

HOWTEH TECHNOLOGY CO., LTD. Articles of Incorporation

Chapter 1 General Provisions

Article 1: The Company is duly incorporated by the Company Act, and named “好德科技股份有限公司” in Chinese and HOWTEH TECHNOLOGY CO., LTD. in English.

Article 2: The Company is engaged in the following sectors:

1. CC801010 Basic Industrial Chemical Manufacturing
2. CA02090 Metal Wire Products Manufacturing
3. CA02990 Other Fabricated Metal Products Manufacturing
4. CB01030 Pollution Controlling Equipment Manufacturing
5. CC01060 Wired Communication Mechanical Equipment Manufacturing
6. CC01070 Wireless Communication Mechanical Equipment Manufacturing
7. CC01110 Computer and Peripheral Equipment Manufacturing
8. CE01010 General Instrument Manufacturing
9. CE01030 Optical Instrument Manufacturing
10. E604010 Machinery Installation
11. EZ05010 Instrument and Meters Installation Engineering
12. F113010 Wholesale of Machinery
13. F113020 Wholesale of Electrical Appliance
14. F113030 Wholesale of Precision Instruments
15. F113050 Wholesale of Wholesale of Computers and Clerical Machinery Equipment
16. F113070 Wholesale of Telecommunication Apparatus
17. F114060 Wholesale of Ship and Component Parts
18. F117010 Wholesale of Fire Safety Equipments
19. F118010 Wholesale of Computer Software
20. F119010 Wholesale of Electronic Materials
21. F213010 Retail Sale of Electrical Appliances
22. F213030 Retail sale of Computers and Clerical Machinery Equipment
23. F213040 Retail Sale of Precision Instruments
24. F213060 Retail Sale of Telecommunication Apparatus
25. F213080 Retail Sale of Machinery and Tools
26. F214060 Retail Sale of Ship and Component Parts Thereof
27. F217010 Retail Sale of Fire Safety Equipments
28. F218010 Retail Sale of Computer Software
29. F219010 Retail Sale of Electronic Materials
30. F401010 International Trade

31. I501010 Product Designing

32. JE01010 Rental and Leasing

33. 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, Taiwan, Republic of China, and shall be free, upon approval of the Board of Directors, to set up representative and branch offices at various locations within and outside the territory of the Republic of China, wherever and whenever the Board of Directors deems it necessary.

Article 4: The means by which the Company makes announcements shall be by Article 28 of the Company Act.

Chapter 2 Shares

Article 5: The Company's registered capital stock is NT\$800 million, which is divided into 80 million shares at NT\$10 per share and may be issued in installments subject to a resolution from the board of directors. Of the said number of shares, 7 million shares at NT\$10 per share shall be reserved for the exercise of stock warrants and the stock warrants attached to preferred shares or corporate bonds.

Article 5-1: The Company may transfer shares to employees at less than the average actual share repurchase price, subject to an approval by at least two-thirds of the voting rights present at the most recent shareholders meeting attended by shareholders representing a majority of total issued shares, and must have given an explanation in the notice of reasons for that shareholders meeting; it may not raise the matter by means of an extraordinary motion:

Employees eligible for the treasury shares transferred by the Company may also include employees of a controlled or affiliated company who meet certain criteria.

Article 6: All of the Company's shares shall be registered ones, and shall bear the signature or seal of the director representing the Company, and may be issued after being duly certified. The shares issued by the Company need not take the form of share certificates, but shall be registered with the centralized securities depository institutions.

Article 7: Transfer of share ownership, creation of pledge, removal of pledge, reporting of loss, inheritance, and gifting of shares, reporting of loss or change of specimen chop, or reporting of change of address made by the Company's shareholder shall comply with the "Regulations Governing the Administration of Shareholder Services of Public Companies" promulgated by the competent authority, unless the laws and regulations governing securities state otherwise.

Article 8: (deleted)

Article 9: (deleted)

Article 10: (deleted)

Article 11: The Company shall not handle any requests for transfers of shares within 60 days prior to the shareholders meeting, 30 days prior to the special shareholders meeting, or 5 days prior to the record date for the distribution of dividends, bonuses or other interests.

Chapter 3 Shareholders' Meeting

Article 12: Shareholders' meetings of the Company are of two types, namely: (1) regular meetings and (2) special meetings. Regular meetings shall be convened by the Board of Directors within six (6) months after the close of each fiscal year. Special meetings may be convened in accordance with the relevant laws whenever necessary.

