

Articles of Incorporation of Taiwan Union Technology

Corporation

Chapter 1. General Provisions

- Article 1 : TUC is organized in accordance with the Company Act and named Taiwan Union Technology Corporation. The English name is TAIWAN UNION TECHNOLOGY CORPORATION.
- Article 2 : The Company's businesses are as follows:
- I. C901020 Glass and Glass Made Products Manufacturing.
 - II. CC01080 Electronic Parts and Components Manufacturing.
 - III. CE01030 Photographic and Optical Equipment Manufacturing.
 - IV. F113030 Wholesale of Precision Instruments.
 - V. F119010 Wholesale of Electronic Materials.
 - VI. F213040 Retail Sale of Precision Instruments.
 - VII. F219010 Retail Sale of Electronic Materials.
 - VIII. F401010 International Trade.
 - IX. IZ99990 Other Industry and Commerce Services Not Elsewhere Classified.
 - X. ZZ99999 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 provide external guarantees and re-invest in other businesses based on business needs with the total amount of re-investments exceeding 40% of the Company's paid-in capital.
- Article 3 : The Company has set up a headquarters in Hsinchu County. If necessary, the Company may set up branch offices in Taiwan and foreign countries after decision by the Board of Directors.
- Article 4 : The Company's public announcements are conducted in accordance with Article 28 of the Company Act.

Chapter 2. Shares

- Article 5 : The Company has NT\$5 billion as capital which is divided into 500 million shares. NT\$300 million in the total capital specified in the preceding paragraph shall be retained for the issuance of employee stock options at NT\$10 per share. The Board of Directors is authorized to issue the unissued shares in multiple closings.
- Article 5-1 : Omitted.
- Article 5-2 : The handling of the Company's stock affairs shall be conducted in accordance

with the provisions of the "Guidelines on the Handling of Shareholder Services of Public Companies".

- Article 5-3 : To transfer shares to employees at a price less than the average price of actual share repurchase or to issue employee stock options at a price less than the market price, the Company must have obtained the consent of 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.
- Article 6 : TUC may be exempted from printing any share certificate for the shares issued, provided that the shares shall be registered with the centralized securities depository enterprise; the same applies to the issuance of other securities.
- Article 7 : The transfer of shares shall not be altered within 60 days prior to the convening of a regular shareholders' meeting, or within 30 days prior to the convening of an interim shareholders' meeting, or within 5 days prior to the base date fixed by the Company for the distribution of dividends, bonus or other benefits.

Chapter 3. Shareholders' Meeting

- Article 8 : Shareholders' meetings are divided into regular and interim meetings. Regular meetings shall be convened at least once every year within six months after the end of each fiscal year. The interim meeting of shareholders may be convened according to laws when necessary.
- Article 8-1 : Shareholder's meetings may be convened via video call or other methods permitted by the central government.
- Article 9 : Pursuant to Article 177 of the Company Act, a shareholder may appoint a proxy to attend a shareholders' meeting in his/her/its behalf by executing a power of attorney stating therein the scope of power authorized to the proxy. According to the regulations of the competent authority, the Company's shareholders may exercise his/her/its voting power by way of electronic transmission. The shareholder exercising voting power by electronic transmission shall be deemed to have attended the said shareholders' meeting in person, and shall handle relevant matter in accordance with the regulations of laws.
- Article 10 : Except in the circumstances otherwise provided for in this Act, the Company's shareholder shall have one vote in respect of each share in his/her/its possession.
- Article 11 : 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.
- Article 11-1 : If the Company intends to discontinue the issuance of shares, the Company shall submit to Shareholders' Meeting for resolution and keep this provision unchanged during the period of going public or listing at over-the-counter market.

Chapter 4. Directors and the Audit Committee

- Article 12 : The Company has seven to nine directors. The term of office of a director is three years, and upon reelection, a director may serve for another term of office. The candidate nomination system shall be adopted for election of directors, and directors shall be elected by the board of shareholders from the list of candidates. According to Article 14-2 of the Securities and Exchange Act, the number of independent directors among the directors specified in the preceding paragraph shall not be less than two and not be less than one-fifth of the total number of directors. The professional qualifications, shareholding, concurrent posts restrictions, nomination and election methods and other matters to be complied with, shall be handled in accordance with the relevant regulations of the securities competent authority.
- Independent and non-independent directors shall be elected at the same time, but in separately calculated numbers.
- Article 12-1 : According to the Securities and Exchange Act, the Company has established an Audit Committee that comprises of all Independent Directors. Since the establishment of the Audit Committee, the responsibilities of the Company's supervisors are replaced by the Audit Committee and the regulations regarding supervisors are no longer applicable.
- Article 13 : The directors shall organize a Board of Directors and elect from among themselves a chairman and vice chairman of the Board of Directors with the consent of a majority of attending directors of more than two thirds of the Board of Directors, and the chairman and vice chairman of the Board of Directors shall carry out all affairs of the Company in accordance with laws and regulations and the resolutions of the Shareholders' Meetings and the Board of Directors' meetings. A director may appoint other director as a proxy to attend the Board of Directors on his/her/its behalf and exercise voting power on his/her/its behalf. However, each director may only be a proxy of one director.
- Article 13-1 : In convening a meeting of the Board of Directors, the reason for convening the meeting shall set forth in the notice and the notice shall be given to each director within the time limit specified by securities competent authority. In the case of emergency, a meeting of the Board of Directors may be convened at any time. The notice specified in the preceding Paragraph may be given by written correspondence, e-mail or fax.
- Article 14 : If the Chairman is unable to exercise his/her power due to leave of absence or for any reason, his/her proxy shall be handled in accordance with Article 208 of the Company Act.

