pages 32-33, Attachment 5.

Resolution:

Proposal (2)

Proposed by the Board of Directors

Subject: Election of one additional Independent Director of the 10th Board of Directors. Election is respectfully requested.

Descriptions:

- (1) According to Article 14 of the Company's Articles of Incorporation, the Company shall have five to nine Directors, with the actual number to be determined by the Board.
- (2) The Company's Board of Directors is currently composed of eight Directors (including four Independent Directors), and the Board of Directors has approved to elect one additional Independent Director. The tenure of the Independent Director to be elected shall align with the remaining tenure of the Directors of the 10th session, starting from the conclusion of the 2025 annual shareholders' meeting on May 29th, 2025 to May 26th, 2027.
- (3) According to Article 14 of the Company's Articles of Incorporation, the election of the Independent Director shall be conducted in accordance with Article 192-1 of the Company Act, where the system of nomination of candidates shall be adopted. For the list of the Independent Director candidate(s), the candidate's educational background, experience, and other relevant information, please refer to page 34, Attachment 6.
- (4) Election is respectfully requested.

Resolution:

Proposal (3)

Proposed by the Board of Directors

Subject: Release of the non-compete restriction on the Company's Director of the 10th Board of Directors. Approval is respectfully requested.

Descriptions:

- (1) Pursuant to Article 209 of the Company Act, a Director who engages in any behavior for himself/herself or on behalf of another person that is within the scope of the company's business shall explain the essential contents of such an act to the shareholders' meeting and obtain its approval.
- (2) As the Independent Director candidate of the 10th session to be elected at this shareholders' meeting holds concurrent positions at other companies whose business scope is the same or similar to that of the Company, we hereby request the shareholders' meeting to approve the release of the non-compete restriction imposed on the newly elected Director from the date on which he begins serving as a Director of the Company, in accordance with the above mentioned Article 209 of the Company Act.

- (3) The concurrent positions at other companies held by the Independent Director candidate to be elected at this shareholder's meeting are as follows:

Name	Company Names and Concurrent Positions
Hsiao-Wuen Hon (Independent Director)	Independent Director, Ambarella, Inc. Part-time advisor, Tola Capital

- (4) Respectfully request the shareholders to release the non-compete restrictions on the above Director candidate.

Resolution:

Extemporaneous Motions

Meeting Adjourned

Attachment

Attachment 1

MediaTek Inc. 2024 Business Report

Dear shareholders:

In recent years, the global semiconductor industry has experienced rapid changes due to shifts in the global economic environment and adjustments in customer inventory strategies. In 2024, after stringent inventory control, customer inventories returned to relatively healthy levels, and gradual improvements in end-market demand further drove customer inventory replenishment. Meanwhile, due to the increase in adoption of technologies such as high-performance computing and generative AI, advancements in technology and product upgrades have continued to drive robust industry growth. In 2024, MediaTek leveraged its leading technology and product portfolio to fully capture market demand, achieving a year-on-year revenue growth of 22.4% to NT\$530.6 billion, with a gross margin increase of 1.8 percentage points to 49.6%, an operating profit margin increase of 2.7 percentage points to 19.3%, and earnings per share of NT\$66.92, a growth of 38% year-on-year. With the concerted efforts of all employees, MediaTek achieved remarkable results in 2024, demonstrating a solid market position and superior competitiveness.

In Mobile Phone, MediaTek maintained a leading global market share in 2024. In addition to continuously leveraging its technology advantages to support customer demand across various price segments, MediaTek launched the new flagship 5G Agentic AI chip – Dimensity 9400. The Dimensity 9400 continues the all-big-core CPU design, combined with advanced GPU and NPU, showcasing exceptional performance and power efficiency. It integrates MediaTek's Dimensity Agentic AI engine, upgrading traditional AI applications to Agentic AI applications with reasoning capabilities, accelerating the formation of a richer AI ecosystem. Flagship smartphones adopting the Dimensity 9400 have been well-received in the market, driving MediaTek's overall flagship revenue to double, contributing over \$2 billion in revenue in 2024.

In Smart Edge Platforms, various end products continued technology upgrades. For example, connectivity technologies advanced to Wi-Fi 7, 5G, and 10GPON, and computing performance of devices such as tablets and Chromebooks continued to improve. In connectivity, MediaTek actively and strategically participated in standard setting and successfully expanded its comprehensive product portfolio to global operators, with market share continuing to increase in 2024. In tablet, the demand for generative AI continued to drive revenue contribution from high-end chips. In ASIC, MediaTek focused on the rapidly growing AI data center market opportunities through its superior SerDes IP, high-end chip design capabilities, close cooperation with the supply chain, and flexible business models, showcasing the advanced co-packaged optics (CPO) and 224G SerDes technologies required for next-generation data center AI chips. In automotive, MediaTek's products include cockpit, telematics, and power management IC, which were adopted by several automakers in 2024. In Power Management IC, MediaTek continued to expand into new application areas, realizing broader technology value.

Looking ahead, the trend of ubiquitous AI will continue to drive market opportunities, and MediaTek is well-positioned in both edge computing and cloud computing. In edge computing, MediaTek continues to collaborate with global customers through its series of edge computing chips that combine powerful CPUs, GPUs, and NPUs, and an industry-leading product roadmap. In cloud computing, MediaTek continues to develop advanced AI accelerators and actively collaborates with supply chain partners to enhance advanced process and packaging capabilities, providing customers with leading solutions. MediaTek will seize the AI trend through continuous technology breakthroughs and product innovations, driving steady growth in the market.

MediaTek continues to make progress in corporate governance, social inclusion, and environmental sustainability, receiving recognition from authoritative organizations both domestically and internationally. MediaTek was not only recognized as the fastest-growing company in Interbrand's "Best Taiwan Global Brands" but also listed in Newsweek's "World's Most Trustworthy Companies 2024" and Forbes' "World's Best Employers 2024". Additionally, MediaTek

was listed in Business Weekly's "Top 100 Carbon Competitiveness" and received the TCSA "Top 10 Corporate Sustainability Awards" and CommonWealth Magazine's "Talent for a Better Future Award" in the large manufacturing category, ranking third.

In corporate governance, MediaTek continued to strengthen the diversity and independence of the Board of Directors and has been ranked in the top 5% of listed companies in the Corporate Governance Evaluation for four consecutive years. Additionally, through the MediaTek Foundation, MediaTek promotes social inclusion, collaborating with supply chain partners for local innovation, encouraging over 100 middle and elementary school teachers to start STEM courses, and establish practical experience exchanges in AI teaching. In environmental sustainability, MediaTek constructed internal and external greenhouse gas inventory systems, completed Scope 3 greenhouse gas inventory, and completed renewable energy purchase agreements and the installation of solar photovoltaic on the roofs of its own office buildings in the Hsinchu Science Park, aiming to use 100% renewable energy in all MediaTek offices by 2030 and to reach net zero emissions by 2050.

In terms of shareholder returns, MediaTek distributes cash dividends semi-annually, with a total cash dividend of NT\$55 per share paid in 2024, continuously sharing its operational results with shareholders and striving to enhance shareholder value. MediaTek will continue to establish close partnerships with the global semiconductor supply chain, accumulate technology capabilities, drive innovation, and provide leading solutions to serve customers, jointly achieving higher operational milestones with shareholders and realizing greater growth and success. Finally, we would like to extend our sincere appreciation to all of our shareholders for your long-term trust and continuous support.

Chairman: Ming-Kai Tsai

Chief Executive Officer: Rick Tsai

Chief Financial Officer: David Ku

Attachment 2

Audit Committee's Review Report

The Board of Directors has prepared the Company's 2024 business report, financial statements, and proposal for allocation of profits. The CPA firm of Ernst & Young was retained to audit MediaTek's financial statements and has issued an audit report relating to the financial statements. The business report, financial statements, and profit allocation proposal have been reviewed by the Audit Committee and no irregularities were found. We hereby report as above according to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act. Please kindly approve.

To MediaTek Inc. 2025 Annual General Shareholders' Meeting

MediaTek Inc.

Chairman of the Audit Committee: Chung-Yu Wu

February 27, 2025



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English Translation of a Report Originally Issued in Chinese

Independent Auditors' Report

To the Board of Directors and Shareholders
of MediaTek Inc.

Opinion

We have audited the accompanying consolidated balance sheets of MediaTek Inc. and its subsidiaries as of December 31, 2024 and 2023, and the related consolidated statements of comprehensive income, changes in equity and cash flows for the years ended December 31, 2024 and 2023, and notes to the consolidated financial statements, including the summary of material accounting policies (together “the consolidated financial statements”).

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of MediaTek Inc. and its subsidiaries as of December 31, 2024 and 2023, and their consolidated financial performance and cash flows for the years ended December 31, 2024 and 2023, in conformity with the requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards, International Accounting Standards, Interpretations developed by the International Financial Reporting Interpretations Committee or the former Standing Interpretations Committee as endorsed and became effective by Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagement of Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of MediaTek Inc. and its subsidiaries in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China (the “Norm”), and we have fulfilled our other ethical responsibilities in accordance with the Norm. 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 2024 consolidated financial statements. 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.

Revenue recognition

MediaTek Inc. and its subsidiaries recognized NT\$530,585,886 thousand as net sales, which includes sale of goods in the amount of NT\$522,257,791 thousand and services and other operating revenues in the amount of NT\$8,328,095 thousand for the year ended December 31, 2024. Main source of revenue comes from sales of chips. Due to the fact that the product portfolio and the pricing methods are varied and sales discounts are usually directly included or indirectly implied in purchase orders or in practice, it is necessary for the Company to judge and determine the performance obligation of a contract, the timing of its satisfaction, and the estimate of the variable considerations. As a result, we determined the matter to be a key audit matter.

