

Articles of Incorporation of Allied Circuit Co., Ltd.

Chapter 1: General Provisions

Article 1: The company is organized under the Company Law and shall be named “博智電子股份有限公司” and the English name shall be "Allied Circuit Co., Ltd.".

Article 2: The business scope of the Company shall be as follows:

1. To engage in CC01080 manufacturing business of electronic parts and components;
2. To engage in F119010 wholesale of electronic materials;
3. To engage in F219010 retail sale of electronic materials;
4. To engage in F401010 international trade business;
5. ZZ99999 All businesses that are not prohibited or restricted by laws, except those that are subject to special approval.

Article 2-1: To meet business needs, the company may provide endorsements and guarantees to outside parties, managed according to the company's "Procedures for Endorsement and Guarantee ".

Article 3: The head office of the Company shall be in Taoyuan City, the

Company may set up branches, offices or factories within or outside the Republic of China by resolutions of the Board of Directors.

Article 4: (Deleted)

Article 5: The re-investment amount of the Company may exceed 40% of its paid-in capital.

Chapter 2: Shares

Article 6: The total capital of the Company shall be NT\$1,360,000,000 consisting of 136,000,000 shares with a par value of NT\$10 each (including 4,900,000 shares for employees' subscription to shares according to certificates of subscription or

company bonds attaching the right of subscription to shares) which may be issued in several issues, and the shares that are not issued may be issued by the Board of Directors according to business requirement. The Board of Directors is authorized to

act in accordance with applicable laws and regulations in the event that the Company repurchases its shares as permitted by law.

Article 7: The share certificates of the Company shall be in registered form and shall be affixed with the signatures or seals of the director representing the Company, and shall be duly authenticated by the bank which is qualified to authenticate shares under the laws. The Company may be exempted from printing any share certificate for the shares issued and shall appoint a centralized securities custody enterprise/institution to make recordation of the issue of such shares in accordance with the applicable regulation of that enterprise/institution.

Article 8: The shareholders shall fill out seal impression cards when opening accounts. The style of signature or seal impression card shall be kept by the Company or the Company's stock agency for recordation, and the same shall apply to alteration. To present this seal impression card is required when shareholders receive dividends from the Company or exercise other rights.

Article 9: Unless otherwise provided in laws and regulations and securities rules, the shareholder shall deal with stock affairs such as share transfers, pledging, reporting lost share certificates, inheritance, gifts, and changes of address in accordance with the " Guidelines Governing the Processing of Stock Affairs by Public Company ".

Article 10: No entry for transfer of shares shall be permitted within sixty (60) days prior to a regular shareholders' meeting; thirty (30) days prior to a special shareholders' meeting; and five (5) days prior to a record date set for distributing dividends and bonuses or other benefits.

Chapter 3: Shareholders' Meetings

Article 11: Shareholders' meeting shall be of two types, regular shareholders' meeting and special shareholders' meeting. The regular shareholders' meeting shall be called once a year within six (6) months of the close of each fiscal year. The special shareholders' meeting may be called pursuant to law when deemed necessary.

Notice of shareholders' meetings shall be given to all shareholders at least thirty (30) days in advance for regular meeting and fifteen (15) days in advance for special meeting, specifying the date, location, and purpose of the meeting. The notification mentioned above may be delivered electronically.

Article 12: Unless otherwise specified by law, a shareholders' meeting requires the presence of shareholders representing more than half of the total issued shares.

A shareholder who is unable to attend a shareholders' meeting may authorize a proxy to attend the meeting by a power of attorney printed by the Company duly signed or sealed and setting forth the vested power in accordance with the " Regulations Governing the Use of Proxy for Attending Shareholders' Meetings of Public Companies " prescribed by the competent authority.

Article 13: If the shareholders' meeting is convened by the Board, the Chairman shall preside over the meeting according to Article 208 of the Company Act. If the meeting is convened by another authorized person, that person shall preside. In cases where there are two or more than two conveners, they shall elect one from among themselves to preside over the meeting.

Article 14: Except as otherwise provided by the Company Act, each shareholder of the Company shall have one (1) vote for each share held.

When the Company convenes a shareholders' meeting, shareholders may exercise their voting rights in writing or by electronic means.

Article 15: Except as otherwise provided in the Company Act, a resolution shall be adopted at a shareholders' meeting attended by shareholders holding and representing a majority of the total issued and outstanding shares and at which meeting a majority of the votes held by the shareholders present shall be cast in favor of such resolution.

