

ALLTOP TECHNOLOGY CO., LTD.

Articles of Incorporation

Chapter 1 General Provisions

Article 1: The Company is incorporated in accordance with the Company Act and registered under the business name of “凡甲科技股份有限公司 (ALLTOP TECHNOLOGY CO., LTD.)”.

Article 2: The Company's scope of services is set out hereunder:

- 1.F106030 Wholesale of Die.
- 2.F113010 Wholesale of Machinery.
- 3.F113020 Wholesale of Household Appliance.
- 4.F118010 Wholesale of Computer Software.
- 5.F119010 Wholesale of Electronic Materials.
- 6.F106010 Wholesale of Hardware.
- 7.I599990 Other Designing.
- 8.CC01990 Other Electrical Engineering and Electronic Machinery Equipment manufacturing.
- 9.I301010 Software Design Services.
- 10.F213030 Retail Sale of Computers and Clerical Machinery Equipment.
- 11.F213040 Retail Sale of Precision Instruments.
- 12.F213060 Retail Sale of Telecommunication Apparatus.
- 13.E605010 Computer Equipment Installation.
- 14.E701010 Telecommunications Construction.
- 15.F113050 Wholesale of Computers and Clerical Machinery Equipment.
- 16.F218010 Retail Sale of Computer Software.
- 17.F219010 Retail Sale of Electronic Materials.
- 18.F401010 International Trade.
- 19.F113070 Wholesale of Telecommunication Apparatus.
- 20.F113030 Wholesale of Precision Instruments.
- 21.CC01070 Telecommunication Equipment and Apparatus Manufacturing.
- 22.CC01080 Electronics Components Manufacturing.
- 23.CE01010 General Instrument Manufacturing.
- 24.CC01060 Wired Communication Equipment and Apparatus Manufacturing.
- 25.CC01110 Computer and Peripheral Equipment Manufacturing.
- 26.CC01120 Data Storage Media Manufacturing and Duplicating.
- 27.CQ01010 Die Manufacturing.
- 28.ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.

- Article 3: The Company shall have its head office in New Taipei City, the Republic of China, and may, pursuant to a resolution adopted at the meeting of the Board of Directors, set up branch offices within or outside the territory of the Republic of China when deemed necessary.
- Article 4: Announcements of the Company are made pursuant to the Company Act and regulations of competent authorities.
- Article 5: The Company may make re-investments to the external as the needs of the business may require, and may be a shareholder of unlimited liability in another company following resolutions by the Board of Directors. The total amount of such investments is not restricted by regulations provided for in Article 13 of the Company Act.
- Article 6: The Company may make endorsements and guarantees externally as the needs of the business may require.

Chapter 2 Shares

Article 7: The total amount of the Company's capital is NT\$ ONE BILLION AND TWO HUNDRED MILLION (1,200,000,000) only, which is divided into ONE HUNDRED AND TWO MILLION (120,000,000) shares, with a value per share of NT\$ TEN (10), with the unissued shares to be issued as ordinary or preferred shares by installments by the Board of Directors under authorization. The Company has also set aside from the aforesaid capital NT\$ TWENTY MILLION (20,000,000) for the issuance of employee stock options, preferred shares with warrants or equity warrant bonds subscriptions at TWO MILLION (2,000,000) shares, with a value per share of NT\$ TEN (10), with the unissued shares to be issued by installments by the Board of Directors. The Company may be exempted from printing any share certificate for the shares issued, and shall register the issued shares with a centralized securities depository enterprise.

Article 7-1: Deleted.

- Article 8: The rights, obligations and other important issuance terms of preferred shares are as follows:
1. If there is a profit after tax in after closing of accounts, the Company shall first make up the losses for the preceding years, and then set aside a legal reserve of the net profit. Aside from the aforesaid legal reserve, the Company may, under its regulations, set aside another sum as special reserve or make reversals thereof; if there are still earnings after the aforesaid distribution, the Company may distribute in priority the dividend distributable for the preferred shares in the current year.
 2. The dividend rate of preferred shares is capped at eight percent (8%) per annum on the issue price. Dividends are paid annually in cash in one lump sum. The Board of Directors under authorization may set the ex-dividend date for payments of dividends for the previous fiscal year following ratification of financial statements in the regular shareholders' meeting each year. In the year of issuance and redemption, the distribution of the payable dividends shall be calculated proportionally based on the

actual number of days the preferred shares remained outstanding in that year.