Our audit procedures include (but are not limited to) assessing the appropriateness of the accounting policy for revenue recognition; evaluating and testing the effectiveness of internal control which is related to the timing of revenue recognition; performing test of details on samples selected from details of sales, reviewing the significant terms of sales agreements, testing five steps of revenue recognition and tracing to relevant documentation of transactions; performing test for contract modification, test for contract consolidation and test for principal and agent; adopting audit sampling on trade receivables and performing confirmation procedures on final balance and key terms of sales agreements; and reviewing transactions for certain period before and after the reporting date, analyzing the reasonableness of fluctuations and selecting samples to perform cutoff procedures, tracing to relevant documentation to verify that revenue has been recorded in the correct accounting period. Besides, we also reviewed if there are any significant revenue reversals in subsequent periods.

We also considered the appropriateness of the disclosures of sales. Please refer to Note 4, Note 5 and Note 6 in notes to consolidated financial statements.

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 requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards, International Accounting Standards, Interpretations developed by the International Financial Reporting Interpretations Committee or the former Standing Interpretations Committee as endorsed by 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 ability to continue as a going concern of MediaTek Inc. and its subsidiaries, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate MediaTek Inc. and its subsidiaries or to cease operations, or has no realistic alternative but to do so.

Those charged with governance, including audit committee, are responsible for overseeing the financial reporting process of MediaTek Inc. and its subsidiaries.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgment and 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 internal control of MediaTek Inc. and its subsidiaries.
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 ability to continue as a going concern of MediaTek Inc. and its subsidiaries. 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 MediaTek Inc. and its subsidiaries to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the accompanying notes, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within MediaTek Inc. and its subsidiaries 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 2024 consolidated financial statements 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.

Others

We have audited and expressed an unqualified opinion on the parent company only financial statements of MediaTek Inc. as of and for the years ended December 31, 2024 and 2023.

Hsu, Hsin-Min

Huang, Chien-Che

Ernst & Young, Taiwan

February 27, 2025

Notice to Readers

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

Accordingly, the accompanying financial statements and report of independent accountants are not intended for use by those who are not informed about the accounting principles or the Standards on Auditing of the Republic of China, and their applications in practice. As the financial statements are the responsibility of the management, Ernst & Young cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

English Translation of Financial Statements Originally Issued in Chinese
MEDIATEK INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
As of December 31, 2024 and 2023
(Amounts in thousands of New Taiwan Dollars)

ASSETS		December 31, 2024	%	December 31, 2023	%
Current assets					
Cash and cash equivalents	4, 6(1)	\$ 203,695,892	29	\$ 165,396,010	26
Financial assets at fair value through profit or loss-current	4, 5, 6(2)	5,271,003	1	5,671,167	1
Financial assets at fair value through other comprehensive income-current	4, 5, 6(3)	6,266,087	1	6,040,475	1
Financial assets measured at amortized cost-current	4, 5, 6(4)	4,390,824	1	3,565,531	-
Notes receivable, net	6(22)	-	-	3,142	-
Trade receivables, net	4, 5, 6(5), 6(22)	43,944,786	6	55,049,729	9
Trade receivables from related parties, net	4, 5, 6(5), 6(22), 7	40,666	-	53,462	-
Finance lease receivables, net	4, 6(22), 6(23)	727,892	-	727,892	-
Other receivables	6(6)	7,056,968	1	4,807,004	1
Current tax assets	4, 5, 6(30)	1,574,062	-	222,054	-
Inventories	4, 5, 6(7)	58,414,245	8	43,220,266	7
Prepayments	6(8), 9	15,865,797	2	5,193,532	1
Other current assets	9	3,777,240	1	938,504	-
Total current assets		351,025,462	50	290,888,768	46
Non-current assets					
Financial assets at fair value through profit or loss-noncurrent	4, 5, 6(2)	4,528,285	1	4,871,348	1
Financial assets at fair value through other comprehensive income-noncurrent	4, 5, 6(3)	74,233,421	11	72,400,861	12
Financial assets measured at amortized cost-noncurrent	4, 5, 6(4), 8	72,942,395	11	55,580,529	9
Investments accounted for using the equity method	4, 6(9)	18,266,368	3	17,153,100	3
Property, plant and equipment	4, 6(10)	56,917,043	8	53,291,265	8
Right-of-use assets	4, 6(23)	8,918,559	1	8,597,305	1
Investment property, net	4, 6(11)	2,554,285	-	2,221,916	-
Intangible assets	4, 6(12), 6(13), 7	82,257,042	12	81,244,768	13
Deferred tax assets	4, 5, 6(30)	14,390,228	2	14,663,824	2
Refundable deposits	9	2,555,165	-	7,201,684	1
Long-term finance lease receivables, net	4, 6(22), 6(23)	-	-	727,892	-
Net defined benefit assets-noncurrent	4, 6(17)	40,679	-	26,265	-
Other non-current assets-others	9	9,238,598	1	26,168,969	4
Total non-current assets		346,842,068	50	344,149,726	54
Total assets		\$ 697,867,530	100	\$ 635,038,494	100

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

English Translation of Financial Statements Originally Issued in Chinese
MEDIATEK INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
As of December 31, 2024 and 2023
(Amounts in thousands of New Taiwan Dollars)

LIABILITIES AND EQUITY		Notes	December 31, 2024	%	December 31, 2023	%
Current liabilities						
Short-term borrowings		6(14)	\$ 940,000	-	\$ 2,200,000	-
Financial liabilities at fair value through profit or loss-current		4, 5, 6(2)	4,229	-	301,675	-
Contract liabilities-current		4, 5, 6(21), 7	4,318,428	1	3,376,759	1
Trade payables			38,735,333	5	36,859,388	6
Trade payables to related parties		7	2,041,173	-	1,919,652	-
Other payables		6(15)	110,342,579	16	91,653,105	15
Other payables to related parties		7	61,710	-	108,629	-
Current tax liabilities		4, 5, 6(30)	13,059,756	2	15,011,015	2
Lease liabilities-current		4, 6(23)	995,267	-	837,485	-
Current portion of long-term liabilities			7,979,049	1	5,626,183	1
Other current liabilities		4, 5, 6(16)	88,424,802	13	74,105,113	12
Total current liabilities			266,902,326	38	231,999,004	37
Non-current liabilities						
Long-term payables			2,681,442	-	4,604,807	1
Net defined benefit liabilities-noncurrent		4, 6(17)	534,237	-	620,770	-
Deposits received		7	196,400	-	211,796	-
Deferred tax liabilities		4, 5, 6(30)	10,556,716	2	8,452,479	1
Lease liabilities-noncurrent		4, 6(23)	8,375,041	1	8,060,351	1
Other non-current liabilities-others		4, 6(18), 9	3,566,021	1	6,883,929	1
Total non-current liabilities			25,909,857	4	28,834,132	4
Total liabilities			292,812,183	42	260,833,136	41
Equity attributable to owners of the parent						
Share capital		6(19)				
Common stock			16,016,880	2	15,996,475	3
Capital surplus		6(19), 6(20), 6(33)	31,636,053	5	28,350,438	4
Retained earnings		6(19)				
Legal reserve			89,308,524	13	75,782,948	12
Undistributed earnings			210,598,743	30	212,669,736	33
Other equity		6(20)	49,122,847	7	35,462,155	6
Treasury shares		4, 6(19)	(55,970)	-	(55,970)	-
Equity attributable to owners of the parent			396,627,077	57	368,205,782	58
Non-controlling interests						
Total equity		4, 6(19), 6(33)	8,428,270	1	5,999,576	1
			405,055,347	58	374,205,358	59
Total liabilities and equity			\$ 697,867,530	100	\$ 635,038,494	100

