

Copartner Technology Corp.

Articles of Incorporation

Chapter 1 General

- Article 1 The Company was incorporated under the Company Act, and its name is Copartner Technology Corp.
- Article 2 The business items operated by this Company are as follows:
- (1) CC01020 Electric Wires and Cables Manufacturing.
 - (2) CC01060 Wired Communication Mechanical Equipment Manufacturing.
 - (3) CC01080 Electronics Components Manufacturing.
 - (4) CD01030 Motor Vehicles and Parts Manufacturing.
 - (5) F113020 Wholesale of Electrical Appliances.
 - (6) F113030 Wholesale of Precision Instruments.
 - (7) F113060 Wholesale of Measuring Instruments.
 - (8) F114030 Wholesale of Motor Vehicle Parts and Motorcycle Parts, Accessories.
 - (9) F119010 Wholesale of Electronic Materials
 - (10) F213010 Retail Sale of Electrical Appliances.
 - (11) F219010 Retail Sale of Electronic Materials.
 - (12) F401010 International Trade.
 - (13) I301030 Electronic Information Supply Services.
 - (14) ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.
- Article 2-1 The Company may become a limited liability shareholder of another company via a board of directors resolution. The total amount of its reinvestment shall not be subject to the restriction that the reinvestment shall not exceed 40% of the company's paid-in capital according to Article 13 of the Company Act. The Company May obtain external guarantees for business needs, and its operations shall be handled according to the Company's endorsement guarantee measures.
- Article 3 The Company has established its head office in New Taipei City. Branch offices or subsidiaries may be established domestically or overseas upon a resolution of the board of directors as it deems necessary.
- Article 4 The public announcement method of the Company shall be handled according to Article 28 of the Company Act.

Chapter 2 Shares

Article 5 The Company's registered capital is NT\$2 billion divided into 200 million shares. Each share is valued at NT\$10. The board of directors shall issue the unissued shares in batches according to business needs.

Within the total capital mentioned above, 12 million shares are reserved for employee stock option certificates, which may be issued in installments according to the board of directors' resolution.

Article 5-1 When the Company declares to issue employee stock option certificates and the stock subscription price is lower than the closing price on the issuance date, the case must be approved by over two-thirds of the shareholder voting rights present in a Shareholders' Meeting attended by shareholders holding over half of the total number of shares issued. The application may be filed for execution in batches within one year from the date of the Shareholders' Meeting resolution.

If the case is handled according to the preceding Paragraph, the following matters must be listed and explained in the reason for convening the Shareholders' Meeting, and the proposal shall not be made via an extempore motion:

- (1) The total number of employee stock option certificate units issued, the number of shares that can be subscribed for each unit of stock option certificates, and the total number of new shares to be issued due to the exercise of share options or the number of buyback shares according to Article 28-2 of the Securities and Exchange Act.
- (2) The basis and rationality of the subscription price.
- (3) Qualifications and conditions for eligible employees for stock option warrants and the number of subscribable shares.
- (4) Reasons why this employee stock option certificate application is necessary.
- (5) Items that can affect shareholders' equity:
 - A. The amount that may turn into expenditure and the dilution to the Company's earnings per share.
 - B. If the issued shares are used as the performance

fulfillment method, the financial burden to the company shall be explained.

Article 5-2

When the Company wants to transfer shares to employees at a lower price than the average actual repurchase price, the case must be approved by at least two-thirds of the voting rights present at the most recent Shareholders' Meeting attended by shareholders representing a majority of the total issued shares. The following matters shall be listed and explained in the reasons for convening the current Shareholders' Meeting, which shall not be proposed as an extempore motion:

- (1) The set transfer price, discount rate, calculation basis, and rationality.
- (2) Number of shares transferred, purpose, and rationality.
- (3) Qualifications of employees who subscribe for shares and the number of shares that can be subscribed.
- (4) Items that can affect shareholders' equity:
 - A. The amount that may turn into expenditure and the dilution to the Company's earnings per share.
 - B. Explain the financial burden on the company caused by the share transfer to employees at a price that is lower than the average of the actual repurchase price.

Article 6

Deleted.

Article 7

The Company's share certificates shall be in registered form and signed or sealed by the director representing the Company and shall be issued after being certified according to the laws.

When the company issues new shares, it may print the total number issued in a consolidated manner but must contact the centralized securities custodian institution for safekeeping. Share certificate printing may also be exempt, but the shares must be registered with the centralized custody institution for the securities.

