

Tripod Technology Corporation

Articles of Association

Chapter 1 General Provisions

Article 1: The Company is organized in accordance with the Company Act and named Tripod Technology Corporation (hereinafter referred to as "the Company".)

Article 2: The business scope of the Company is as follows:

- 2.1 Mechanical Equipment Manufacturing
- 2.2 Wired Communication Equipment and Apparatus Manufacturing
- 2.3 Telecommunication Equipment and Apparatus Manufacturing
- 2.4 Electronics Components Manufacturing.
- 2.5 Computer and Peripheral Equipment Manufacturing.
- 2.6 Medical Materials and Equipment Manufacturing
- 2.7 Garden and landscape works Specialized Construction Enterprises
- 2.8 Wholesale of Drugs, Medical Goods
- 2.9 Wholesale of Cosmetics Ingredients
- 2.10 Wholesale of Machinery
- 2.11 Wholesale of Computers and Clerical Machinery Equipment.
- 2.12 Wholesale of Telecommunication Apparatus.
- 2.13 Wholesale of Computer Software.
- 2.14 Wholesale of Electronic Materials.
- 2.15 Wholesale of Recycling Materials
- 2.16 Retail sale of Medical Equipment
- 2.17 Retail Sale of Office Machinery and Equipment
- 2.18 Retail Sale of Telecommunication Apparatus.
- 2.19 Retail Sale of Other Machinery and Equipment.
- 2.20 Retail Sale of Computer Software
- 2.21 Retail Sale of Electronic Materials.
- 2.22 International Trade
- 2.23 Housing and Building Development and Rental.
- 2.24 Industrial Factory Buildings Lease Construction and Development
- 2.25 Specific Area Development
- 2.26 Real Estate Business
- 2.27 Real Estate Leasing
- 2.28 Other Consultancy
- 2.29 Software Design Services
- 2.30 Data Processing Services
- 2.31 Electronic Information Supply Services.
- 2.32 Product Designing
- 2.33 Landscape and Interior Designing
- 2.34 All business items that are not prohibited or restricted by law, except those that are subject to special approval.

Article 2-1: The Company may act as a guarantor.

Article 3: The Company is a shareholder with limited duties of other companies where related investment amount is not restricted to the limitation as set by the provisions of Article 13 of the Company Act for reinvestments.

Article 4 : The Company is headquartered in Taoyuan City and when necessary may establish branches or representative offices at proper locations at home and abroad as resolved by the board of directors and approved by laws.

Article 5: Deleted.

Chapter 2 Share

Article 6: The authorized capital of the Company is NT\$6 billion consisting of 600 million shares. The par value of each share is NT\$10, and such shares can be issued in separate installments by authorizing the board meeting.

Among these shares, 200 million shares are reserved for warrants, referred shares with warrants or corporate bond with warrant, with 20 million shares at par value of NT\$10. The board of directors is authorized to issue the shares in separate installments.

Article 7: The share certificates of the Company shall without exception be in registered form, signed by, or affixed with seals of, at least three directors, and authenticated by the competent authority before issuance.

The issued shares of the Company are not required to be printed ones.

Article 8: The stock affair administrative operations of the Company follows the provisions of the "Regulations Governing the Administration of Shareholder Services of Public Companies".

Article 9: Deleted.

Article 10: All entries in the shareholders register due to share transfers shall be suspended for 60 days prior to a shareholders' meeting, or for 30 days prior to a special shareholders' meeting, or for 5 days prior to the record date fixed for distributing dividends, bonus, or any other benefits.

Article 11: Deleted.

Chapter 3 Shareholders' Meeting

Article 12: Shareholders' meetings of the Company are of two kinds: general shareholders' meetings and special shareholders' meetings. The general shareholders' meetings are convened at least once per year within six months from the close of the fiscal year by the board meeting following laws and regulations, with the exception of those with legitimate reason and authorized by competent authority. Special shareholders' meetings may be convened in accordance with applicable laws and regulations whenever necessary.

Article 13: For general shareholders' meetings, the notice of meeting shall be served to each shareholder at least 30 days prior to the meeting; for special shareholders' meetings, a notice of meeting shall be served to each shareholder at least 15 days prior to the meeting. The notice of meeting shall specify the date, location and reasons for convening the meeting.