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

MEDIATEK INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

For the years ended December 31, 2024 and 2023

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

Description	Notes	2024	%	2023	%
Net sales	4, 5, 6(21), 7	\$ 530,585,886	100	\$ 433,446,330	100
Operating costs	4, 5, 6(7), 6(24), 7	(267,200,185)	(50)	(226,079,292)	(52)
Gross profit		263,385,701	50	207,367,038	48
Operating expenses	6(22), 6(23), 6(24), 7				
Selling expenses		(17,089,713)	(4)	(14,423,677)	(3)
Administrative expenses		(11,946,997)	(2)	(9,703,256)	(2)
Research and development expenses		(131,993,135)	(25)	(111,384,930)	(26)
Expected credit impairment gains (losses)		56,111	-	(55,669)	-
Total operating expenses		(160,973,734)	(31)	(135,567,532)	(31)
Operating income		102,411,967	19	71,799,506	17
Non-operating income and expenses					
Interest income	4, 6(25)	11,149,734	2	7,307,831	2
Other income	4, 6(26), 7	3,934,113	1	6,700,758	1
Other gains and losses	4, 6(27)	1,959,681	-	1,095,336	-
Finance costs	6(28)	(453,291)	-	(399,373)	-
Share of profit of associates and joint ventures accounted for using the equity method	4, 6(9)	516,576	-	278,384	-
Total non-operating income and expenses		17,106,813	3	14,982,936	3
Net income before income tax		119,518,780	22	86,782,442	20
Income tax expense	4, 5, 6(30)	(12,378,157)	(2)	(9,591,498)	(2)
Net income		107,140,623	20	77,190,944	18
Other comprehensive income	4, 6(9), 6(17), 6(19), 6(29), 6(30)				
Items that may not be reclassified subsequently to profit or loss					
Remeasurements of defined benefit plan		84,794	-	134,517	-
Unrealized gains (losses) from equity instrument investments measured at fair value through other comprehensive income		(2,088,221)	-	8,383,303	2
Share of other comprehensive income of associates and joint ventures accounted for using the equity method		(718)	-	(341,870)	-
Income tax relating to those items not to be reclassified to profit or loss		150,917	-	(123,667)	-
Items that may be reclassified subsequently to profit or loss					
Exchange differences resulting from translating the financial statements of foreign operations		17,212,011	3	(1,083,346)	-
Unrealized gains (losses) from debt instrument investments measured at fair value through other comprehensive income		14,028	-	15,216	-
Share of other comprehensive income of associates and joint ventures accounted for using the equity method		(177,166)	-	(201,278)	-
Other comprehensive income, net of tax		15,195,645	3	6,782,875	2
Total comprehensive income		\$ 122,336,268	23	\$ 83,973,819	20
Net income for the periods attributable to :					
Owners of the parent	6(31)	\$ 106,386,578		\$ 76,978,637	
Non-controlling interests	6(19)	754,045		212,307	
		<u>\$ 107,140,623</u>		<u>\$ 77,190,944</u>	
Total comprehensive income for the periods attributable to :					
Owners of the parent		\$ 121,555,605		\$ 83,781,837	
Non-controlling interests		780,663		191,982	
		<u>\$ 122,336,268</u>		<u>\$ 83,973,819</u>	
Basic Earnings Per Share (in New Taiwan Dollars)	6(31)	<u>\$ 66.92</u>		<u>\$ 48.51</u>	
Diluted Earnings Per Share (in New Taiwan Dollars)	6(31)	<u>\$ 66.78</u>		<u>\$ 48.34</u>	

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

MEDIATEK INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

For the years ended December 31, 2024 and 2023

(Amounts in thousands of New Taiwan Dollars)

Description	Equity attributable to owners of the parent											Non-controlling interests	Total equity
	Share capital		Capital surplus	Retained earnings		Other equity			Treasury shares	Equity attributable to owners of the parent			
	Common stock	Capital collected in advance		Legal reserve	Undistributed earnings	Exchange differences resulting from translating the financial statements of foreign operations	Unrealized gains (losses) from financial assets measured at fair value through other comprehensive income	Others					
Balance as of January 1, 2023	\$ 15,394,353	\$ 113	\$ 47,185,281	\$ 62,058,498	\$ 286,688,675	\$ 7,359,676	\$ 23,079,555	\$ (2,200,891)	\$ (55,970)	\$ 440,109,290	\$ 2,948,949	\$ 443,058,239	
Distribution of earnings:	-	-	-	-	(13,724,450)	-	-	-	-	-	-	-	
Legal reserve	-	-	-	13,724,450	(13,724,450)	-	-	-	-	(138,529,355)	-	(138,529,355)	
Cash dividends	-	-	-	-	(152,253,805)	-	-	-	-	(138,529,355)	-	(138,529,355)	
Total	-	-	-	-	-	-	-	-	-	-	-	-	
Cash dividends distributed from capital surplus	-	-	(22,395,132)	-	-	-	-	-	-	(22,395,132)	-	(22,395,132)	
Profit for the year ended December 31, 2023	-	-	-	-	76,978,637	-	-	-	-	76,978,637	212,307	77,190,944	
Other comprehensive income for the year ended December 31, 2023	-	-	-	-	106,934	(1,251,022)	7,947,288	-	-	(20,325)	6,803,200	6,782,875	
Total comprehensive income	-	-	-	-	77,085,571	(1,251,022)	7,947,288	-	-	83,781,837	191,982	83,973,819	
Share-based payment transactions	2,273	(113)	81,354	-	-	-	-	-	-	83,514	123,999	207,513	
Adjustments due to dividends that subsidiaries received from parent company	-	-	592,402	-	-	-	-	-	-	592,402	-	592,402	
Changes in associates and joint ventures accounted for using the equity method	-	-	32,879	-	-	-	-	-	-	32,879	4,453	37,332	
The differences between the fair value of the consideration paid or received from acquiring or disposing subsidiaries and the carrying amounts of the subsidiaries	-	-	(2,356,639)	-	-	-	-	-	-	(2,356,639)	(612,082)	(2,968,721)	
Changes in ownership interests in subsidiaries	-	-	5,061,315	-	-	-	-	-	-	5,061,315	3,856,274	8,917,589	
Issuance of restricted stock for employees	(151)	-	107,552	-	9,537	-	-	1,667,307	-	1,784,245	-	1,784,245	
Changes in other capital surplus	-	-	41,426	-	-	-	-	-	-	41,426	-	41,426	
Proceeds from disposal of equity instruments measured at fair value through other comprehensive income	-	-	-	-	1,139,758	-	(1,139,758)	-	-	-	-	-	
Non-controlling interests	-	-	-	-	-	-	-	-	-	-	(513,999)	(513,999)	
Balance as of December 31, 2023	15,396,475	-	28,350,438	75,782,948	212,669,736	6,108,654	29,887,085	(533,584)	(55,970)	368,205,782	5,999,576	374,205,358	
Distribution of earnings:	-	-	-	-	(13,525,576)	-	-	-	-	-	-	-	
Legal reserve	-	-	-	13,525,576	(95,077,504)	-	-	-	-	(95,077,504)	-	(95,077,504)	
Cash dividends	-	-	-	-	(108,603,080)	-	-	-	-	(95,077,504)	-	(95,077,504)	
Total	-	-	-	-	-	-	-	-	-	-	-	-	
Profit for the year ended December 31, 2024	-	-	-	-	106,386,578	-	-	-	-	106,386,578	754,045	107,140,623	
Other comprehensive income for the year ended December 31, 2024	-	-	-	-	68,416	17,005,504	(1,904,893)	-	-	15,169,027	26,618	15,195,645	
Total comprehensive income	-	-	-	-	106,454,994	17,005,504	(1,904,893)	-	-	121,555,605	780,663	122,336,268	
Adjustments due to dividends that subsidiaries received from parent company	-	-	428,674	-	-	-	-	-	-	428,674	-	428,674	
Changes in associates and joint ventures accounted for using the equity method	-	-	327,309	-	-	-	-	-	-	327,309	916	328,225	
The differences between the fair value of the consideration paid or received from acquiring or disposing subsidiaries and the carrying amounts of the subsidiaries	-	-	(177,867)	-	-	-	-	-	-	(177,867)	(43,661)	(221,528)	
Changes in ownership interests in subsidiaries	-	-	112,798	-	-	-	-	-	-	112,798	(73,469)	39,329	
Issuance of restricted stock for employees	20,405	-	2,585,863	-	22,840	-	-	(1,385,666)	-	1,243,442	-	1,243,442	
Changes in other capital surplus	-	-	8,838	-	-	-	-	-	-	8,838	-	8,838	
Proceeds from disposal of equity instruments measured at fair value through other comprehensive income	-	-	-	-	54,253	-	(54,253)	-	-	-	-	-	
Non-controlling interests	-	-	-	-	-	-	-	-	-	-	1,764,245	1,764,245	
Balance as of December 31, 2024	16,016,880	-	31,636,053	89,306,524	210,598,743	23,114,158	27,927,939	(1,919,250)	(55,970)	396,627,077	8,428,270	405,055,347	

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

MEDIATEK INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
For the years ended December 31, 2024 and 2023
(Amounts in thousands of New Taiwan Dollars)

