SEQ_NO	1	Date of announcement	2026/03/25	Time of announcement	17:01:11
Subject	NTC's Board of Directors Approved the Pricing and Related Matters for the 2025 First Private Placement of Common Shares				
Date of events	2026/03/25	To which item it meets	paragraph 11		

Statement

1.Date of the board of directors resolution:2026/03/25
2.Types of securities privately placed:Common Shares
3.Counterparties for private placement and their relationship with the Company:
(1)The subscriber of this private placement of common shares meets specific people in accordance with Article 43-6 of the Securities and Exchange Act.
(2)The proposed subscriber is as follows:

Subscriber	Relationship with the Company
Sandisk Technologies, Inc. (a wholly-owned subsidiary of Sandisk Corporation)	Nil

(3)As a subscriber is a corporate entity, the following information shall be disclosed:

Name of Top 10 Shareholders	Shareholding(%)	Relationship with the Company
Sandisk Corporation	100%	Nil

4.Number of shares or bonds privately placed:138,685,000 shares
5.Amount limit of the private placement:Capped at no more than 400,000,000 common shares, which may be conducted in one or multiple tranches within one year from the date of the shareholders' meeting resolution. If conducted in tranches, a maximum of three tranches may be permitted.
6.Pricing basis of private placement and its reasonableness:
The subscription price for the privately placed common shares shall be no less than 85% of the higher of the following two reference prices prior to the pricing date.
(1)The simple average closing price of the Company's common shares over 1, 3, or 5 business days prior to the pricing date, after adjustments for stock dividends, cash dividends, and capital reduction.
(2)The simple average closing price of the Company's common shares over the 30 business days prior to the pricing date, after adjustments for stock dividends, cash dividends, and capital reduction.
According to the above criteria, the reference price is NT$263.3, and the private placement price per share is set at NT$223.9, calculated at 85.04% of the reference price.
7.Use of the funds raised in this private placement:The funds raised will be used for investments in factory facilities and production equipment for advanced memory manufacturing.
8.Reason for conducting non-public offering:Considering the timeliness and convenience of private placements, as well as the Company's plan to introduce strategic investors to support its development, a capital increase through private placement is considered necessary.
9.Objections or qualified opinions from independent directors:None
10.Actual price determination date:2026/3/25
11.Reference price:NT$263.3
12.Actual private placement price, and conversion or subscription price:
NT$223.9
13.Rights and obligations of these new shares privately placed:
The rights and obligations of the privately placed common shares are, in principle, the same as those of the Company's existing issued common shares. However, pursuant to the Securities and Exchange Act, the common shares issued through this private placement, as well as any shares subsequently distributed, may not be transferred within three years from the delivery date, except to the transfer recipients specified under Article 43-8 of the Securities and Exchange Act. After the expiration of the three-year period, the Company shall first obtain approval from the competent authority confirming compliance with listing requirements, file supplementary public offering procedures with the Financial Supervisory Commission, and then apply for listing on the Taiwan Stock Exchange.
14.Record date for any additional share exchange, stock swap, or subscription:Not applicable
15.Possible dilution of equity in case of any additional share exchange, stock swap, or subscription:Not applicable
16.For additional share exchange or subscription, possible influence of change in shareholding ratio of TWSE-listed common shares if all privately placed corporate bonds are converted and shares subscribed for (no.of TWSE -listed common shares (A), (A) / common shares issued):Not applicable
17.Please explain any countermeasures for lower circulation in shareholding if the aforesaid estimated no.of TWSE -listed common shares does not reach 60million and the ratio does not reach 25%:Not applicable
18.Any other matters that need to be specified:
(1)Payment period for share subscription price:From 2026/3/26 to 2026/4/8
(2)Record date for issuance of new shares:2026/4/8
(3)If the payment period for share subscription and the record date for the issuance of new shares need to be revised due to laws and regulations, regulatory authority requirements, market conditions, objective environmental changes, or other factual necessities, the Chairman is authorized to adjust the payment period and the record date within the statutory 15-day payment period.