Article 8

The closing date of the general or extraordinary Shareholders' Meeting shall be handled according to Article 165 of the Company Act. In addition, distribution of dividends, bonuses, or other benefits by the Company shall stop within 5 days before the base date.

Article 8-1

Deleted.

Chapter 3 Shareholders' Meeting

Article 9

The Company holds general and extraordinary Shareholders'

Meetings. The general Shareholders' Meetings shall be convened annually and within six months after each fiscal year. Extraordinary meetings shall be convened according to relevant laws and regulations when necessary.

The Shareholders' Meeting may be held in a physical shareholders' Meeting, a video-assisted shareholders' Meeting, or a video-based shareholders' Meeting. The meeting shall be handled according to the relevant regulations of the securities regulatory authority.

Article 10 If a shareholder is unable to attend a shareholders' Meeting for any reason, the shareholder may issue a power of attorney and entrust an agent to attend the meeting according to Article 177 of the Company Act.

Unless otherwise provided by the Company Act, the shareholders' entrusted attendance method shall be handled according to the "Regulations Governing the Use of Proxies for Attendance at shareholder meetings of Public Companies."

Article 11 All shareholders are entitled to one vote for every share held except for non-voting shares described in Article 179 of the Company Act.

Article 12 Resolutions at a shareholders' Meeting shall, unless otherwise provided for in the Company Act, be adopted by a majority vote of the shareholders present, who represent more than one-half of the total number of voting shares. According to the regulations of the competent authority, the shareholders of the Company can also exercise their voting rights electronically. Shareholders who exercise their voting rights electronically shall be deemed to have attended in person, and the relevant matters shall be handled according to laws and regulations.

Article 12-1 The cancellation of publicly offered shares shall be reported to the shareholders' Meeting for resolution, and the resolution method shall be handled according to Article 156 of the Company Act.

Chapter 4 Director

Article 13 The Company has 5 to 9 directors, all of whom are elected by the shareholders' meeting with the ability to act for a term of 3 years and can be re-elected. The Company shall purchase liability insurance for directors during their term of office, and the board

of directors resolution shall authorize the scope of insurance.

The cumulative voting method shall be used for the election of the directors at the Company. Each share will have voting rights in number equal to the directors to be elected, and may be cast for a single candidate or split among multiple candidates. Candidates with the highest number of votes are elected directors. Any future changes to this voting method must comply with Article 172 of the Company Act and the reasons and details of the new method described in the meeting conveying.

Article 13-1

There shall be no less than three independent directors among the directors of the company, and independent directors shall not account for less than one-third of the number of directors.

The candidate nomination system shall be adopted for the election of Company directors. The relevant matters such as its acceptance method and announcement shall be handled according to laws and regulations.

Professional qualifications of independent directors, restrictions on shareholding and part-time jobs, determination of independence, nomination methods, and other requirements shall comply with relevant regulations specified by the securities competent authority.

Independent directors and non-independent directors shall be elected simultaneously, and the election votes shall be calculated separately.

Article 13-2

The Company's board of directors may establish various functional committees. These functional committees shall formulate rules for exercising their powers according to the relevant regulations of the securities regulatory authority and the company, which shall be implemented after approval by the board of directors.

Article 13-3

The Company shall assemble an Audit Committee according to Article 14-4 of the Securities and Exchange Act. The Audit Committee is responsible for carrying out the supervisor duties specified in the Company Act, Securities and Exchange Act, and other relevant regulations.

Article 14

The directors shall organize the board of directors. One chairman shall be appointed during a board of directors meeting with over two-thirds of the directors present and with the support of over half of all attending directors, and the chairman shall represent the Company externally. One vice-chairman shall be established,

and one person shall be elected as vice-chairman in the same manner.

Article 14-1 The board of directors shall be convened at least quarterly. The reasons for the meeting shall be stated, and the directors shall be notified 7 days in advance. However, the board of directors meeting may be convened at any time during an emergency. The board of directors meeting notice may be issued in writing, fax, E-mail, etc.

Article 15 In case the chairman is on leave or absent or cannot exercise his/her power and authority for any cause, the proxy thereof shall be handled according to Article 208 of the Company Act. If a director is unable to attend for some reason, the director shall issue a power of attorney, list the scope of authorization for the meeting convened, and entrust another director to attend the board of directors meeting as a proxy. One director is limited to being entrusted by one person.

Article 16 Directors who perform their duties are entitled to remuneration regardless of the Company's profit or loss. The board of directors shall be authorized to set the monthly payment standard for each director within the total range of NT\$1 million.