Article 14: If a shareholders' meeting is convened by the board of directors, the meeting shall be chaired by the chairperson of the board. When the chairperson of the board is on leave or for any reason unable to exercise the powers of the chairperson, the proxy selection follows the provisions of Article 208 of the Company Act; if a shareholders' meeting is convened by a party with power to convene but other than the board of directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chairperson from among themselves.

Article 15: A shareholder unable to attend the shareholders' meeting in person may appoint a proxy to attend the meeting by using the proxy form issued by the Company and specifying the scope of proxy, which shall be signed and sealed by the shareholder. The provisions of such proxy assignment follows provisions under Article 177 of the Company Act and that of the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies" as ruled by the competent authority.

Article 16: Each shareholder of the Company is entitled to one vote per share, with the exception that falls under Article 179 of the Company Act.

Article 17: Except as otherwise provided by the laws, resolutions of a shareholders' meeting shall be adopted at a meeting attended by shareholders representing over half of the total number of issued shares and at which meeting over half of the shareholders vote in favor of such resolutions.

According to regulations of the competent authority, a shareholder of the Company may exercise voting rights in electronic format whereas such shareholder will be deemed to have attended the meeting in person. Related matters are implemented according to regulations of laws.

Article 18: Minutes of the meeting shall be signed or sealed by the chairperson and should be distributed to all shareholders within 20 days of the meeting. The minutes, attendance book and proxy form and be properly kept at the Company under the provisions of Article 183 of the Company Act.

The issue of the aforementioned minutes may be announced publicly.

Chapter 4 Directors and Supervisors

Article 19: The Company shall have seven to eleven directors to be elected from persons having legal capacity at a shareholders' meeting. Each director shall hold office for a term of three years and is eligible for reelection. The total shares of all supervisors follow the regulations of securities governing authority.

Under the provisions of Article 14-2 and Article 183 of the Securities and Exchange Act, the aforementioned director seats should contain no less than 2 people and no less than one-fifth of all director seats.

Election of independent directors shall adopt the candidate nomination measure, and they shall be elected from among the list of candidates for independent directors by the shareholders' meeting in accordance with Article 192-1 of the Company Act. Matters regarding professional qualification, restrictions on shareholdings and concurrent position, methods of nomination and election and other matters for compliance with respect to independent directors shall be subject to the rules prescribed by the competent securities authority. Independent and non-independent directors shall be elected at the same time, but in separately calculated numbers.

Article 20: The election of the Company's directors adopts the candidate nomination measure of the Article 192-1 of the Company Act. Related implementation matters also follow regulations of the Company Act, the Securities and Exchange Act, etc.

The total shares of registered shares of the Company held by all directors follows the "Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies" as announced by the Securities and Futures Commission, Ministry of Finance.

Article 21: If the number of directors is fewer than one-third of overall number of directors, the board should convene a special shareholders' meeting within 60 days for reelection, whereas the term is restricted to fulfill the term of the original serving director.

Article 22: Should the term ends for directors and reelection takes longer than expected, the term may be prolonged until reelected director inaugurates.

Article 23: The board of directors is formed by directors whereas over two-thirds of the directors attend and over half of the attending directors agree and elect a chairperson. When necessary, the same method is applied to select one of them as vice chairperson. The chairperson represents the company.

Article 24: The business policy and other important matters of the Company are resolved by the board meeting, which is called to convene and chaired by the chairperson except for the calling to order of the first board meeting of each term, which follows the provisions of Article 203 of the Company Act. For emergency, a board meeting may be called to convene at any time. The aforementioned calling to order is made by the chairperson and directors may be informed via fax or Emails.

Article 25: Except for other provisions of the Company, the resolutions of the board meetings require attendance of over half of directors and agreement of over half of the attending directors. Should any of the directors fail to attend due to specific reasons, he/she may offer a proxy form listing the scope of authorization of the reason of convening the meeting for another director to attend. However, the number of such proxy is limited to one only.

The meeting may be held via videoconferencing whereas directors participating in the videoconference are deemed participating in person.

Article 26: The minutes of the meeting shall be signed or sealed by the chairperson and copies thereof shall be distributed to all directors within 15 days of the meeting. The minutes shall be properly kept at the Company, along with attendance book and proxy form.

