# Articles of Incorporation of Plastron Precision Co., Ltd.

## Chapter 1 General Provisions

- Article 1: The Company is organized under the provisions of the Company Act and is named Plastron Precision Co. Ltd.
- Article 2: The business scope of the Company is as follows:
  - 01. C804990 Other Rubber Products Manufacturing
  - 02. C805050 Industrial Plastic Products Manufacturing
  - 03. C805990 Other Plastic Products Manufacturing
  - 04. CA02990 Other Fabricated Metal Products Manufacturing Not Elsewhere Classified
  - 05. CC01080 Electronics Components Manufacturing
  - 06. CC01110 Computers and Computing Peripheral Equipment Manufacturing
  - 07. CD01030 Automobiles and Parts Manufacturing
  - 08. CQ01010 Die Manufacturing
  - 09. CZ99990 Other Industrial Products Manufacturing Not Elsewhere Classified
  - 10. F106010 Wholesale of Ironware
  - 11. F119010 Wholesale of Electronic Materials
  - 12. F206010 Retail Sale of Ironware
  - 13. F206030 Retail Sale of Die
  - 14. F219010 Retail Sale of Electronic Materials
  - 15. F401010 International Trade
  - 16. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.
- Article 3: The Company may make guarantees to others for business needs in accordance with the Company's Operational Procedures for Endorsements and Guarantees.
  - The Company's total amount of investment is not subject to the limitation under Article 13 of the Company Act.
- Article 4: The Company is headquartered in New Taipei City and, when necessary, may establish branches at home and abroad as resolved by the Board of Directors in accordance with the law.
- Article 5: Any and all public announcements to be made by the Company shall comply with Article 28 of the Company Act.

## Chapter 2 Share

- Article 6: The authorized capital of the Company is NT\$2 billion consisting of 200 million shares. The par value of each share is NT\$10, and such shares are authorized to the Board of Directors to be issued in installments.
  - Of the capital under Paragraph 1, an amount of NT\$60 million is reserved for the issuance of employee stock warrants; a total of 6 million shares are to be issued with a par value of NT\$10 per share, which may be issued in tranches by the resolution of the Board of Directors.
- Article 7: The shares issued by the Company are exempted from printing, any such certificates, provided that such shares are registered with a securities depository enterprise, and follow the regulations of that enterprise.

Article 8: The change of name and transfer of shares shall be suspended 60 days before a general shareholders' meeting, 30 days before an extraordinary shareholders' meeting, or within five days before the Company decides to pay out dividends, bonuses, or other benefits.

# Chapter 3 Shareholders' Meeting

- Article 9: Shareholders' meetings are divided into general meetings and special meetings. A general meeting shall be convened within six months after close of each fiscal year. A special meeting shall be convened when necessary in accordance with law. The Company's shareholders' meeting may be held by means of physical shareholders' meeting or other methods announced by the central competent authority. The conditions, operational procedures and other mattes shall be followed where the Company's shareholders' meeting is held by means of visual communication network, unless otherwise provided by the competent authority.
- Article 10: Any shareholder who is unable to attend a shareholders' meeting for any reason may appoint a proxy to attend the meeting by presenting a proxy form printed by the Company, indicating the scope of the authorization. In addition to the provisions stipulated in Article 177 of the Company Act, a shareholder may appoint a proxy to attend the meeting in accordance with the "Regulations Governing the Use of Proxies for Attendance at Shareholders Meetings of Public Companies" that is announced by the competent authority.
- Article 11: Except in the no voting right circumstances set forth in Paragraph 2, Article 179 of the Company Act, a shareholder of the Company shall have one voting power in respect of each share in one's possession.
- Article 12: Resolutions at a shareholders' meeting shall, unless otherwise provided for in applicable laws and regulations, 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, the Company's shareholders may exercise the voting power at a shareholders' meeting by way of electronic transmission. A shareholder who exercises one's voting power at a shareholders meeting by way of electronic transmission shall be deemed to have attended the said shareholders' meeting in person. The relevant matters shall be conducted in accordance with applicable laws and regulations.
- Article 12-1: Matters relating to the resolutions by a shareholders' meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The distribution of the meeting minutes may be effected by means of a public notice.

## Chapter 4 Board of Directors and Audit Committee

Article 13: The Company has 7-11 directors. Directors shall be elected through the candidate nomination system and by shareholders on the list of nominated candidates. Each director serves a term of three years, and may assume another term of office if reelected. The relevant matters are subject to the provisions set forth in the Company Act, the Securities and Exchange Act and applicable bylaws.

Among the number of the abovementioned directors, there shall be at least three independent directors and not less than one-fifth of the number of directors. Independent directors shall be elected through the candidate nomination system and by shareholders on the list of nominated candidates who meet the criteria for independent director. Matters regarding professional qualification, shareholdings, restrictions on concurrent positions held, determination of independence, method of nomination and election and other matters for compliance with respect to independent directors shall be subject to the regulations prescribed by the securities governing authorities.

- Article 13-1: The Company shall take out liability insurance for directors during their term of office.

  The Board of Directors is delegated to handle the insurance coverage and insurance amounts.
- Article 13-2: Pursuant to Article 14-4 of the Securities and Exchange Act, the Company has established an Audit Committee, which consists of all independent directors.
- Article 13-3: The Company may establish other functional committee under the Board of Directors.