3. The Company has sole discretion on the distribution of preferred share dividends. If there is no earning or insufficient earning for distributing dividends of preferred shares in the fiscal year, the Company may decide not to distribute preferred share dividends by resolution, and the shareholder of preferred shares does not hold the right to object. Preferred shares are non-cumulative shares. If the Company decide not to distribute preferred share dividends or to distribute insufficient dividend, the undistributed dividends or shortfalls in dividends distributed shall not be cumulative and shall cease to accrue and be payable, therefore no deferred payment will be paid in subsequent years where there are earnings.
4. Except as the receipt of dividends set forth in subparagraph 2 herein, shareholders of the preferred share are not entitled to distribution of earnings and capital reserves in cash or capitalized portion in relation to common stock.
5. The shareholders of preferred shares and shareholders of ordinary shares have the same pre-emptive rights to the Company's newly issued shares for cash.
6. The priority of shareholders of this preferred share is higher than shareholders of ordinary share in distribution of the remaining properties of the Company, and the shareholders of various preferred share issued by the Company are of identical compensation order and are preceded by general creditors; however, the amount shall be limited to the values as calculated by issuance price of the issued and outstanding preferred shares upon distribution.
7. Shareholders of preferred share are not granted voting rights or number of votes exercisable in elections; however, they may be elected as directors of the Company; they are granted voting rights in the special shareholders' meetings or the regular shareholders' meetings in which the proposals involve rights and obligations of a shareholder of preferred share.
8. Where the preferred share issued by the Company is convertible may not be converted within one (1) year from the date of issuance. The Board of Directors under authorization may adopt the conversion period(s) in the actual issuance condition(s) of preferred shares. Shareholders of the convertible preferred shares may apply for conversion of part or all of preferred shares held by the rate of one (1) preferred share to one (1) ordinary share (conversion ratio 1:1). The rights and obligations for owners of ordinary shares shall apply to those of the ordinary shares converted from the convertible preferred shares. The distribution of dividends in the year the preferred shares is converted is based on the proportion of actual outstanding days of the year to number of days of the year. Shareholders converting their convertible preferred shares to ordinary shares prior to record date for ex-right/dividend of dividend distribution are not entitled to preferred share dividend distribution on the year of distribution and dividend distributions from

the following years, yet they are entitled to distributions of the earnings from the ordinary shares and capital reserve in the current year.

9. The preferred share does not have a maturity date, and shareholders of this preferred share may not require the Company to redeem this preferred share at his/her possession; however, the Company may redeem all or part of this preferred share any time after five (5) years of issuance at the actual issuance price or in accordance with relevant issuance regulations. Rights and obligations under the issuance conditions as provided for in this Article remain effective to unredeemed portions of this preferred share until the shares are redeemed. In case the Company has resolved the dividend distribution for the year the redemption of preferred share is made, the dividend required to be distributed as of redemption date shall be calculated based on actual outstanding days for such shares in the year.
10. The Board of Directors is authorized to perform over-the-counter matters in relation to the preferred share and the converted common stocks in consideration of the Company status and market circumstances.

Name, issuance date and concrete issuance condition(s) and other relevant matters of this preferred share are adopted based on capital market circumstances and subscription willingness by the investors and in accordance with these Articles of Incorporation and relevant laws and regulations by the Board of Directors under authorization upon issuance.

Article 9: Stocks of the Company are in form of registered shares, and the share certificates shall be affixed with the signatures or personal seals of the directors representing the Company, and shall be duly certified or authenticated by the attestation bank for the issuance of share certificates to certify shares under the laws before issuance thereof.

The Company may print its share certificate in combined form following total number of shares in each issuance of new shares, and the Company shall entrust the centralized securities depository enterprise on depository affairs.

