

## **Articles of Incorporation**

### **Chapter I General Provisions**

Article 1: The Company is duly organized under the Company Act of the Republic of China as a company limited by Shares and is named Atek Corporation in English (*hereinafter* “the Company”).

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

1. CC01080 Electronics parts and components manufacturing business.
2. F401010 International trade business ◦
3. F401021 Restricted telecommunication radio frequency equipment and material import business ◦

Researching, developing, designing, producing, manufacturing, and selling the following products: Digital Imaging-Related Product.

Conducting import and export trade relating to the Company’s business.

Article 3: The head office of the Company is located in Science-Based Industrial Park, Hsinchu, Taiwan and shall be free to set up branch offices wherever and whenever the Company deems it necessary upon the resolution of board of directors as well as the approval of competent authorities.

### **Chapter II Shares**

Article 4: The total capital amount of the Company is authorized at five billion New Taiwan dollars (NT\$5,000,000,000), which consists of five hundred million (500,000,000) common shares with a par value of ten New Taiwan dollars (NT\$10) per share. The shares can be issued in installments. The board of directors may resolve to issue the shares which have never been issued when needed.

The total capital amount mentioned in the preceding paragraph shall reserve three hundred million New Taiwan dollars (NT\$300,000,000) separated into thirty million (30,000,000) shares with a par value of ten New Taiwan dollars (NT\$10) per share. The reserved shares shall be used for issuing share subscription warrant in installments upon the resolution of the board of directors.

Article 4-1: Employees of parents or subsidiaries of the Company meeting certain specific requirements are entitled to receive shares bought back by the Company.

Employees of parents or subsidiaries of the Company meeting certain specific requirements are entitled to receive share subscription warrant issued by the Company.

Employees of parents or subsidiaries of the Company meeting certain specific requirements are entitled to receive new shares issued by the Company

Employees of parents or subsidiaries of the Company meeting certain specific requirements are entitled to receive restricted stock awards issued by the Company

Article 5: The Company may reinvest in other enterprises as deemed necessary for its business operations, and its total reinvestment in other enterprises shall not be subject to the restriction of not more than forty percent (40%) of the Company’s

paid-in capital prescribed in Article 13 of the Company Act.

Article 6: The share certificates of the Company shall without exception be in registered form and affixed with the signatures or personal seals of the director representing the company. Also, the share certificates shall be duly certified or authenticated by the bank which is competent to certify shares under the laws before issuance. Shares issued by the Company may not be in certificate form but shall be placed under the custody of a centralized securities custody enterprise.

Article 7: The Company's stock affairs shall be handled in accordance with "the Regulations Governing the Administration of Shareholder Services of Public Companies".

Article 8: All entries in the shareholders register due to share transfers shall be suspended when it is sixty (60) days prior to the regular shareholders' meeting as well as thirty (30) days prior to the special shareholders' meeting or five (5) days prior to the target date fixed for distributing dividends, bonus or any other benefits.

### **Chapter III Shareholders' Meeting**

Article 9: The shareholders' meetings of the Company shall be of the following two kinds:  
Regular shareholders' meeting shall be held once per year within six (6) months from the closure of the fiscal year.  
Special shareholders' meetings may be held in accordance with applicable laws and regulations whenever necessary.

Article 10: The chairman of the board of directors shall preside the shareholders' meetings. 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 his/her duties shall be handled in accordance with Article 208 of the Company Act.

Article 11: A notice for convening a regular shareholders' meeting shall be given thirty (30) days before the meeting. A notice for convening a special shareholders' meeting shall be given fifteen (15) days prior to the meeting. The notice shall specify the date, the place and the subject(s) of the meeting.

Article 12: For any shareholders' meeting, a shareholder may appoint a proxy to attend the meeting by using the proxy form issued by the Company and specifying the scope of proxy when he/she is absent for any cause. Shareholders attended by proxy shall be subject to the Company Act and also to "the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies" issued by the competent authority.

Article 13: Each shareholder is entitled to one voting power in respect of each share in his/her/its possession.

Article 14: Unless otherwise provided by the Company Act, a resolution of the shareholders' meeting shall be adopted by a majority votes of the shareholders present, who represent a majority of the total issued shares.

### **Chapter IV Directors, Audit Committee and Managerial Officers**

Article 15: The Company shall have seven (7) to nine (9) directors and to be elected by the shareholders' meeting from among candidates with disposing capacity. The term of office is three (3) years and they may continue in office if re-elected. Among the above-mentioned number of directors, the Company shall have not less than three (3) in number and not less than one-fifth of the total number of directors as independent directors. The directors of the Company shall be elected by the shareholders under the candidate nomination system. The election of independent and non-independent directors shall be held together but the votes shall be calculated separately. The Company shall establish an Audit Committee according to Article 14-4 of Securities and Exchange Act. The Audit Committee shall be composed of the entire number of Independent Directors. The aggregate shareholding percentages of the entire bodies of directors and supervisors shall comply with "the Rules and Review Procedure for Director and Supervisor Share Ownership Rate at Public Companies" by the securities supervisory authorities.