Article 12-1: The Company's shareholders' meetings may be held by videoconferencing or other means announced by the Ministry of Economic Affairs.

Article 13: A shareholder unable to attend a shareholders' meeting may designate a proxy to attend the meeting by giving the proxy a proxy form executed by Article 177 of the Company Act.

Article 14: (deleted)

Article 15: Resolutions at a shareholders' meeting shall be adopted by a majority vote of the shareholders present, who represent more than one-half of the total number of voting shares, unless the Company Act provides otherwise.

Article 15-1: When the Company holds a shareholders' meeting, it shall adopt exercise of voting rights by electronic means and may adopt exercise of voting rights by correspondence.

When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders' meeting notice. Shareholders exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person. However, they are deemed to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting;

Article 16: A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Article 179 of the Company Act.

Article 17: Matters relating to the resolutions of a shareholders meeting shall be recorded in the meeting minutes. The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's name, the methods by which resolutions were adopted, and number of shares represented by shareholders present, and shall be signed by or affixed with the seal of the chair. The minutes, along with shareholders' attendance book and proxy forms shall be retained at the Company. In addition, the meeting minutes shall be distributed to all shareholders within 20 days after the meeting. The production and the distribution of the meeting minutes mentioned in

the preceding paragraph can be made electronically.

Chapter 4. Directors

Article 18: The Company shall have 7 to 9 directors, who shall be elected by the shareholders' meeting from among the director nominees list through a candidate nomination system by Article 198 of the Company Act for a term of three years, and may continue to hold office if reelected. The total shareholding ratio of all directors as a whole shall be in accordance with the requirements of the competent securities authority.

The board of directors is authorized to set the compensation to directors of the Company by examining the extent of participation of directors in the Company's operations and the value of their contribution to the Company, and by reference to the industry's payment standards. A certain amount of transportation fees or other stipends may also be provided. A shareholder or director who is also a manager or employee of the Company shall receive the salary same as the salary of ordinary managers or employees.

Article 18-1: According to Article 14-2 of the Securities and Exchange Act, the number of independent directors of the Company shall not be less than three of all directors, and shall not constitute less than one fifth of all director seats. The professional qualifications, restrictions on both shareholding and concurrent positions held, determination of independence, method of nomination, and other requirements with regard to the independent directors shall be set forth in accordance with the regulations of the competent authority.

Article 19: Directors shall assemble the board of directors, which shall carry out all the Company's business in accordance with laws and regulations, the Company's Articles of Incorporation, and resolutions of the Shareholders' Meeting. They shall elect from among themselves a Chairperson in accordance with Article 208 of the Company Act who represents the Company; A Vice Chairperson may be elected from among the directors based on operational needs.

Article 20: When the chairperson of the board is on leave or for any reason unable to exercise the powers of chairperson, the vice chairperson shall act in place of the chairperson; if there is no vice chairperson or the vice chairperson is also on leave or for any reason unable to exercise the powers of vice chairperson, the chairperson shall appoint one of the directors to act as chair. If no such designation is made by the chairperson, the directors shall select one person from among themselves to serve as chair.

Article 21: When the number of vacancies in the board of directors of the Company equals to one third or more of the total number of directors, the board of directors shall call a special meeting of shareholders within 60 days to elect succeeding directors to fill the vacancies. However, directors so elected shall serve a term equal to the remaining

term of the predecessor.

Article 22: If the term of office expires before the following election takes place, the term of office may be extended until the newly elected directors take office.

Article 23: Board meetings shall be convened by the chairperson of the board. A notice specifying the meeting purposes shall be given to directors at least 7 days in advance. In emergency circumstances, however, a meeting may be called at short notice. A notice of the convention of a board of directors meeting may be given in writing, or by e-mail or fax.

Unless stated otherwise in the Company Act, a board meeting shall be attended by at least half of all directors. If a director is unable to attend a board of directors meeting for any reason, he/she may designate one, and but one, proxy to attend the meeting. A resolution may be adopted only by a majority vote of all directors as a whole.

If a director is an interested party in relation to an agenda item, the director shall state the important aspects of the interested party relationship at the respective meeting.

Where the spouse, a blood relative within the second degree of kinship of a director, or any company which has a controlling or subordinate relation with a director has interests in the matters under discussion in the meeting of the preceding paragraph, such director shall be deemed to have a personal interest in the matter.

Article 24: All business policies and important matters of the Company shall be in accordance with the resolutions of the Board of Directors.