Article 16: Minutes of proceedings shall be prepared for all resolutions adopted at a shareholders' meeting, stating the date and place of the meeting, name of the chairman and the means by which a resolution is adopted, the abstract and results of proceedings, number of shareholders present and number of shares represented. A copy of the minutes of proceedings duly signed and sealed by the chairman shall be kept permanently by the Company and forwarded to each shareholder within twenty (20) days after the meeting.

The distribution process of meeting minutes is made in accordance with applicable laws and regulations.

Article 16-1: The Company shall not proceed with the cancellation of its public issuance without a resolution from the shareholders' meeting.

Chapter 4: Directors and Functional Committees

Article 17: The Company shall have seven (7) to eleven (11) Directors and shall hold office for a term of three years. Directors shall be elected by adopting candidate nomination system and being elected and shall be eligible for reelection. Re-election of Independent Directors shall be governed by applicable laws and regulations.

The Directors' liability insurance may be bought by the Company for the liability of compensation they may bear according to law in their business scope during their term of office.

Among the aforementioned directors, the number of Independent Directors shall be no less than three (3) and shall constitute no less than one-fifth (1/5) of the total number of directors. Professional qualifications, restrictions on shareholdings and concurrent positions held, assessment of independence, method of nomination, and other matters for compliance with respect to independent directors shall be in compliance with applicable laws and regulations.

Article 18: When one-third (1/3) of the Directors have vacated their offices or all of the Independent Directors are discharged, the special shareholders' meeting shall be called by the Board of Directors within sixty (60) days for election of Directors and Independent Directors to fill the vacancies until the original term expires.

Article 19: The Directors shall form a Board of Directors. The Chairman of the Board of Directors shall be elected by and from among the Directors with the concurrence of a majority of the Directors present at a Board of Directors' meeting attended by more than two-thirds (2/3) of the Directors. The Chairman shall represent the Company externally.

Article 20: In the event the Chairman takes leave or is unable to exercise his power and authority for any reason, the appointment of his proxy shall be handled in accordance with Article 208 of the Company Act.

Article 21: Except as otherwise provided in the provisions of the relevant laws, the Board of Directors' meeting shall be called and presided by the chairman of the Company. The Board of Directors' meeting shall be held at least once every three months. Except as otherwise provided in the Company Act, a Board of Directors' meeting at which a resolution is adopted shall be attended by a majority of the Directors and at which meeting a majority of those present shall vote in favor of such a resolution.

Directors shall attend The Board of Directors' meeting in person. If the Board of Directors' meeting is conducted via video conference, those participating via video shall be deemed to be present in person.

If any Director is unable to attend a Board of Directors' meeting, he/she may appoint another Director to attend the meeting by proxy by executing a power of attorney in favor of the proxy specifying any limits on authority or powers in respect to the business to be transacted at the meeting; provided that the proxy shall accept the appointment of one Director only. Minutes of proceedings shall be prepared for the resolutions adopted at a Board of Directors' meeting and the provisions of Article 16 herein shall apply mutatis mutandis.

Article 22: For enhancing supervision functions and strengthening management mechanisms, the Board of Directors of the Company may set up committees of various functions. The organizational rules for each committee shall be promulgated respectively in accordance with relevant laws and regulations as well as the regulations and rules of the Company.

An Audit Committee is established according to Article 14-4 of the Securities and Exchange Act which consists of all Independent Directors. The Audit Committee shall have such powers and duties as the supervisors under the Company Act, the Securities and Exchange Act and other laws and regulations.

Article 23: In conducting the business of the Company, the Directors may be paid remuneration, regardless of whether the Company makes a profit or sustains a loss. The remuneration of Directors shall be submitted by the remuneration committee to the Board of Directors and decided by the Board of Directors in accordance with personal partake in and contribution to the Company's operation and benchmarks in the same industry.

Article 24: Functions of the Board of Directors shall be as follows:

1. Appoint and remove managerial personnel;
2. Decide and amend business policies;
3. Examine budget and final account;
4. Propose for distribution of profits and covering of losses;
5. Approve for re-investment, extending loan to other companies, and pledge of assets;
6. Approve for endorsement, guarantee, acceptance to affiliates in excess of the total specified amounts (to be decided by the Board of Directors);

7. Approve for borrowing and financing in excess of total specified amounts (to be decided by the Board of Directors);
8. Establish and/or withdraw any main divisions of the Company and/or its domestic or overseas branches, and to prescribe and amend Articles of Incorporation and important rules by laws;
9. Approve for important contracts;
10. Approve for other important business; and
11. Appoint, discharge, and make payment to CPA.
12. To exercise other duties and powers granted in accordance with the laws and regulations, Articles of Incorporation, and by the shareholders' meetings.