The Company may, in response to requests of the centralized securities depository enterprise, perform a merger for reissuance of securities in larger denominations.

The Company may be exempted from printing its share certificates for issued shares and securities, and shall register the issued shares with a centralized securities depository enterprise.

Article 10: Except as otherwise provided in laws and regulations or securities regulations, stock affairs of the Company stocks by shareholders of the Company shall be conducted in accordance with the "Regulations Governing the Administration of Shareholder Services of Public Companies".

Chapter 3 Shareholders' Meeting

Article 11: Shareholders' meetings of the Company are of two kinds, which shall be convened by the

Board of Directors in accordance with relevant laws and regulations: (1) regular meeting and (2) special meeting. Regular meetings shall be convened at least once a year by the Board of Directors according to the law within six (6) months after close of each fiscal year. Special meeting of shareholders are held when necessary. A meeting for the shareholders of preferred shares may be convened in accordance with relevant laws and regulations when deemed necessary.

Transfer of shares will not be altered within sixty (60) days prior to the convening date of a regular shareholders' meeting, or within thirty (30) days prior to the convening date of a special shareholders' meeting, or within five (5) days prior to the target date fixed by the Company for distribution of dividends, bonus or other benefits.

Article 11-1: The Company's shareholders' meeting can be held by means of visual communication network or other methods announced by the Ministry of Economic Affairs.

Article 12: Where a shareholder is unable to attend a shareholders' meeting in person, the shareholder may appoint a proxy to attend a shareholders' meeting in his/her/its behalf by executing a power of attorney issued by the Company stating therein the scope of power authorized to the proxy. Except for trust enterprises or stock agencies approved by the competent authority, when a person who acts as the proxy for two or more shareholders, the number of voting power represented by him/her shall not exceed three percent (3%) of the total number of voting shares of the Company, otherwise, the portion of excessive voting power shall not be counted.

The written proxy as referred to in the preceding paragraph shall be served to the Company no later than 5 days prior to the meeting date of the shareholders' meeting. In case two (2) or more written proxies are received from one shareholder, the first one received by the Company shall prevail; unless an explicit statement to revoke the previous written proxy is made in the proxy which comes later.

Article 13: Except in the non-voting rights otherwise provided for in relevant laws and regulations, a shareholder of the Company shall have one voting power in respect of each share in his/her/its possession.

Article 14: Resolutions at a shareholders' meeting shall, unless otherwise provided for in relevant laws and regulations, be adopted by a majority vote of the shareholders present, who represent more than one-half of the total number of voting shares. Shareholders of the Company may exercise his/her/its voting power by way of electronic transmission. A shareholder who exercises his/her/its voting power at a shareholders' meeting in writing or by way of electronic transmission shall be deemed to have attended the said shareholders' meeting in person. Relevant affairs shall be handled in accordance with applicable laws and regulations.

Article 15: The Company's shareholders' meetings shall be convened by the Board of Directors and chaired by the Chairman. When the Chairman is unable to exercise the powers of the chair,

the Chairman shall appoint one of the directors to act as chair. Where the Chairman does not make such a designation, the directors shall select from among themselves one person to serve as chair. Whereas for a shareholders' meeting convened by any other person having the convening right, he/she shall act as the chairman of that meeting provided, however, that if there are two or more persons having the convening right, the chairman of the meeting shall be elected from among themselves.

Article 16: Resolutions adopted at a shareholders' meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the chairman of the meeting and shall be distributed to all shareholders of the Company within twenty (20) days after the close of the meeting. The preparation and distribution of the minutes of shareholders' meeting may be effected via public disclosure by entering such information into the Market Observation Post System.

Article 16-1: Revocation of the Company's public offering shall be made following approval by the Board of Directors before submitting to a shareholders' meeting for resolution. Such revocation shall be made in accordance with the Company Act and relevant laws and regulations.

Article 16-2: Except as otherwise provided for in the applicable laws and regulations, a shareholders' meeting may resolve the following matters:

Adoption of and amendment to the Company's Articles of Incorporation;

Election of directors;

Ratification of statements prepared by the Board of Directors, reports by the Audit Committee, and proposals of earnings distribution or making up of losses;

Resolutions on decrease of capital; and

Other important matters and matters required to be resolved by a shareholders' meeting pursuant to applicable laws and regulations.