Description	2024	2023
Cash flows from operating activities :		
Profit from continuing operations before tax	\$ 119,518,780	\$ 86,782,442
Adjustments for:		
The profit or loss items which did not affect cash flows:		
Depreciation expenses	12,560,224	11,001,295
Amortization expenses	8,375,769	7,198,902
Expected credit impairment (gains) losses	(56,111)	55,669
Net (gains) losses on financial assets or liabilities at fair value through profit or loss	(786,901)	30,641
Interest expenses	453,291	399,373
Net losses arising from derecognition of financial assets measured at amortized cost	31,165	14,616
Interest income	(11,149,734)	(7,307,831)
Dividend income	(3,421,872)	(6,192,604)
Share-based payment expenses	1,216,286	1,897,141
Share of profit of associates and joint ventures accounted for using the equity method	(516,576)	(278,384)
Losses on disposal of property, plant and equipment	3,813	15,667
(Gains) losses on disposal of investments accounted for using the equity method	(1,007,936)	2,466
Impairment loss on non-financial assets	74,233	-
Other adjustments	64	(4)
Changes in operating assets and liabilities:		
Financial assets mandatorily measured at fair value through profit or loss	2,147,889	5,230,418
Notes receivable	3,142	(331)
Trade receivables	12,314,417	(14,290,073)
Trade receivables from related parties	12,796	(18,869)
Other receivables	1,275,372	2,184,097
Inventories	(15,291,975)	27,404,403
Prepayments	(324,265)	1,418,402
Other current assets	(815,312)	264,558
Other non-current assets-others	8,335,323	8
Contract liabilities	929,217	(1,524,135)
Trade payables	1,839,351	17,105,232
Trade payables to related parties	121,521	155,858
Other payables	11,394,238	(258,298)
Other payables to related parties	28,119	14,181
Other current liabilities	11,747,867	31,147,733
Net defined benefit liabilities	(16,153)	(17,463)
Other non-current liabilities-others	(1,953,421)	4,230,716
Cash inflows generated from operations	157,042,621	166,665,826
Interest received	9,391,270	6,981,235
Dividends received	3,534,226	5,993,543
Interest paid	(567,162)	(449,613)
Income tax paid	(13,346,348)	(13,099,669)
Net cash flows from operating activities	156,054,607	166,091,322
Cash flows from investing activities :		
Acquisition of financial assets at fair value through other comprehensive income	(3,802,236)	(4,127,635)
Proceeds from disposal of financial assets at fair value through other comprehensive income	3,868,758	20,532,971
Proceeds from capital reduction of financial assets at fair value through other comprehensive income	216,705	50,991
Acquisition of financial assets measured at amortized cost	(25,728,091)	(35,101,005)
Proceeds from repayments of financial assets measured at amortized cost	10,748,222	6,487,443
Proceeds from disposal of investments accounted for using the equity method	25,997	-
Net cash flows from acquisition of subsidiaries	219,037	-
Proceeds from capital reduction of investments accounted for using the equity method	-	115,719
Acquisition of property, plant and equipment	(13,786,506)	(9,324,762)
Proceeds from disposal of property, plant and equipment	15,770	7,978
Decrease in refundable deposits	293,039	115,018
Acquisition of intangible assets	(8,726,280)	(7,502,419)
Decrease in finance lease receivables	727,892	-
Net cash flows used in investing activities	(35,927,693)	(28,745,701)
Cash flows from financing activities :		
Decrease in short-term borrowings	(1,260,000)	(1,500,000)
Repayment of long-term borrowings	-	(827,660)
(Decrease) increase in deposits received	(16,003)	22,089
Payments of lease liabilities	(901,987)	(817,836)
Exercise of employee stock options	-	79,477
Cash dividends paid	(87,550,792)	(120,981,171)
Acquisition of ownership interests in subsidiaries	(221,528)	(2,968,721)
Changes in non-controlling interests	(204,440)	8,403,590
Other financing activities	35,374	21,093
Net cash flows used in financing activities	(90,119,376)	(118,569,139)
Effect of exchange rate changes on cash and cash equivalents	8,292,344	(882,627)
Net increase in cash and cash equivalents	38,299,882	17,893,855
Cash and cash equivalents at the beginning of the year	165,396,010	147,502,155
Cash and cash equivalents at the end of the year	\$ 203,695,892	\$ 165,396,010

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



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English Translation of a Report Originally Issued in Chinese

Independent Auditors' Report

To the Board of Directors and Shareholders
of MediaTek Inc.

Opinion

We have audited the accompanying parent company only balance sheets of MediaTek Inc. as of December 31, 2024 and 2023, and the related parent company only statements of comprehensive income, changes in equity and cash flows for the years ended December 31, 2024 and 2023, and notes to the parent company only financial statements, including the summary of material accounting policies (together “the parent company only financial statements”).

In our opinion, the parent company only financial statements referred to above present fairly, in all material respects, the parent company only financial position of MediaTek 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 ended December 31, 2024 and 2023, in conformity with the requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements section of our report. We are independent of MediaTek Inc. in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China (the “Norm”), and we have fulfilled our other ethical responsibilities in accordance with the Norm. 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 2024 parent company only financial statements. 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.

Revenue recognition

MediaTek Inc. recognized NT\$280,438,884 thousand as net sales, which includes sale of goods in the amount of NT\$269,578,696 thousand and services and other operating revenues in the amount of NT\$10,860,188 thousand for the year ended December 31, 2024. Main source of revenue comes from sales of chips. Due to the fact that the product portfolio and the pricing methods are varied and sales discounts are usually directly included or indirectly implied in purchase orders or in practice, it is necessary for the Company to judge and determine the performance obligation of a contract, the timing of its satisfaction, and the estimate of the variable considerations. As a result, we determined the matter to be a key audit matter.

Our audit procedures include (but are not limited to) assessing the appropriateness of the accounting policy for revenue recognition; evaluating and testing the effectiveness of internal control which is related to the timing of revenue recognition; performing test of details on samples selected from details of sales, reviewing the significant terms of sales agreements, testing five steps of revenue recognition and tracing to relevant documentation of transactions; performing test for contract modification, test for contract consolidation and test for principal and agent; adopting audit sampling on trade receivables and performing confirmation procedures on final balance and key terms of sales agreements; and reviewing transactions for certain period before and after the reporting date, analyzing the reasonableness of fluctuations and selecting samples to perform cutoff procedures, tracing to relevant documentation to verify that revenue has been recorded in the correct accounting period. Besides, we also reviewed if there are any significant revenue reversals in subsequent periods.

We also considered the appropriateness of the disclosures of sales. Please refer to Note 4, Note 5 and Note 6 in notes to the parent company only financial statements.

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 requirements of 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 ability to continue as a going concern of MediaTek Inc., disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate MediaTek Inc. or to cease operations, or has no realistic alternative but to do so.

Those charged with governance, including audit committee, are responsible for overseeing the financial reporting process of MediaTek Inc.

Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements

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

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgment and 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 internal control of MediaTek Inc.
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 ability to continue as a going concern of MediaTek Inc. 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 MediaTek 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 accompanying notes, 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 MediaTek Inc. and its subsidiaries to express an opinion on the parent company only 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 2024 parent company only financial statements 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.

Hsu, Hsin-Min

Huang, Chien-Che

Ernst & Young, Taiwan

February 27, 2025

Notice to Readers

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

Accordingly, the accompanying financial statements and report of independent accountants are not intended for use by those who are not informed about the accounting principles or the Standards on Auditing of the Republic of China, and their applications in practice. As the financial statements are the responsibility of the management, Ernst & Young cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

MEDIATEK INC.

PARENT COMPANY ONLY BALANCE SHEETS

As of December 31, 2024 and 2023

(Amounts in thousands of New Taiwan Dollars)

ASSETS	Notes	December 31, 2024	%	December 31, 2023	%
Current assets					
Cash and cash equivalents	4, 6(1)	\$ 89,141,863	14	\$ 47,975,519	9
Financial assets at fair value through profit or loss-current	4, 5, 6(2)	1,815,248	-	2,430,520	-
Financial assets measured at amortized cost-current	4, 6(4)	199,487	-	361,079	-
Trade receivables, net	4, 6(5), 6(20)	20,514,957	3	33,354,341	6
Trade receivables from related parties, net	4, 6(5), 6(20), 7	639,358	-	529,579	-
Finance lease receivables, net	4, 6(20), 6(21)	727,892	-	727,892	-
Other receivables	6(6)	4,052,306	1	2,921,418	1
Other receivables from related parties	7	22,475,481	3	304,451	-
Current tax assets	4, 5, 6(28)	1,114,792	-	-	-
Inventories	4, 5, 6(7)	27,613,619	4	25,078,769	4
Prepayments	6(8), 9	7,865,439	2	2,755,272	1
Other current assets	9	3,616,366	1	853,426	-
Total current assets		179,776,808	28	117,292,266	21
Non-current assets					
Financial assets at fair value through profit or loss-noncurrent	4, 5, 6(2)	33,500	-	708,472	-
Financial assets at fair value through other comprehensive income-noncurrent	4, 5, 6(3)	5,996,297	1	6,892,365	1
Financial assets measured at amortized cost-noncurrent	4, 6(4), 8	2,163,123	1	2,363,083	1
Investments accounted for using the equity method	4, 6(9)	350,291,663	54	308,672,201	55
Property, plant and equipment	4, 6(10)	33,511,820	5	30,714,741	6
Right-of-use assets	4, 6(21)	2,163,104	-	2,325,926	-
Intangible assets	4, 6(11), 6(12)	61,487,848	9	62,090,859	11
Deferred tax assets	4, 5, 6(28)	8,383,668	1	10,028,618	2
Refundable deposits	9	1,179,962	-	5,834,185	1
Long-term finance lease receivables, net	4, 6(20), 6(21)	-	-	727,892	-
Other non-current assets-others	9	4,582,424	1	12,264,954	2
Total non-current assets		469,793,409	72	442,623,296	79
Total assets		\$ 649,570,217	100	\$ 559,915,562	100

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

MEDIATEK INC.

PARENT COMPANY ONLY BALANCE SHEETS

As of December 31, 2024 and 2023

(Amounts in thousands of New Taiwan Dollars)

LIABILITIES AND EQUITY	Notes	December 31, 2024	%	December 31, 2023	%
Current liabilities					
Financial liabilities at fair value through profit or loss-current		\$ -	-	\$ 301,272	-
Contract liabilities-current	4, 5, 6(2)	4,019,704	1	3,225,795	1
Trade payables	4, 5, 6(19), 7	23,244,485	4	24,113,488	4
Trade payables to related parties	7	1,805,816	-	1,470,994	-
Other payables	6(13)	90,405,096	14	76,542,380	14
Other payables to related parties	7	2,147,167	-	21,151,965	4
Current tax liabilities	4, 5, 6(28)	2,624,279	-	8,740,833	1
Lease liabilities-current	4, 6(21)	281,600	-	255,038	-
Current portion of long-term liabilities		5,106,282	1	3,701,876	1
Other current liabilities	4, 5, 6(14), 7	41,742,160	6	35,480,009	6
Total current liabilities		171,376,589	26	174,983,650	31
Non-current liabilities					
Long-term payables	7	1,742,737	-	2,892,890	1
Long-term payables to related parties		68,485,120	12	-	-
Net defined benefit liabilities-noncurrent	4, 6(15)	426,982	-	485,127	-
Deposits received	7	56,359	-	56,677	-
Deferred tax liabilities	4, 5, 6(28)	8,056,080	1	6,225,407	1
Lease liabilities-noncurrent	4, 6(21)	1,944,099	-	2,101,208	-
Other non-current liabilities-others	4, 6(16), 9	855,174	-	4,964,821	1
Total non-current liabilities		81,566,551	13	16,726,130	3
Total liabilities		252,943,140	39	191,709,780	34
Equity					
Share capital	6(17)				
Common stock		16,016,880	2	15,996,475	3
Capital surplus	6(17), 6(18)	31,636,053	5	28,350,438	5
Retained earnings	6(17)				
Legal reserve		89,308,524	14	75,782,948	14
Undistributed earnings		210,598,743	32	212,669,736	38
Other equity	6(18)	49,122,847	8	35,462,155	6
Treasury shares	4, 6(17)	(55,970)	-	(55,970)	-
Total equity		396,627,077	61	368,205,782	66
Total liabilities and equity		\$ 649,570,217	100	\$ 559,915,562	100

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

MEDIATEK INC.