Article 25: The Company has set up an audit committee in accordance with the provisions of the Securities and Exchange Act. The audit committee shall be composed of all independent directors. Members of the audit committee shall carry out the duties assigned by the Company Act, Securities and Exchange Act, and other applicable laws and regulations.

Chapter 5. Managers

Article 26: The Company may have one president. The appointment, removal, and remuneration thereof shall be conducted in accordance with Article 29 of Company Act.

Chapter 6. Final Accounting

Article 27: The Company's fiscal year shall be from January 1 through December 31.

Article 28: The Company shall, at the end of each fiscal year, have the board of Directors prepare the following reports at least 30 days before the commencement of an annual shareholders' meeting and submit such reports to the audit committee for review and then to the shareholders' meeting for adoption: (1) business report; (2) Financial statements; (3). Proposal to distribute earnings or compensate for prior losses.

Article 29: If the Company has profit at the end of year, it shall contribute no less than 3% of such profits as the compensation to employees. The remuneration may be paid in the form of stock or in cash subject to resolution made by the board of directors. The employees include those of parents or subsidiaries of the Company who meet certain specific requirements. Meanwhile, the Company may contribute no more than 5% of said profit as the compensation to directors subject to the resolution by the Board of Directors. The proposals to distribute compensation to employees and directors shall be reported at the Shareholders' Meeting. However, if the Company is still in losses,

an amount equal to such losses shall be reserved before such earnings can be distributed as employee compensation and director compensation in the proportion mentioned above.

Article 29-1: Since the Company is in an industry that changes rapidly, future capital needs and a sound financial planning shall be taken into account in order to pursue sustainable development. Given so, if the Company has net profits after the annual final accounting, such profit shall be used to compensate for prior losses in the first place. Thereafter, 10% of the remaining profit shall be provided as legal reserves, and special reserves shall be provided or reversed as required by the competent authority. The remaining profit, if any, shall be combined with undistributed earnings in prior years; the sum shall then be taken by the board of directors to draft distribution proposals (the profit so allocated shall contain no less than 30% of the undistributed earnings of the current year), which shall be approved by the shareholders' meeting through a resolution. In addition, cash dividends shall constitute no less than 20% and no greater than 100% of total dividends distributed. The portion of dividends paid not in cash shall be in shares.

Chapter 7. Supplementary Provisions

Article 30: The total amount of the Company's reinvestment is not subject to Article 13 of the Company Act, which stipulates that a company reinvestment amount be capped at 40% of the company's paid-in capital.

Article 31: The Company may provide guarantees for industry peers.

Article 32: Matters not specified in the Articles of Incorporation shall be handled in accordance with the Company Act and other laws and regulations.

Article 33: These Articles of Incorporation were established on August 23, 1978.

The 1st revision was made on February 27, 1979.

The 2nd revision was made on June 29, 1979.

The 3rd revision was made on April 16, 1985.

The 4th revision was made on September 16, 1986.

The 5th revision was made on February 12, 1987.

The 6th revision was made on June 20, 1988.

The 7th revision was made on August 15, 1988.

The 8th revision was made on March 15, 1992.

The 9th revision was made on June 1, 1992.

The 10th revision was made on July 7, 1992.

The 11th revision was made on October 3, 1992.

The 12th revision was made on April 9, 1997.

The 13th amendment was on May 8, 1998.

The 14th revision was made on March 30, 1999.

The 15th revision was made on October 11, 2000.

The 16th revision was made on April 25, 2001.

The 17th revision was made on December 13, 2001.

The 18th revision was made on May 10, 2002.
The 19th revision was made on May 15, 2003.
The 20th revision was made on June 17, 2004.
The 21st revision was made on June 17, 2005.
The 22nd revision was made on June 16, 2006.
The 23rd revision was made on June 20, 2007.
The 24th revision was made on June 18, 2008.
The 25th revision was made on June 16, 2009.
The 26th revision was made on June 15, 2010.
The 27th revision was made on June 18, 2012.
The 28th revision was made on June 18, 2013.
The 29th revision was made on June 28, 2016.
The 30th revision was made on June 14, 2017.
The 31st revision was made on June 21, 2019.
The 32nd revision was made on June 23, 2020.
The 33rd revision was made on July 22, 2021.
The 34th revision was made on June 24, 2022.
The 35th revision was made on June 21, 2024.

HOWTEH TECHNOLOGY CO., LTD.

Chairman: Chen, Kuo-Hung