Chapter 4 Directors and Audit Committee

Article 17: The Company shall have seven (7) to eleven (11) directors to be elected at the shareholders' meeting from among the individuals of legal capacity, with the term of three years. All directors shall be eligible for re-election. For the number of directors of the Company, the directors shall include not less than three (3) independent director members, and not less than one-third of the director seats shall be held by independent directors.

A nomination system is adopted in the Company's election of directors, with non-independent and independent nominated respectively and elected at the same time in a shareholders' meeting. The number of said directors shall be calculated separately.

In case no election of new directors is effected after expiration of the term of office of existing directors, the term of office of out-going directors shall be extended until the time new directors have been elected and assumed their office.

Article 17-1: Where the Company establishes its Audit Committee pursuant to Article 14-4 of the

Securities and Exchange Act, the appointment of supervisors shall not apply.

Provisions on supervisors under the Securities and Exchange Act, the Company Act and other laws shall apply to the Audit Committee *mutatis mutandis*.

The Audit Committee shall be composed of the entire number of independent directors. Number or Audit Committee members, terms of office, authorities, and rules of procedure for its meetings shall be performed in accordance with organizational charter for the Audit Committee otherwise adopted pursuant to applicable laws and regulations.

Article 17-2: Deleted.

Article 18: In case the directors of the Company establish the Board of Directors, they shall elect a chairman of the Board from among the directors by a majority vote at a meeting attended by over two-thirds of the directors. The Chairman shall externally represent the Company. In case the Chairman of is on leave or absent or can not exercise his power and authority for any cause, the director to act on his behalf shall be designated in accordance with Article 208 of the Company Act.

Article 19: The compensation of all directors for acting duties for the Company shall be given regardless of business profit or loss. The Board of Directors is authorized to determine the amount of compensation to the directors of the Company based on the directors' level of operational participation as well as value of the contribution, with reference to the peer payment level. If there is a profit, the distribution of remuneration shall be done following Article 25 hereof.

The Company may, with assignments to the Board of Directors under authorization, obtain liability insurance for all directors with respect to liabilities resulting from exercising their duties during their terms of directorship.

Article 20: When the number of directors falls short by one third (1/3) of the total number or all independent directors have been dismissed, the Board of Directors shall call a special shareholders' meeting within sixty (60) days from the date of occurrence to hold a by-election to fill the vacancies, whose terms of office are limited to the unexpired term of office of the predecessor.

Article 21: A director unable to attend the meeting in person may appoint another director to attend the meeting as his/her proxy.

Article 22: Except as otherwise stated in the Company Act, a resolution on a matter at a Board of Directors meeting requires the approval of a majority of the directors present at the meeting that shall be attended by a majority of all directors.

Article 22-1: Deleted.

Article 22-2: Duties of the Board of Directors are as follows:

Approval of the Company's business guidelines and planning.

Approval of the Company's budget(s) and review of the Company's final account(s).

Approval of the Company's organizational charter.

Approval of the Company's important regulations.
Drafting of increase/decrease to the Company's capital and approval of stock issuance.
Drafting of the Company's earnings distribution or proposal for making up of losses.
Resolutions for issuance of the Company's corporate bonds.
Resolutions for plans to repurchase the Company's shares.
Appointment and discharge of the Company's managerial personnel (incl. internal audit supervisors).
Approval of acquisition or disposal of important assets,
Decisions made in the Company's regular or special shareholders' meetings.
Appointment of directors and supervisors of subsidiaries of the Company.
Other matters provided for by laws and regulations or under authorization of the shareholders' meeting.

Article 22-3: Deleted.

Article 22-4: The Board of Directors of the Company shall convene its meetings at least once every quarter. For the convening of the Board of Directors, the reasons for calling a Board of Directors meeting shall be notified to each director seven (7) days in advance. In emergency circumstances, however, a meeting may be called on shorter notice. The above notice in respect of convening the meeting may be done by facsimile (fax) or by electronic mail (E-mail) in lieu of writing.