Article 25: A Board of Directors' meeting shall be called with a seven days' prior written notice setting forth the cause(s) of such meeting to all Directors, except there is an urgent need. In case of emergency, a Board of Directors' meeting may be called at any time. The meeting notice as referred to in the foregoing Paragraph shall set forth the cause(s) and be given via mail, e-mail or facsimile.

Chapter 5: OFFICERS

Article 26: The Company may employ managers, their appointment, discharge and compensation shall be handled in accordance with Article 29 of the Company Act.

Chapter 6: Accounting

Article 27: At the close of each fiscal year of the Company, the Board of Directors shall prepare the following statements/documents and present them to the shareholders' regular meeting for ratification in accordance with the legal procedure:

1. Business report
2. Financial statement
3. Proposal for distribution of profits or covering of losses.

Article 28: If there is any profit in a fiscal year, the Company's pre-tax profits in such fiscal year, prior to deduction of compensation to employees and directors, shall be allocated two to ten percent (2%-10%) and distributed to employees as compensation. The compensation to employees as mentioned above may be distributed in the form of stock or cash, as determined by a resolution of the Board of Directors. Employees entitled to receive the said stock or cash may include employees of the Company's control or subordinate companies who meet specified requirements. The Company may also allocate up to two percent (2%) of the

aforementioned profit and distribute to the directors as director compensation, subject to a resolution of the Board of Directors. Proposals regarding the distribution of compensation to employees and directors shall be reported to the shareholders' meeting. In the event that the Company has accumulated losses, the Company shall first reserve an amount to offset accumulated losses, and then the compensation to employees and directors shall be distributed according to the aforementioned proportions.

Article 28-1: If there is any profit after closing of books in a given fiscal year, the Company shall first defray tax due, cover accumulated losses and set aside ten percent (10%) of it as legal reserve and then set aside or reverse a special reserve in accordance with laws and regulations. **The remainder of the said profit is the earnings** available for distribution for the current fiscal year.

The earnings available for distribution for the current fiscal year combined with the unappropriated retained earnings of previous years, form the accumulated balance of earnings available for distribution. The Board of Directors shall prepare a proposal for distribution of the balance amount. If distributed through the issuance of new shares, it must be submitted to the shareholders' meeting for a resolution. The Company, in accordance with the Company Act, authorizes the Board of Directors to distribute all or part of the dividends and bonuses, legal reserve or capital surplus as specified in the Company Act, Article 241, paragraph 1 in cash to shareholders after a resolution has been adopted by a majority vote at a meeting of the Board of Directors attended by at least two-thirds of the total number of directors; and in addition thereto a report of such distribution shall be submitted to the shareholders' meeting.

The dividend policy of the Company aligns with its current and future development plans, taking into consideration the investment environment, capital needs, domestic and international competition, capital budgeting, and considers the interests of shareholders while ensuring a balance with long-term financial planning. Each year, the Company may distribute dividends and bonuses to shareholders amounting to no less than fifty percent (50%) of the earnings available for distribution for the current fiscal year, as stipulated in the first paragraph of this section. However, if the accumulated balance of earnings available for distribution, as stipulated in the second paragraph of this section, is less than fifty percent (50%) of the paid-in capital, no distribution shall be made. When the Company distributes dividends and bonuses, they may be issued in cash or shares, with the cash portion comprising no less than ten percent (10%) of the total dividend (including both cash and share dividend).

Article 29: Once the total legal reserve equals the total capital, the Company may stop setting aside the legal reserve by shareholders' resolution.

Article 30: Matters not provided herein shall be governed by the Company Act.

Article 31: The organizational rules and handling procedures of the Company shall be separately prescribed by resolution of the Board of Directors.

Article 32: These Articles of Incorporation shall take effect upon shareholders' resolution in accordance with the law and subsequent submission to the competent authority for registration. The same procedure applies to any amendments.

Article 33: These Articles of Incorporation were prescribed on April 10, 1995

The 1st amendment was made on December 5, 1995

The 2nd amendment was made on May 7, 1996

The 3rd amendment was made on August 9, 1997

The 4th amendment was made on December 8, 1997

The 5th amendment was made on June 12, 1998

The 6th amendment was made on May 6, 1999

The 7th amendment was made on June 22, 2000

The 8th amendment was made on June 28, 2002

The 9th amendment was made on June 23, 2003

The 10th amendment was made on May 17, 2004

The 11th amendment was made on October 30, 2009

The 12th amendment was made on June 28, 2010

The 13th amendment was made on January 13, 2011

The 14th amendment was made on June 25, 2012

The 15th amendment was made on June 21, 2013

The 16th amendment was made on June 22, 2016

The 17th amendment was made on June 26, 2017

The 18th amendment was made on June 25, 2019

The 19th amendment was made on June 24, 2020