- Article 15 : The remuneration of the Chairman, Vice Chairman and Directors shall be determined by the resolution of the Board of Directors based on the degree of participation in the Company's operations, the value of their contributions, and the industry standard in Taiwan and foreign countries.
- Within the directors' terms of office, the Company may purchase liability insurance for the directors' liability which shall be taken within the scope of their business according to laws.

Chapter 5. Managerial Officer

- Article 16 : The Company has one general manager. The appointment, dismissal and remuneration of the general manager shall be handled in accordance with Article 29 of the Company Act.

Chapter 6. Account Manager

- Article 17 : TUC shall, at the end of each fiscal year, have the Board of Directors submit the (1) business report (2) financial statements (3) earnings distribution or loss make-up proposal to the Shareholders' Meeting for ratification.

- Article 18 : If the Company is profitable in one fiscal year, it shall provide the compensation for employees (including compensation for grassroots employees) and directors under the following provisions:

1. Employees' compensation: Between 4% and 8%, with at least 0.5% allocated to grassroots employees. Employees' compensation may be distributed in stocks or cash.

2. Directors' remuneration: The provision rate is limited to 0.8%.

The proposal for distribution of remuneration to employees and Directors shall be implemented according to the resolution made at the meeting of the Board of Directors, and reported to the Board of Shareholders.

However, the Company's accumulated losses shall have been covered before the amount is set aside as employees' compensation and directors' remuneration in accordance with the preceding paragraph.

Payment objects of the Company's employee treasury stocks, employee stock options, new shares subscription by employees, new restricted employee shares, and employee compensation, etc., shall include the employees of controlled or subsidiary companies meeting certain requirements.

- Article 19 : If TUC has surplus on the final financial statements of a year, it shall, after all taxes and dues are paid, cover its losses firstly, and then set aside ten percent of such profits as legal reserve, provided that it may be exempted from continuing to set aside the reserve if its legal reserve equals to its paid-in capital, and it shall set aside (or gain) a special reserve according to laws; distribution scheme shall be drafted by the Board of Directors for any balance and undistributed surplus, and

submitted to shareholders' Meeting for resolution to distribute or reserve.

Where any surplus, legal reserve and additional paid-in capital specified in the preceding Paragraph shall be distributed in cash, TUC may authorize to distribute after a resolution has been adopted by a majority vote at a meeting of the Board of Directors attended by two-thirds of the total number of directors; and in addition thereto a report of such distribution shall be submitted to the shareholders' meeting.

When distributing special reserve, if the net profit of accumulative investment property fair value in the previous period and net loss of other equities in the previous period are insufficient, an equivalent amount of special reserve shall be first allocated from the undistributed earnings in the previous period. If it is still insufficient, net profit after tax plus items other than the net profit after tax shall be included in the undistributed earnings.

In response to TUC's industry, profitability and financial structure, no higher than 80 % of the distributable surplus may be set aside for the distribution of shareholders' dividends each year, which may be distributed in cash or stock, provided that the distribution ratio of stock dividends shall not exceed 70% the total amount of dividends as principle.

Chapter 7. Appendix

- Article 20 : Any matter not specified in the Articles of Incorporation shall be handled in accordance with the provisions of the Company Act.
- Article 21 : These Articles of Incorporation were formulated on May 9, 1974. The first amendment was made on March 5, 1976. The second amendment was made on August 7, 1976. The third amendment was made on July 15, 1977. The fourth amendment was made on April 25, 1979. The fifth amendment was made on October 20, 1979. The sixth amendment was made on June 17, 1980. The seventh amendment was made on June 1, 1981. The eighth amendment was made on April 15, 1985. The ninth amendment was made on April 10, 1987. The tenth amendment was made on May 16, 1987. The eleventh amendment was made on July 27, 1987. The twelfth amendment was made on May 24, 1990. The thirteenth amendment was made on June 2, 1992. The fourteenth amendment was made on April 13, 1993. The fifteenth amendment was made on December 13, 1994. The sixteenth amendment was made on May 6, 1996. The seventeenth amendment was made on April 28, 1997. The eighteenth amendment was made on May 30, 1998. The nineteenth amendment was made on June 30, 1999. The twentieth amendment was made on June 21, 2000. The twenty-first amendment was made on July 20, 2000. The twenty-second amendment was made on June

28, 2001. The twenty-third amendment was made on June 14, 2002. The twenty-fourth amendment was made on May 17, 2004. The twenty-fifth amendment was made on June 14, 2005. The twenty-sixth amendment was made on June 14, 2006. The twenty-seventh amendment was made on June 13, 2007. The twenty-eighth amendment was made on June 13, 2008. The twenty-ninth amendment was made on June 16, 2009. The thirtieth amendment was made on June 21, 2012. The thirty-first amendment was made on June 13, 2013. The thirty-second amendment was made on June 30, 2015. The thirty-third amendment was made on June 15, 2016. The thirty-fourth amendment was made on June 12, 2019. The thirty-fifth amendment was made on July 1, 2021. The thirty-sixth amendment was made on June 15, 2022. The thirty-seventh amendment was made on June 17, 2025.

Taiwan Union Technology Corporation (TUC)

Chairman: Hsin, Chung-Herng