Chapter 5 Managerial Officer

Article 23: The Company may have managers, whose appointment, discharge and compensation shall be handled in accordance with Article 29 of the Company Act.

Chapter 6 Accounting

Article 24: After the close of each fiscal year, the following reports and statements shall be prepared by the Board of Directors, and shall be submitted to the regular meeting of shareholders for ratification:

Report on Operations.

Financial Statements.

Proposals Concerning Appropriation of Net Profits of Making Up.

Article 25: If there is profit at the end of each fiscal year, a ratio between four percent (4%) and ten percent (10%) as Employees' Remuneration shall be distributed in form of share or cash following resolutions by the Board. Employees entitled to receive such Remunerations may including the employees of subsidiaries of the Company meeting certain specific requirement; and a ratio no more than two percent (2%) as Directors' Remuneration from the aforesaid profit may be distributed by the Board.

However, the Company's accumulated losses shall have been covered first before any distribution based on the said percentages.

Article 26: If there is a profit after closing of accounts, the Company shall first make up the losses for the preceding years, and then set aside a legal reserve of ten percent (10%) of the profit. Where such legal reserve amounts to the total paid-in capital, this provision shall not apply. Aside from the aforesaid legal reserve, the Company may, under its regulations, set aside another sum as special reserve or make reversals thereof; if there are earnings, the Company may distribute in priority the dividend distributable for the preferred shares in the current year; if there are still earnings after the aforesaid distribution, a proposal for distribution of such earnings combined with cumulative undistributed earnings may be proposed by the Board of Directors. When this is done by issuing new shares, distribution should be made after a shareholders' meeting resolution. When distributing cash, in accordance with the provisions of Article 240, Paragraph 5 of the Company Act, the board of directors is authorized to make distributions after more than two-thirds of the directors are present and a resolution passed by more than half of the directors is present, and reported to the shareholders' meeting.

The Company's dividend policy, in cooperation with future development plans of the Company and in consideration of investment circumstances, needs for funds and domestic and overseas competitions as well as shareholders' equity, stipulates that a portion no less than fifty percent (50%) of the surplus as shareholders' dividends and bonuses to be distributed in form of cash or stock, among which such dividends and bonuses paid in cash shall not be less than ten percent (10%) of such distribution.

Article 26-1: The company may, with more than two-thirds of the directors present and a resolution passed by more than half of the directors present, allocate all or one of the statutory surplus reserves and capital reserves stipulated in Paragraph 1 of Article 241 of the Company Act. If it is done by distributing cash, it should be reported to the shareholders' meeting; if it is done by issuing new shares, it should be submitted to the shareholders' meeting for resolution before distribution.

Chapter 7 Additions

Article 27: In regard to all matters not provided for in these Articles of Incorporation, the Company Act and other relevant laws and regulations shall govern.

Article 28: Organizational charters and additional regulations of the Company shall be adopted otherwise by the Board of Directors.

Article 29: These Articles of Incorporation are agreed to and signed on October 27, 1998.

The 1st Amendment was made on August 5, 1999.

The 2nd Amendment was made on July 5, 2002.

The 3rd Amendment was made on May 5, 2003.
The 4th Amendment was made on July 1, 2003.
The 5th Amendment was made on October 8, 2004.
The 6th Amendment was made on June 22, 2005.
The 7th Amendment was made on June 1, 2006.
The 8th Amendment was made on May 15, 2007.
The 9th Amendment was made on June 13, 2008.
The 10th Amendment was made on May 15, 2009.
The 11th Amendment was made on May 27, 2010.
The 12th Amendment was made on June 27, 2012.
The 13th Amendment was made on June 16, 2016.
The 14th Amendment was made on June 21, 2019.
The 15th Amendment was made on June 19, 2020.
The 16th Amendment was made on July 5, 2021.
The 17th Amendment was made on June 23, 2022.
The 18th Amendment was made on June 19, 2024.

ALLTOP TECHNOLOGY CO., LTD.

Chairman: Yu, Wan-Yi