  The number of members, terms of office, and responsibilities of the functional committees shall be prescribed in their respective charter resolved by the Board of Directors.
- Article 14: The Board of Directors shall be organized by the directors. The Chairman shall be elected by more than half of the directors present at a meeting of the Board of Directors attended by at least two-thirds of all directors from among themselves. The Chairman shall represent the Company externally.
- Article 14-1: Meetings of the Board of Directors shall be convened by the chairman of the board, except for the first meeting of the Board of Directors of each term of the Board of Directors which shall then be convened by the director who received a ballot representing the largest number of votes at the election of directors. In calling a meeting of the Board of Directors, a notice shall be given to each director and supervisor no later than 7 days prior to the scheduled meeting date. In the case of emergency, a meeting of the Board of Directors may be convened at any time.

  The notice for the convening a meeting of the Board of Directors may be made in writing, facsimile or e-mail.
- Article 15: In case the chairman of the Board of Directors is on leave or absent or cannot exercise his/her power and authority for any cause, the designation of proxies shall be handled in accordance with Article 208.
- Article 15-1: A meeting of the Board of Directors may be held by video conference, and directors who participate in the meeting by video conference shall be deemed to have attended the meeting in person.
- Article 15-2: Except as otherwise provided in the Securities and Exchange Act, in case a director appoints another director to attend a meeting of the Board of Directors in his/her behalf, he/she shall, in each time, issue a written proxy and state therein the scope of authority with reference to the subjects to be discussed at the meeting. A director may accept the appointment to act as the proxy referred to in the preceding Paragraph of one other director only.

- Article 15-3: When the number of vacancies in the Board of Directors equals one-third of the total number of directors or if all independent directors are dismissed, the Board of Directors shall call, within 60 days, a special shareholders meeting to elect succeeding directors to fill the vacancies for the remaining service time of the dismissed directors.
- Article 15-4: In case no election of new directors is effected after expiration of the term of office of existing directors, the term of office of out-going directors shall be extended until the time new directors have been elected and assumed their office.
- Article 16: The Board of Directors is authorized to decide the rates of remuneration to directors, based on the extent of their participation in and value of the contribution to the Company's operations and concerning industry standards.

# Chapter 5 Managers

Article 17: The Company may have managers in place. Their appointment, dismissal, and remuneration shall be subject to Article 29 of the Company Act.

#### Chapter 6 Accounting

- Article 18: At the close of each fiscal year, the Board of Directors shall prepare (1) business report (2) financial statements and (3) a proposal of earnings distribution or recovery of losses, and they shall be submitted to the general meeting of shareholders for ratification.
- Article 19: The Company may issue restricted stock awards and stock option certificates for cash capital increase. Remuneration may be distributed to the employees of subsidiaries who meet certain criteria.

Treasury shares bought back by the Company shall be transferred to employees of the subsidiaries of the Company who meet certain criteria.

The terms, conditions, and method of subscription of employees of the preceding 2 subparagraphs shall be resolved by the Board of Directors. .

Article 20: If the Company makes a profit for the year, the Company shall set aside no less than 1.5% of the profit as remuneration to employees and no more than 2% of the profit as remuneration to directors. However, where there are accumulated losses, profits shall be set aside to cover the Company's accumulated losses.

If there is a profit for the year after the final accounts, taxes shall be paid first and past losses covered before setting 10% of the profit aside as the legal reserve. This does not apply when the legal reserve reaches the amount of paid-in capital and special reserve shall be appropriated or reserved in accordance with the law and regulations of the competent authorities.

Under Article No. 240 of the Company Act, the Board of Directors is delegated to resolve any distribution of earnings in cash to be reported at the shareholders' meeting. Where the Company issues new shares or cash from legal reserve or capital reserves by means of cash, it shall be resolved by the Board of Directors pursuant to Article 241 of the Company Act to be reported at the shareholders' meeting.

Article 20-1: The Company's development in the industry is in the stage of business expansion.

Taking into account the Company's future capital needs and long-term financial

planning, while satisfying shareholders' needs for cash inflows, the Company shall distribute earnings pursuant to the provisions of the preceding article. Earnings shall be distributed at a rate of not less than 50% of the earnings after tax for the year, with stock dividends ranging from 0% to 50% and cash dividends ranging from 50% 100%.

#### Chapter 7 Supplemental Provisions

Article 21: Matters not specified in the Articles of Incorporation shall be subject to the Company Act and applicable laws and regulations.

Article 22: The Articles of Incorporation was enacted on April 20, 1988.

1st amendment was made on August 11, 1993.

2nd amendment was made on October 6, 1994.

3rd amendment was made on November 18, 1997.

4th amendment was made on December 6, 1997.

5h amendment was made on December 24, 1999.

6th amendment was made on April 11, 2000.

7th amendment was made on May 19, 2000.

8th amendment was made on February 25, 2002.

9th amendment was made on May 20, 2003.

10th amendment was made on May 18, 2004.

11th amendment was made on May 18, 2004.

12th amendment was made on June 10, 2005.

13th amendment was made on June 14, 2006.

14th amendment was made on June 27, 2007.

15th amendment was made on June 13, 2008.

16th amendment was made on June 15, 2011.

17th amendment was made on June 15, 2012.

18th amendment was made on June 19, 2014.

19th amendment was made on April 26, 2016.

20th amendment was made on June 20, 2017.

21st amendment was made on June 16, 2020.

22nd amendment was made on June 12,2023.