Chapter 5 Managers

Article 17 The Company has one general manager, whose appointment, dismissal, and remuneration shall be handled according to Article 29 of the Company Act. The general manager shall manage the Company's business according to the resolutions of the board of directors and the chairman's orders and shall represent the Company externally within the scope of authority. The general manager shall sit on the board of directors meeting for the Company in order to perform its duties unless the board of directors has resolved otherwise.

Chapter 6 Accounting

Article 18 At the end of each fiscal year, the board of directors of the Company shall prepare and submit the following reports/statements to the shareholders' meeting for acknowledgment: (1) Business Report (2) Financial Statements (3) Proposals on the distribution of earnings or make-up of deficits.

Article 19

No less than 1% shall be allocated for employees' remuneration and no over 3% for directors' remuneration based on the Company's annual pre-tax net profit before deducting the employees' and directors' remunerations. "; At least 1% of the allocated employee compensation shall be distributed to junior employees who meet the definition under the 'Regulations for Additional Deduction of Salary Expenses for SME Employee Wage Increases.'" However, if the Company still has accumulated losses (including adjustment of undistributed surplus amount), the amount shall be reserved for making up the accumulated loss first,

The preceding employee remuneration may be made in stock or cash, and the recipients of the remuneration may include employees of subordinate companies who meet the conditions set by the board of directors. The board of directors shall be authorized to formulate the relevant regulations. The directors' remuneration in the preceding paragraph shall be paid in cash only.

The board of directors shall resolve the preceding 2 items and report to the shareholders' meeting.

Article 19-1

In addition to paying income tax according to the law, the Company shall first make up for previous years' losses and then set aside 10% of the surplus as a statutory surplus reserve. However, this provision shall not apply if the statutory surplus reserve has reached the total paid-in capital of the Company. Then the special surplus reserve shall be allocated or reversed according to the relevant laws or regulations of the competent authority. When the Company sets aside special surplus reserves according to the law, if the "net increase in fair value of investment-type real estate accumulated in the previous period" and the "net decrease in other equity accumulated in the previous period" are under-reported, the same amount of special surplus reserve from the undistributed surplus in the previous period shall be set aside before the surplus distribution. If that is still insufficient, the amount other than the current after-tax net profit plus the current after-tax net profit shall be included in the current undistributed surplus. After adding up the undistributed surplus of the previous years, the board of directors will formulate a surplus distribution proposal and submit a resolution to the shareholders' meeting to distribute dividends to

shareholders. The cash and stock combination method shall be adopted as the dividend distribution policy to improve the financial structure and protect the rights and interests of shareholders. Cash dividends shall not be less than 10% of the total dividends.

If the preceding shareholders dividend, statutory surplus reserve, and capital surplus are distributed in cash; the proposal shall be authorized by a board of directors meeting with over two-thirds of the entire board members attending and approved by over half of those present at the meeting, and then reported the case to a shareholders' meeting.

Chapter 7 Miscellaneous

Article 20 Any issues not covered in these Articles of Incorporation shall be governed by the Company Act of the Republic of China.

Article 21 This Articles of Incorporation was established on April 15, 1987.

The 1st amendment was made on July 12, 1989.

The 2nd amendment was made on November 15, 1993.

The 3rd amendment was made on October 16, 1996.

The 4th amendment was made on July 19, 1999.

The 5th amendment was made on November 18, 1999.

The 6th amendment was made on May 23, 2000.

The 7th amendment was made on June 11, 2001.

The 8th amendment was made on June 16, 2003.

The 9th amendment was made on October 30, 2003.

The 10th amendment was made on July 8, 2004.

The 11th amendment was made on July 29, 2004.

The 12th amendment was made on September 12, 2005.

The 13th amendment was made on June 29, 2006.

The 14th amendment was made on September 25, 2006.

The 15th amendment: was made on June 22, 2007.

The 16th amendment was made on May 16, 2008.

The 17th amendment was made on June 18, 2010.

The 18th amendment was made on June 22, 2011.

The 19th amendment was made on June 12, 2012.

The 20th amendment was made on June 20, 2014.

The 21st amendment was made on June 21, 2016.

The 22nd amendment was made on June 22, 2017.

The 23rd amendment was made on August 24, 2021.

The 24th amendment was made on June 29, 2022.

The 25th amendment was made on June 13, 2025.

Copartner Technology Corp.

Chairman: Ho, Chun-Hsien