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME

For the years ended December 31, 2024 and 2023

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

Description	Notes	2024	%	2023	%
Net sales	4, 5, 6(19), 7	\$ 280,438,884	100	\$ 268,685,527	100
Operating costs	4, 5, 6(7), 6(22), 7	(130,183,997)	(46)	(131,565,573)	(49)
Gross profit		150,254,887	54	137,119,954	51
Unrealized gross profit on sales		(371,226)	-	(207,605)	-
Realized gross profit on sales		211,658	-	189,921	-
Gross profit, net		150,095,319	54	137,102,270	51
Operating expenses	6(20), 6(21), 6(22), 7				
Selling expenses		(9,510,994)	(3)	(9,013,919)	(3)
Administrative expenses		(6,561,734)	(2)	(5,135,942)	(2)
Research and development expenses		(101,953,456)	(37)	(80,592,743)	(30)
Expected credit impairment gains (losses)		56,125	-	(56,293)	-
Total operating expenses		(117,970,059)	(42)	(94,798,897)	(35)
Operating income		32,125,260	12	42,303,373	16
Non-operating income and expenses					
Interest income	4, 6(23)	2,874,889	1	966,082	-
Other income	4, 6(24), 7	350,857	-	312,893	-
Other gains and losses	4, 6(25)	1,698,360	1	790,848	-
Finance costs	6(26), 7	(154,822)	-	(172,510)	-
Share of profit of subsidiaries, associates and joint ventures accounted for using the equity method	4	73,749,010	26	39,455,194	15
Total non-operating income and expenses		78,518,294	28	41,352,507	15
Net income before income tax		110,643,554	40	83,655,880	31
Income tax expense	4, 5, 6(28)	(4,256,976)	(2)	(6,677,243)	(2)
Net income		106,386,578	38	76,978,637	29
Other comprehensive income	4, 6(9), 6(15), 6(27), 6(28)				
Items that may not be reclassified subsequently to profit or loss					
Remeasurements of the defined benefit plan		57,171	-	118,934	-
Unrealized gains (losses) from equity instrument investments measured at fair value through other comprehensive income		(110,215)	-	(327,518)	-
Share of other comprehensive income of subsidiaries, associates and joint ventures accounted for using the equity method which may not be reclassified to profit or loss		(1,788,803)	(1)	8,283,361	3
Income tax relating to those items not to be reclassified to profit or loss		(11,434)	-	(23,787)	-
Items that may be reclassified subsequently to profit or loss					
Exchange differences resulting from translating the financial statements of foreign operations		17,005,504	5	(1,251,022)	(1)
Unrealized gains (losses) from debt instrument investments measured at fair value through other comprehensive income		104	-	164	-
Share of other comprehensive income of subsidiaries, associates and joint ventures accounted for using the equity method which may be reclassified to profit or loss		16,700	-	3,068	-
Other comprehensive income, net of tax		15,169,027	4	6,803,200	2
Total comprehensive income		\$ 121,555,605	42	\$ 83,781,837	31
Basic Earnings Per Share (in New Taiwan Dollars)	6(29)	\$ 66.92		\$ 48.51	
Diluted Earnings Per Share (in New Taiwan Dollars)	6(29)	\$ 66.78		\$ 48.34	

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

MEDIATEK INC.

PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY

For the years ended December 31, 2024 and 2023

(Amounts in thousands of New Taiwan Dollars)

Description	Share capital		Retained earnings		Other equity			Treasury shares	Total equity
	Common stock	Capital collected in advance	Capital surplus	Legal reserve	Undistributed earnings	Exchange differences resulting from translating the financial statements of foreign operations	Unrealized gains (losses) from financial assets measured at fair value through other comprehensive income	Others	
Balance as of January 1, 2023	\$ 15,994,353	\$ 113	\$ 47,185,281	\$ 62,058,498	\$ 286,688,675	\$ 7,359,676	\$ 23,079,555	\$ (2,200,891)	\$ 440,109,290
Distribution of earnings:	-	-	-	-	-	-	-	-	-
Legal reserve	-	-	-	13,724,450	(13,724,450)	-	-	-	-
Cash dividends	-	-	-	-	(138,529,355)	-	-	-	(138,529,355)
Total	-	-	-	13,724,450	(152,253,805)	-	-	-	(138,529,355)
Cash dividends distributed from capital surplus	-	-	(22,395,132)	-	-	-	-	-	(22,395,132)
Profit for the year ended December 31, 2023	-	-	-	-	76,978,637	-	-	-	76,978,637
Other comprehensive income for the year ended December 31, 2023	-	-	-	-	106,934	(1,251,022)	7,947,288	-	6,803,200
Total comprehensive income	-	-	-	-	77,083,571	(1,251,022)	7,947,288	-	83,781,837
Share-based payment transactions	-	(113)	81,354	-	-	-	-	-	81,241
Adjustments due to dividends that subsidiaries received from parent company	-	-	592,402	-	-	-	-	-	592,402
Changes in associates and joint ventures accounted for using the equity method	-	-	32,879	-	-	-	-	-	32,879
The differences between the fair value of the consideration paid or received from acquiring or disposing subsidiaries and the carrying amounts of the subsidiaries	-	-	(2,356,639)	-	-	-	-	-	(2,356,639)
Changes in ownership interests in subsidiaries	-	-	5,061,315	-	-	-	-	-	5,061,315
Issuance of restricted stock for employees	(151)	-	107,552	-	9,537	-	-	1,667,307	1,784,245
Changes in other capital surplus	-	-	41,426	-	-	-	-	-	41,426
Proceeds from disposal of equity instruments measured at fair value through other comprehensive income	-	-	-	-	1,139,758	-	(1,139,758)	-	-
Balance as of December 31, 2023	15,994,202	-	28,350,438	75,782,948	212,669,736	6,108,654	29,887,085	(533,584)	368,203,509
Distribution of earnings:	-	-	-	13,525,576	(13,525,576)	-	-	-	-
Legal reserve	-	-	-	-	(95,077,504)	-	-	-	(95,077,504)
Cash dividends	-	-	-	13,525,576	(108,603,080)	-	-	-	(95,077,504)
Total	-	-	-	-	106,386,578	-	-	-	106,386,578
Profit for the year ended December 31, 2024	-	-	-	-	68,416	17,005,504	(1,904,893)	-	15,169,027
Other comprehensive income for the year ended December 31, 2024	-	-	-	-	106,454,994	17,005,504	(1,904,893)	-	121,555,605
Total comprehensive income	-	-	-	-	-	-	-	-	-
Adjustments due to dividends that subsidiaries received from parent company	-	2,273	428,674	-	-	-	-	-	428,674
Changes in associates and joint ventures accounted for using the equity method	-	-	327,309	-	-	-	-	-	327,309
The differences between the fair value of the consideration paid or received from acquiring or disposing subsidiaries and the carrying amounts of the subsidiaries	-	-	(177,867)	-	-	-	-	-	(177,867)
Changes in ownership interests in subsidiaries	-	-	112,798	-	-	-	-	-	112,798
Issuance of restricted stock for employees	20,405	-	2,585,863	-	22,840	-	-	(1,385,666)	1,243,442
Changes in other capital surplus	-	-	8,838	-	-	-	-	-	8,838
Proceeds from disposal of equity instruments measured at fair value through other comprehensive income	-	-	-	-	54,253	-	(54,253)	-	-
Balance as of December 31, 2024	\$ 16,014,607	\$ -	\$ 31,636,053	\$ 89,308,524	\$ 210,598,743	\$ 23,114,158	\$ 27,927,939	\$ (1,919,250)	\$ 396,624,804

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

MEDIATEK INC.

PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS

For the years ended December 31, 2024 and 2023

(Amounts in thousands of New Taiwan Dollars)

Description	2024	2023
Cash flows from operating activities :		
Profit from continuing operations before tax	\$ 110,643,554	\$ 83,655,880
Adjustments for:		
The profit or loss items which did not affect cash flows:		
Depreciation expenses	7,912,612	6,683,855
Amortization expenses	5,270,237	4,456,803
Expected credit impairment (gains) losses	(56,125)	56,293
Net (gains) losses on financial assets or liabilities at fair value through profit or loss	(623,993)	118,593
Interest expenses	154,822	172,510
Net gains arising from derecognition of financial assets measured at amortized cost	(32,397)	-
Interest income	(2,874,889)	(966,082)
Dividend income	(133,709)	(117,011)
Share-based payment expenses	970,196	1,430,641
Share of profit of subsidiaries, associates and joint ventures accounted for using the equity method	(73,749,010)	(39,455,194)
Gains on disposal of property, plant and equipment	(6,966)	(3,440)
Gains on disposal of investments accounted for using the equity method	(871,693)	-
Unrealized gross profit (loss) on sales	207,718	(724)
Realized gross profit on sales	(211,658)	(189,921)
Changes in operating assets and liabilities:		
Financial assets mandatorily measured at fair value through profit or loss	1,614,478	1,177,029
Trade receivables	12,895,509	(8,397,655)
Trade receivables from related parties	(109,779)	(21,303)
Other receivables	1,504,832	987,563
Other receivables from related parties	(214,780)	95,313
Inventories	(2,534,850)	14,329,905
Prepayments	40,593	82,927
Other current assets	(739,516)	311,506
Other non-current assets-others	3,311,405	-
Contract liabilities	793,909	1,103,566
Trade payables	(869,003)	12,045,141
Trade payables to related parties	334,822	84,887
Other payables	6,799,963	1,278,930
Other payables to related parties	980,752	311,167
Other current liabilities	6,262,151	9,990,101
Net defined benefit liabilities	(974)	(3,119)
Other non-current liabilities-others	(3,230,481)	4,079,654
Cash inflows generated from operations:	73,437,730	93,297,815
Interest received	1,791,202	992,019
Dividends received	29,555,106	55,034,008
Interest paid	(154,822)	(172,510)
Income tax paid	(8,024,133)	(2,007,582)
Net cash flows from operating activities	96,605,083	147,143,750
Cash flows from investing activities :		
Acquisition of financial assets at fair value through other comprehensive income	(77,504)	-
Proceeds from disposal of financial assets at fair value through other comprehensive income	868,461	7,827
Acquisition of financial assets measured at amortized cost	(536)	(710,091)
Proceeds from repayments of financial assets measured at amortized cost	391,882	20,000
Acquisition of investments accounted for using the equity method	(2,231,441)	-
Proceeds from disposal of investments accounted for using the equity method	25,000	-
Acquisition of property, plant and equipment	(10,207,411)	(4,849,045)
Proceeds from disposal of property, plant and equipment	7,051	4,191
Decrease in refundable deposits	300,221	804,239
Acquisition of intangible assets	(5,493,966)	(4,943,961)
Decrease in finance lease receivables	727,892	-
Net cash flows used in investing activities	(15,690,351)	(9,666,840)
Cash flows from financing activities :		
Repayment of long-term borrowings	-	(827,660)
(Decrease) increase in deposits received	(318)	368
Other payables to related parties	48,499,570	10,710,838
Payment of lease liabilities	(303,548)	(329,658)
Exercise of employee stock options	-	79,477
Cash dividends paid	(87,979,466)	(121,573,573)
Other financing activities	35,374	21,093
Net cash flows used in financing activities	(39,748,388)	(111,919,115)
Net increase in cash and cash equivalents	41,166,344	25,557,795
Cash and cash equivalents at the beginning of the year	47,975,519	22,417,724
Cash and cash equivalents at the end of the year	\$ 89,141,863	\$ 47,975,519

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

Attachment 5

Comparison Table Illustrating the Original and Amended Text of the “Articles of Incorporation”

Adopted by the 6th meeting of the 10th Board

Amended Article	Original Article	Explanation
Article 24 If there is any profit for a specific fiscal year, the Company shall allocate no less than 1% of the profit as employees’ compensation <u>(of the amount so allocated as employees’ compensation, no less than 50% shall be allocated to the non-executive employees)</u> and shall allocate at a maximum of 0.5% of the profit as remuneration to Directors, provided that the Company’s accumulated losses shall have been covered in advance. Employee’s compensation may be distributed in the form of shares or in cash, and employees qualified to receive such compensation may include employees from affiliates companies who meet certain qualification. The Board of Directors is authorized to determine the qualification of such employees. The remuneration to Directors shall be paid in cash.	Article 24 If there is any profit for a specific fiscal year, the Company shall allocate no less than 1% of the profit as employees’ compensation and shall allocate at a maximum of 0.5% of the profit as remuneration to Directors, provided that the Company’s accumulated losses shall have been covered in advance. Employee’s compensation may be distributed in the form of shares or in cash, and employees qualified to receive such compensation may include employees from affiliates companies who meet certain qualification. The Board of Directors is authorized to determine the qualification of such employees. The remuneration to Directors shall be paid in cash.	Proposed amendments in accordance with the amendment of Article 14(6) of the Securities and Exchange Act.
Article 27 These Articles of Incorporation were resolved on May 21, 1997. The first amendment was made on September 1, 1997, the second amendment was made on July 3, 1998, the third amendment was made on June 21, 1999, the fourth amendment was made on June 9, 2000, the fifth amendment was made on September 28, 2000, the sixth amendment was made on June 8, 2001, the seventh amendment was made on June 3, 2002, the eighth amendment was made on May 16, 2003, the ninth amendment was made on June 9, 2004, the tenth amendment was made on June 13, 2005, the eleventh amendment was made on June	Article 27 These Articles of Incorporation were resolved on May 21, 1997. The first amendment was made on September 1, 1997, the second amendment was made on July 3, 1998, the third amendment was made on June 21, 1999, the fourth amendment was made on June 9, 2000, the fifth amendment was made on September 28, 2000, the sixth amendment was made on June 8, 2001, the seventh amendment was made on June 3, 2002, the eighth amendment was made on May 16, 2003, the ninth amendment was made on June 9, 2004, the tenth amendment was made on June 13, 2005, the eleventh amendment was made on June	Proposed amendments to reflect the amendment date of the Articles of Incorporation.

Amended Article	Original Article	Explanation
21, 2006, the twelfth amendment was made on June 11, 2007, the thirteenth amendment was made on June 15, 2010, the fourteenth amendment was made on June 15, 2011, the fifteenth amendment was made on June 13, 2012, the sixteenth amendment was made on June 12, 2015 the seventeenth amendment was made on June 24, 2016 the eighteenth amendment was made on June 15, 2017, the nineteenth amendment was made on June 14, 2019, the twentieth amendment was made on May 31, 2022, the twenty-first amendment was made on May 31, 2023, <u>and the twenty-second amendment is made on May 29, 2025.</u>	21, 2006, the twelfth amendment was made on June 11, 2007, the thirteenth amendment was made on June 15, 2010, the fourteenth amendment was made on June 15, 2011, the fifteenth amendment was made on June 13, 2012, the sixteenth amendment was made on June 12, 2015 the seventeenth amendment was made on June 24, 2016 the eighteenth amendment was made on June 15, 2017, the nineteenth amendment was made on June 14, 2019, the twentieth amendment was made on May 31, 2022, and the twenty-first amendment was made on May 31, 2023.	

Attachment 6

MediaTek Inc.
List of Independent Director Candidate(s)

Name	Gender	Shareholdings (Note 1)	Education Recognitions	Major Previous Positions (Note 2)	Current Positions
Hsiao-Wuen Hon	Male	0	- Ph.D., Computer Science, Carnegie Mellon University - B.S., Electrical Engineering, National Taiwan University	Microsoft Corporation - Corporate Vice President - Chairman, Microsoft Asia-Pacific Research and Development Group - Managing Director, Microsoft Research Asia Apple Inc. - Technology Director, Apple-ISS Research Center IEEE Fellow	- Independent Director, Ambarella, Inc. - Part-time advisor, Tola Capital

Note 1: As of March 31, 2025

Note 2: Dr. Hon left Apple Inc. in 1995, and left Microsoft Corporation in 2023.

Appendix

Appendix 1

MediaTek Inc. Articles of Incorporation

Date: May 31, 2023
Approved by the Annual General Shareholders' Meeting 2023

Section One – General Provisions

Article 1

The Company shall be incorporated as a company limited by shares under the Company Act of the Republic of China, and its name shall be MediaTek Inc. (in the English language).

Article 2

The scope of business of the Corporation shall be as follows:

- CC01080: Electronic parts and components manufacture.
- F401010: International Trade.
- I301010: Software Design Services.
- I501010: Product designing.
- F401021: Restrained Telecom Radio Frequency Equipments and Materials Import.
- F601010: Intellectual Property.

1. Researching, developing, producing, manufacturing, and sales the following products:
 - (1). Multimedia integrated circuits (ICs);
 - (2). PC peripheral ICs;
 - (3). High-end consumer electronic ICs;
 - (4). Other Application-Specific ICs;
 - (5). Patents or IC layout copyright licensing related to the abovementioned ICs.
2. Providing hardware and software design, development, testing, maintenance and technology consulting services for the abovementioned products.
3. Conducting import and export trade for the abovementioned products.

Article 2-1

When the Company becomes a shareholder of limited liability of another company, the total amount of the Company's investment will not be subject to the restriction of not more than 40% of the Company's paid-in capital as provided in Article 13 of the Company Act.

Article 3

The Company is headquartered in the Hsinchu Science-Based Industrial Park in Taiwan, Republic of China, and shall be free, upon approval of the Board of Directors and government authorities in charge, to set up representative or branch offices at various locations within or outside the territory of the Republic of China, whenever the Company deems it necessary.

Article 4

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

Article 4-1

The Company may provide endorsement and guarantee to other companies. The process shall be handled in accordance with the Company's Operating Procedures of Endorsement/Guarantee.