Article 27: Pursuant to Article 14-4 of the Securities and Exchange Act, the Company shall set up the audit committee, which shall consist of the entire independent directors. The members of the audit committee exercise duties of supervisors as ruled by the Company Act, the Securities and Exchange Act and others.

Chapter 5 Managers and Employees

Article 28: The Company follows the resolution of the board to appoint various managers, with appointment, dismissal and reward observing the provisions under Article 29 of the Company Act.

Article 29: The president should follow resolutions of the board and deal with the Company's business.

Article 30: Deleted.

Chapter 6 Accounting

Article 31: The Company's fiscal year is from January 1 to December 31 each year. At the close of each fiscal year, the board of directors shall prepare the following statements and records that shall be presented at the shareholders' meeting for recognition after submitted to be audited by supervisors 30 days before the shareholders' meeting.

31.1 Business report;

31.2 Financial report;

31.3 Proposal for allocating earnings or covering loss.

Article 32: For any profits earned by the Company annually, the Company should allot 6-18% of the profits to be employee compensation whereas the board of directors meeting will make a resolution to issue the amount in shares or cash, with the issued targets include subordinating employees meeting certain conditions; the aforementioned amount of profits of the Company is resolved by the board meeting to allot no more than 1% as director compensation. Proposals for both types of compensation should be reported to the shareholders' meeting. However, should the Company have accumulated losses, retained amount to cover the losses should be prescribed before allotting both types of compensation according to the percentages described in the preceding paragraph.

Article 32-1: For any profits after review of annual financial statements, the Company should pay for taxes by observing related laws. After covering for accumulated losses, the company may allot no less than 3% of the earnings as legal reserve. However, for legal reserving reaching the paid-in capital of the company, no such allotment is required. The rest can be allotted legally or reversed as special reserve; for any remaining sum, along with accumulated undistributed retained earnings, the board may propose an earning distribution for the shareholders' meeting to resolve and distribute shareholders' bonus dividends.

The Company's corporate lifecycle is on the rise. For future expansions, funding needs and tax influence on the Company and shareholders, the Company's share dividend policy mainly considers the funding requirements of the Company in future funding budgeting. The board meeting is responsible for proposing earning distribution for shareholders' meeting to resolve and distribute. Whereas the distribution of bonus

dividends should consider the dividends of the year with no less of 10% as cash dividends.

Chapter 7 Supplemental Provisions

Article 33: The organization and major regulations of the Company are set by the board meeting.

Article 34: Matters not addressed by these Articles of Association shall be governed by the Company Act.

Article 35: The Articles of Association was implemented initially on December 10th, 1991.

The first amendment occurred on August 6th, 1992.

The second amendment occurred on July 15th, 1993.

The third amendment occurred on September 29th, 1995.

The fourth amendment occurred on December 12th, 1995.

The fifth amendment occurred on February 5^h, 1996.

The sixth amendment occurred on October 30^h, 1996.

The seventh amendment occurred on July 19th, 1997.

The eighth amendment occurred on June 1st, 1998.

The ninth amendment occurred on May 10th, 2000.

The tenth amendment occurred on June 22nd, 2001.

The eleventh amendment occurred on June 21st, 2002.

The twelfth amendment occurred on May 18th, 2004.

The thirteenth amendment occurred on May 18th, 2005.

The fourteenth amendment occurred on June 14th, 2006.

The fifteenth amendment occurred on June 13th, 2007.

The sixteenth amendment occurred on June 13th, 2008.

The seventeenth amendment occurred on June 16th, 2009.

The eighteenth amendment occurred on June 22nd, 2010.

The nineteenth amendment occurred on June 17th, 2011.

The twentieth amendment occurred on June 21st, 2012.

The twenty-first amendment occurred on June 20th, 2013.

The twenty-second amendment occurred on June 21st, 2014.

The twenty-third amendment occurred on June 25th, 2015.

The twenty-fourth amendment occurred on June 21st, 2016.

The twenty-fifth amendment occurred on June 22nd, 2017.

The twenty-sixth amendment occurred on June 21st, 2018.

The twenty-seventh amendment occurred on July 9th, 2021.