

**Silicon Motion Technology Corporation (the “Company”)  
Notice of Annual General Meeting of the Company**

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To the Shareholders:

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Company will be held on December 14, 2023,<sup>1</sup> at 10:00 a.m. (Taiwan time) at *2F, No.26, Taiyuan Street, Zhubei City Hsinchu County 302082, Taiwan*, for the following purposes:

1. To elect Mr. Cain Lin as a director of the Company, who will fill the vacancy created as a result of the retirement by rotation of Mr. Yung-Chien Wang pursuant to the Articles;
2. To re-elect Mr. Steve Chen as a director of the Company, who retires by rotation pursuant to the Articles; and
3. To ratify the appointment of Deloitte & Touche as independent auditors of the Company for the fiscal year ending on December 31, 2023 and authorize the directors to fix their remuneration.

By order of the Board  
James Chow  
Chairman

November 7, 2023

Notes:

- (i) Any shareholder entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote in his/her stead. A proxy need not be a shareholder of the Company.
- (ii) To be valid, a proxy form, together with any power of attorney or other authority (if any) under which it is signed, or a certified copy thereof, must be lodged at the place of business of First Securities Inc., the coordinator of the Company for the Company’s 2023 AGM, in 6F., No.27, Sec. 1, Anhe Rd., Da’an Dist., Taipei City 106646, Taiwan, not less than 48 hours before the time appointed for holding the meeting.
- (iii) Shareholders should be advised that the 2022 Annual Report is available for viewing on the internet at the U.S. Securities and Exchange Commission and the Company’s websites at [www.sec.gov](http://www.sec.gov) and [www.siliconmotion.com](http://www.siliconmotion.com), respectively. If you do not have access to the internet and would like to obtain a hard copy, please call First Securities Inc. on +886 2 25635711 or write to: 6F., No.27, Sec. 1, Anhe Rd., Da’an Dist., Taipei City 106646, Taiwan for arrangements to have the report be mailed to you.

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<sup>1</sup> At least 10 clear days notice will be required. Clear days in relation to a notice period means that period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect. Deemed notice is set out in article 162.

Under Article 87(1) of the Articles, at each annual general meeting, one-third of the directors for the time being (or, if their number is not a multiple of three (3), the number nearest to but not greater than one-third) shall retire from office by rotation, but the chairman and/or the managing director are not subject to such requirement nor are they taken into account in determining the number of directors to retire. Pursuant to the foregoing requirement, it was agreed that Mr. Yung-Chien Wang and Mr. Steve Chen will be so retiring.<sup>2</sup>

#### **PROPOSAL 1: ELECTION OF DIRECTOR**

Mr. Yung-Chien Wang will be retiring and will not offer himself for re-election. The Board has recommended and nominated Mr. Cain Lin to serve as director to fill the vacancy created as a result of the retirement by rotation of Mr. Yung-Chien Wang for the term beginning at the annual meeting on December 14, 2023.

**The Board recommends that you vote “FOR” the election of the following nominee.**

##### **Cain Lin**

Mr. Lin is the Managing Director of Cedar Capital Inc., and he formerly served on the board of directors of Auras Technology Co., Ltd. Mr. Lin holds a BA in Electronic Engineering from National Chen Kung University in Taiwan, an MBA from Santa Clara University, and an MS in Electronic Engineering from the University of Florida.

#### **PROPOSAL 2: RE-ELECTION OF DIRECTOR**

The Board has nominated Mr. Steve Chen again to serve as director for the term beginning at the annual meeting on December 14, 2023.

**The Board recommends that you vote “FOR” the election of the following nominee.**

##### **Steve Chen**

Mr. Chen joined our board of directors in 2012. Mr. Chen is the chairman of Mercuries Co., Ltd.. Mr. Chen has two Master of Engineering degrees from Cornell University.

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<sup>2</sup> Please see article 87(2), which sets out the criteria for determining which director shall retire. We trust the proposed retirements are in line with article 87(2).

### **PROPOSAL3: RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

Deloitte & Touche has been the Company's independent registered public accounting firm since 2005 and as the independent registered public accounting firm of SMI Taiwan since 1997. The Company's Audit Committee has again selected Deloitte & Touche to serve in this capacity for the fiscal year ending on December 31, 2023. As a matter of good corporate governance, the Audit Committee has determined to submit its appointment of the independent audit firm to the Company's shareholders for ratification.

The Company expects that a representative of Deloitte & Touche will attend the annual general meeting.

**The Board recommends that you vote "FOR" the ratification of the appointment of Deloitte & Touche as our independent auditors for 2023 and authorize directors to fix their remuneration.**

## Form of Proxy

**Select one, complete information, and sign below**

<input type="checkbox"/>	I/We ..... [name] the holder of .....[number] Ordinary Shares in Silicon Motion Technology Corporation hereby appoint the chairman of the annual general meeting to be my/our proxy to vote on my/our behalf at the annual general meeting of the Members of the Company to be held on the 14 <sup>th</sup> day of December 2023, and at any adjournment thereof.
<input type="checkbox"/>	I/We ..... [name]  the holder of .....[number] Ordinary Shares in Silicon Motion Technology Corporation  hereby appoint .....[proxy]  of ..... [address]  or failing whom ..... [proxy]  of.....[address]  to be my/our proxy to vote on my/our behalf at the annual general meeting of the Members of the Company to be held on the 14 <sup>th</sup> day of December 2023, and at any adjournment thereof.

Unless otherwise instructed with respect to any particular resolution(s) the proxy will vote or abstain as he/she thinks fit.

(Indicate your vote "for", "against" or "abstain" with a "✓" in the appropriate boxes.)

No.	Resolutions (Full text are set out in the notice)	For	Against	Abstain
1.	To elect Mr. Cain Lin as the director of the Company			
2.	To re-elect Mr. Steve Chen as the director of the Company.			
3.	To ratify the appointment of Deloitte & Touche as independent auditors of the Company for the fiscal year ending on December 31, 2023 and authorize the directors to fix their remuneration.			

AS WITNESS my/our hand(s) this ..... day of ..... 2023.

SIGNED by

.....  
(Signature(s) of Shareholder(s))

.....  
(Witness)