Section Two – Capital Stock

Article 5

The total capital stock of the Company shall be in the amount of 20 Billion New Taiwan Dollars, divided into 2 billion shares at NT\$10 par value each share, and may be paid-up in installments. Among which Two Hundred Million New Taiwan Dollars of the total capital stock (divided into 20 million shares at NT\$10 par value each share) will be reserved for issuing stock options, and may be issued in installments in accordance with the resolution of the Board of Directors.

Article 6

The share certificates of the Company shall all be name-bearing share certificates, and shall be signed by or affixed with seals of Director(s) representing the Company, and authenticated by the competent authorities of the government or the certification organization approved by the competent authorities. The Company may be exempted from printing share certificates if the shares are registered with a domestic securities depository enterprise.

Article 7

Registration for transfer of shares shall be suspended 60 days immediately before the date of annual general shareholders' meeting, and 30 days immediately before the date of any special shareholders' meeting, or within 5 days before the day on which dividend, bonus, or any other benefit is scheduled to be paid by the Company.

Article 7-1

Where the Company issues any employee stock options, the employees who are qualified to subscribe to such employee stock options shall include employees of subordinate companies that meet certain qualification(s).

Where the Company issues any new shares, the employees who are qualified to subscribe to such shares shall include employees of subordinate companies that meet certain qualification(s).

Where the Company issues any employee restricted shares, the employees who are qualified to subscribe to such shares shall include employees of subordinate companies that meet certain qualification(s).

Where the Company proposes to transfer any treasury shares purchased in accordance with the laws, the transferees shall include the employees of subordinate companies that meet certain qualification(s).

Section Three – Shareholders' Meeting

Article 8

Shareholders' meetings of the Company are of two types, namely: (1) Annual General Shareholders' Meetings – which shall be convened by the Board of Directors within 6 months after the end of each fiscal year, and (2) Special Shareholders' Meetings – which shall be convened whenever necessary in accordance with the relevant laws, rules and regulations of the Republic of China.

Article 8-1

Shareholders' meetings of the Company can be held by means of visual communication network or other methods promulgated by the central competent authority.

Article 9

The shareholders' meeting shall be presided by the Chairman of the Board of Directors of the Company. In case the Chairman is on leave or otherwise cannot exercise his duty and authority for any reason, the vice chairman shall act on his behalf. In case there is no vice chairman or the vice chairman is also on leave or otherwise cannot exercise his duty, the Chairman shall appoint

a director to act as his deputy; otherwise, the directors shall elect from among themselves a chairman to preside over the shareholders' meeting. If a shareholders' meeting is convened by a person other than the Board of Directors, the shareholders' meeting shall be chaired by that convener. If there are two or more conveners for a shareholders' meeting, one of them shall be elected to chair the meeting.

Article 10

Notices shall be sent to all shareholders for the convening of annual general shareholders' meetings – at least 30 days in advance for annual general shareholders' meetings and at least 15 days in advance for special shareholders' meetings. The meeting date, venue and the purpose(s) for convening such shareholders' meeting shall be clearly stated in the meeting notices.

Article 11

If a shareholder is unable to attend a shareholders' meeting, he/she may appoint a representative to attend it, with a Shareholder Proxy Form issued by the Company, in accordance with the Company Act of the Republic of China, and the Rules Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies.

Article 12

Except as otherwise provided by other laws or regulations, each share is entitled to one voting right.

Article 13

Except as otherwise provided by other laws or regulations, shareholders' meetings may be held if attended by shareholders in person or by proxy representing more than 50% of the total issued and outstanding capital stock of the Company, and resolutions shall be adopted at the meeting with the concurrence of a majority of the votes held by shareholders present at the meeting. Shareholders of the Company can vote through the electronic voting system, the details of which shall be handled in accordance with relevant laws and regulations.

Article 13-1

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. Shareholders shall be notified of the minutes within 20 days after the meeting. The minutes specified above shall be distributed in accordance with the provisions of the Company Act.

Section Four – Directors and Audit Committee

Article 14

The Company shall have five to nine Directors, with the actual number to be determined by the Board. There shall be at least three Independent Directors in the Board. The election of Directors and Independent Directors shall be conducted in accordance with Article 192-1 of the Company Act, where the system of nomination of candidates shall be adopted. The relevant professional qualifications, restrictions on shareholdings and concurrent positions held, assessment of independence, method of nomination, and other matters for compliance with respect to Independent Directors shall be governed by the relevant provisions of the Company Act and Securities and Exchange Act. The independent and non-Independent Directors shall be elected at the same time, and the number of elected directors shall be calculated separately. The term of Directors is three years, and shall be elected in the shareholders' meetings. Their term of office shall be three years, and shall be eligible for re-election. After the company went public, the total number of shares that all Directors shall hold should be in accordance with the requirements of the competent authorities. The Board of Directors is authorized to determine the

compensation for the Directors, taking into account the standards of the industry. The Company may, in accordance with applicable laws and regulations or rules issued by competent authorities, purchase Directors and Officers Liability Insurance with respect to liabilities resulting from exercising directors' duties during their terms of office.

Article 14-1

If the Director(s) also serve(s) other position(s) in the Company, his/her compensation for such duties shall be set forth by the competent authority in charge of securities.

Article 14-2

The following relationship shall not be permitted for more than a majority of the Company's Director:

1. Spouse
2. Relative within the Second Degree of relationship.

Article 15

The Board of Directors shall be formed by elected Directors and shall have the following responsibilities:

1. Preparing business report.
2. Proposing allocation plans of earnings or proposals to make up loss.
3. Proposing plans for increasing or decreasing capital.
4. Drafting important rules and contracts.
5. Appointing or discharging the Company's managers.
6. Setting up or dissolving branches.
7. Compiling Budget Reports and Final Reports.
8. Performing other duties authorized by the Company Act or shareholders' meeting.

Article 16

The Directors shall elect from among themselves a Chairman of the Board of Directors, and a Vice Chairman of the Board of Directors based on business need, by a majority vote in a meeting attended by over two-thirds of the Directors. The Chairman of the Board of Directors shall be the chairman of shareholders' meetings, and shall have the authority to represent the Company.

Article 17

Meetings of the Board of Directors shall be convened by the Chairman of the Board of Directors, unless otherwise regulated by the Company Act. Directors may be notified of the Board of Directors meeting via written notices, as E-mail or fax. Except as otherwise provided in the Company Act of the Republic of China, a meeting of the Board of Directors may be held if attended by a majority or more of total Directors and resolutions shall be adopted with the concurrence of the majority or more of the Directors present at the meeting.

Article 18

Meetings of the Board of Directors shall be presided over by the Chairman of the Board of Directors of the Company. In case the Chairman is on leave or otherwise cannot exercise his duty, the vice chairman shall act on his behalf. In case there is no vice chairman or the vice chairman is also on leave or otherwise cannot exercise his duty, the Chairman shall appoint a director to act as his deputy; otherwise the directors shall elect from among themselves a chairman to preside over the Meeting of the Board of Directors. Directors shall attend the Meeting of the Board of Directors. When a Director is unable to attend any Meeting of the Board of Directors, he may appoint another Director to attend on his behalf, but no Director may act as proxy for more than one Director.

Article 19

The Company shall form an Audit Committee, which is composed of all Independent Directors. Details including number of members, terms, responsibilities and rule of meeting shall be stipulated separately in the Organization Rules of Audit Committee in accordance with the rules in the "Regulations Governing the Exercise of Powers by Audit Committees of Public Companies".

Section Five – Management of the Company

Article 20

The Company may, by resolution of the Board of Directors, appoint one or more managers.

Article 21

The scope of duties and power of managers of the Company may, in addition to what are specified in the Articles of Incorporation, also be defined in the contract.

Section Six – Financial Reports

Article 22

The Company's fiscal year shall be from January 1st of each year to December 31st of the same year. After the end of each fiscal year, the Company shall prepare final accounts for that year.

Article 23

After the end of each fiscal year, in accordance with Article 228 of the Company Act, the following reports shall be prepared by the Board of Directors, and be submitted to the shareholders' meeting for acceptance.

1. Business Report.
2. Financial Statements.
3. Proposal Concerning Appropriation of Profits or Covering of Losses.

Article 24

If there is any profit for a specific fiscal year, the Company shall allocate no less than 1% of the profit as employees' compensation and shall allocate at a maximum of 0.5% of the profit as remuneration to Directors, provided that the Company's accumulated losses shall have been covered in advance. Employee's compensation may be distributed in the form of shares or in cash, and employees qualified to receive such compensation may include employees from affiliates companies who meet certain qualification. The Board of Directors is authorized to determine the qualification of such employees. The remuneration to Directors shall be paid in cash.

Article 24-1

The distribution of profits or the covering of losses may be made on a half-yearly basis after the close of each half fiscal year. The Board of Directors shall prepare relevant proposals per applicable laws and regulations and the procedures and principles specified in the Articles of Incorporation and report such proposals to the shareholders' meeting or submit the same to the shareholders' meeting for review and approval by a resolution.

When allocating the profits, the Company shall first estimate and reserve the taxes to be paid, offset its losses per laws and regulations, and set aside a legal reserve at 10% of leftover profits provided that the legal reserve requirement shall not apply in the event that the amount of accumulated legal reserve has reached the amount of the paid-in capital of the Company, then set aside or reverse a special reserve in accordance with relevant laws or regulations or as requested by the authorities in charge. For the distribution of profits for the first half of each fiscal year, the Company shall also estimate and reserve the employees' compensation and remuneration to directors per applicable laws and regulations and the provisions specified in the Articles of Incorporation.

In accordance with Article 240 and Article 241 of the Company Act, the Company authorizes the Board of Directors to distribute the cash dividends (may include dividends distributed from profits and the legal reserve and the capital reserve, in whole or in part, pursuant to Article 241 of the Company Act) by a majority vote in a meeting attended by over two-thirds of the Directors and report such distribution to the shareholders' meeting.

Since the Company is in an industry in a growth phase, the dividend policy shall take into consideration factors such as the Company's current and future investment environment, needs for capital, domestic and overseas competition, capital budgeting plans, etc., to come out with a proposal that strike a balance among shareholders' benefits and the Company's long-term financial plans. The Board of Directors shall prepare a profit distribution proposal and report the distribution of cash dividends to the shareholders' meeting or submit the distribution of stock dividends to the shareholders' meeting for review and approval by a resolution. After considering financial, business and operational factors, the Company may distribute the whole of distributable profits; dividends to shareholders may be distributed in cash or in stock, and the cash dividends shall not be lower than 10% of total dividends to shareholders.

Section Seven – Supplementary Provisions

Article 25

The organization of the Company shall be defined in separate internal regulations.

Article 26

For matters not provided for in the Articles of Incorporation, it shall be handled in accordance with the Company Act of the Republic of China.

Article 27

These Articles of Incorporation were resolved on May 21, 1997. The first amendment was made on September 1, 1997, the second amendment was made on July 3, 1998, the third amendment was made on June 21, 1999, the fourth amendment was made on June 9, 2000, the fifth amendment was made on September 28, 2000, the sixth amendment was made on June 8, 2001, the seventh amendment was made on June 3, 2002, the eighth amendment was made on May 16, 2003, the ninth amendment was made on June 9, 2004, the tenth amendment was made on June 13, 2005, the eleventh amendment was made on June 21, 2006, the twelfth amendment was made on June 11, 2007, the thirteenth amendment was made on June 15, 2010, the fourteenth amendment was made on June 15, 2011, the fifteenth amendment was made on June 13, 2012, the sixteenth amendment was made on June 12, 2015, the seventeenth amendment was made on June 24, 2016, the eighteenth amendment was made on June 15, 2017, the nineteenth amendment was made on June 14, 2019, the twentieth amendment was made on May 31, 2022, and the twenty-first amendment was made on May 31, 2023.

Appendix 2

MediaTek Inc. Rules and Procedures of Shareholders' Meeting

Date: June 15, 2010
Effective after approval at the 2010 shareholder's meeting

Article 1

Shareholders' Meeting of the Company (the "Meeting") shall be conducted in accordance with these Rules and Procedures.

Article 2

Shareholders attending the Meeting in person or through a proxy shall wear the attendee badge, and submit the attendance card for the purpose of signing in. The number of shares represented by shareholders attending the Meeting shall be calculated in accordance with the attendance cards submitted by the shareholders.

Article 3

When the number of shares represented by the shareholders present at the Meeting has constituted 50% or more of the total outstanding shares, the chairman shall call the Meeting to order at the time scheduled for the Meeting.

Article 4

The agenda of the Meeting shall be set by the Board of Directors. The Meeting shall proceed in accordance with the agenda.

Article 5

Proposals not in the Meeting's agenda will not be discussed or put to vote. The Chairman may announce to end a discussion of any resolution if the Chairman deems it appropriate.

Article 6

The Chairman may put a resolution to vote at the end of a discussion.

Article 7

Except otherwise specified in the Company Law of the Republic of China, a resolution shall be adopted by a majority of the votes represented by the shareholders present at the Meeting. The resolution shall be deemed adopted and shall have the same effect as if it was voted for by casting ballots if no objection is voiced after solicitation by the Chairman.

Article 8

When a shareholder present at the Meeting wishes to speak, a Speech Note should be filled out with the shareholder's Attendance Card number, the shareholder's name, and the number of shares held. The sequence of speeches by shareholders should be decided by the Chairman.

Article 9

Unless otherwise permitted by the Chairman, each shareholder shall not, for each discussion item, speak more than two times, with each time not exceeding three minutes.

Article 10

In case the speech of any shareholder violates the abovementioned provision or exceeds the scope of the discussion item, the Chairman may stop the speech of such shareholder. In case a

shareholder does not obey the Chairman's instruction or does not maintain order at the Meeting place, the Chairman may stop such shareholder from attending the Meeting.

Article 11

During the Meeting, the Chairman may set a time for intermission.

Article 12

In cases of force majeure, the Meeting shall be discontinued. The Meeting shall be resumed an hour after the incident is over.

Article 13

Any matter not provided in these Rules and Procedures shall be handled in accordance with relevant laws and regulations.

Article 14

The Rules and Procedures shall be effective from the date it is resolved by the Board of Directors and approved by the Shareholders' Meeting. The same applies in case of revision.

Appendix 3

MediaTek Inc. Rules for Election of Directors

Approved by the Annual General Shareholders' Meeting 2015

Article 1

Unless otherwise provided for in the Company Act or the Articles of Incorporation of the Company, the Directors of the Company shall be elected in accordance with the Rules specified herein.

Article 2

Election of Directors of the Company shall be held at the shareholders' meeting. The Company shall prepare ballots for Directors, and note the number of voting rights.

Article 3

The election of the Company's Directors shall be conducted in accordance with Article 192-1 of the Company Act under the system of nomination of candidates.

Article 4

In the election of Directors of the Company, the single recorded cumulative voting system is implemented. Each share shall have voting rights equivalent to the number of seats to be elected, and such voting rights can be combined to vote for one person, or be divided to vote for several persons. The Independent and Non-Independent Directors shall be elected at the same time, and the number of elected Directors shall be calculated separately.

Article 5

The qualification and election of Independent Directors should be made in accordance with relevant rules and regulations issued by authorities.

Article 6

The election of Directors and Independent Directors of the Company shall be made based on number of seats stipulated in the Article of Incorporation of the Company. Further, votes received by Directors and Independent Directors shall be calculated separately, and candidates who receive more votes will win the seat of Directors or Independent Directors respectively. If two or more candidates acquire the same number of votes and the number of such persons exceeds the specified seats available, such persons acquiring the same votes shall draw lots to decide who should win the seats available, and the Chairman shall draw lots on behalf of the candidate who is not present.

Article 7

At the beginning of the election, the Chairman shall appoint several persons each to check and record the ballots. The persons to check the ballots have to be appointed from among the shareholders present.

Article 8

The ballot box used for voting shall be prepared by the Company and be checked in public before voting by the person responsible for checking ballots.

Article 9

If the candidate is a shareholder of the Company, voters shall fill in the "candidate" column the candidate's name and the candidate's shareholder's number. If the candidate is a government agency or a legal entity, the full name of the government agency or the legal entity and the

name(s) of their representative(s) shall be filled in the "candidate" column. If there are multiple representatives, these representatives' names shall be filled in separately. If the candidate is not a shareholder of the Company, voters shall fill in the "candidate" column with the candidate's name and the candidate's ID number.

Article 10

Ballots shall be deemed void in either one of the following conditions:

- (1). Ballots not placed in the ballot box;
- (2). Ballots not prepared by the Company;
- (3). Blank ballots not completed by the voter;
- (4). The "candidate" column was not filled in properly as specified in Article 9 of the Rules;
- (5). If the candidate is a shareholder of the Company, the name or shareholder's number of the candidate filled in the ballot is inconsistent with the shareholders' register;
- (6). If the candidate is not a shareholder of the Company, the name or ID number of the candidate filled in the ballot is incorrect;
- (7). Ballots with other written characters or symbols in addition to candidate's name, shareholder's number (ID number) and the number of votes cast for the candidate;
- (8). Illegible writing;
- (9). Any of the candidate's name, shareholder's number (ID number) or the number of votes cast for such candidate being erased or changed;
- (10). The name of the candidates filled in the ballots being the same as another candidate's name and the respective shareholder's numbers (ID numbers) not being indicated to distinguish them;
- (11). The number of candidates filled in the ballot exceeding the number of the seats to be elected;
- (12). The total votes cast by the voter exceeding the total voting rights of such voter.

Article 11

The ballots should be calculated during the meeting right after the vote casting and the results of the election should be announced by the Chairman at the meeting.

Article 12

The Rules and any revision thereof shall become effective after approval at the shareholder's meeting.

Appendix 4

MediaTek Inc. Shareholdings of Directors

1. The shareholdings of the Company's Directors of the 10th session and percentage of shareholdings required by law are listed below:

The Company's total outstanding shares:	1,601,662,351
Total shareholdings of all Directors required by law:	38,439,896
As of March 31, 2025, total shareholdings of all Directors (except Independent Directors)	43,356,557

2. As of March 31, 2025, the shareholder registration record date for 2025 Annual Shareholders' Meeting, each Director's shareholding and their aggregate shareholdings are listed below:

Title	Name	Date Elected	Shares	%
Chairman	Ming-Kai Tsai	May 27,2024	41,762,392	2.61%
Vice Chairman	Rick Tsai	May 27,2024	837,094	0.05%
Director	Joe Chen	May 27,2024	727,827	0.05%
Director	Cheng-Yaw Sun	May 27,2024	29,244	0.00%
Independent Director	Chung-Yu Wu	May 27,2024	236,000	0.01%
Independent Director	Peng-Heng Chang	May 27,2024	-	-
Independent Director	Syaru Shirley Lin	May 27,2024	-	-
Independent Director	Yao-Wen Chang	May 27,2024	-	-
Holding of all Directors			43,592,557	2.72%