Article 16: The board of directors is organized by the directors and shall have the following authorities:

1. To submit operation plan.
2. To propose surplus earnings distribution or loss make-up plans
3. To propose increase or decrease of the capital amount.
4. To enact major articles of incorporation and rules for the organization of the Company.
5. To appoint and dismiss the managerial officers of the Company.
6. To establish and terminate the branch offices,
7. To determine the budget and review the final accounts.
8. Other authorities granted by the resolution of the shareholders' meetings or in accordance with the Company Act.

Article 17: The chairman of the board of directors shall be elected by a majority of directors in attendance at the meeting attended by at least two-third of the directors. The chairman of the board of directors shall represent the Company externally.

Article 18: Unless otherwise provided by the Company Act, meetings of the board of directors shall be called and chaired by its Chairman. In the case of emergency, the meeting may be convened at any time. The meeting notice of the board of directors shall specify the reasons for convening the meeting, and shall be sent in writing by email or by facsimile. Unless otherwise provided by the Company Act., the resolutions of the board of directors shall be adopted by a majority vote of the directors at a meeting of the board of directors attended by at least a majority of the entire directors of the Company.

Article 19: Chairman of the board of directors is the president of the board of directors. If the chairman of the board of directors is on leave or cannot exercise his/her powers or perform duties for any reason, an acting chairman shall be designated in accordance with Article 208 of the Company Act. The director shall attend the meeting of the board of directors in person. Whereas a director is unable to attend the meeting in person, he/she may issue a power of attorney for the given meeting specifying the scope of the authorized powers to authorize another director to attend the meeting on the director's behalf, provided that a

director may represent only one other director at a meeting of the board of directors.

Article 20: The organization, authority, meeting procedures and other related matters of the Company's Audit Committee shall follow the laws and competent authority of securities' regulations.

Article 21: The board of the directors is authorized to determine the remuneration for the directors, taking into account the extent of his/her participation and contribution to the Company and with reference to the normal standard of the industry regardless of profit or loss of the Company. The Company may pay the traffic allowance to the directors with reference to the normal standard of the industry and purchase the liability insurance for the directors.

Article 22: The Company may have managerial officers, whose appointment, dismissal, and remuneration shall be handled in accordance with Article 29 of the Company Act.

### **Chapter V Accounting**

Article 23: The Company's fiscal year shall commence on January 1st of each year and ends on December 31st of the same year. The final accounts are settled at the end of each fiscal year.

Article 24: At the end of each fiscal year, the board of directors of the Company shall prepare the following documents, which shall be submitted to the Audit Committee for auditing thirty(30) days prior to the regular shareholders' meeting pursuant to Article 228 of the Company Act. The Audit Committee shall submit the auditing report to the shareholders' meeting for approval. However, the Securities and Exchange Act or other laws shall be followed if they have regulated in some other ways.

1. Business report;
2. Financial statement;
3. Surplus earnings distribution or loss make-up proposal

Article 25: The Company shall distribute ten percent (10%) to twenty percent (20%) of profit of the current year as employees' compensation and not higher than two percent (2%) of profit of the current year as the directors compensation. However, the company's accumulated losses shall have been covered. Employees' compensation may be distributed in the form of shares or in cash. The employees of parents of the Company meeting certain specific requirements or the Company's subsidiaries which the Company owns more than fifty percent (50%) of the shares may be entitled to receive the employees' compensation.

Profit of the current year mentioned in section one shall mean pre-tax benefit of the current year before deducting the employees' compensation and the directors compensation. The distribution of the employees' compensation and the directors' compensation shall be resolved by a majority vote at a meeting of board of directors attended by two-thirds of the total number of directors.

Article 26: If the Company has earnings after the annual final accounts, after paying profit-seeking enterprise income tax as well as making up losses of the previous years, the Company shall first set aside ten percent (10%) of said earnings as legal reserve. Where such legal reserve amounts to the total authorized capital,

this provision shall not apply. Thereafter, the Company shall set aside or reverse a special reserve in accordance with the applicable laws and regulations. Any balance of the earnings together with the previous earnings which has not been distributed shall be distributed in accordance with the board of director's proposal. The Company may, resolved by the shareholders meeting, have the surplus profit distributed in the form of new shares. The distributable dividends and bonuses in whole or in part may be paid in cash 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.

Article 26-1: The distributable legal reserve and capital reserve in whole or in part may be paid in cash 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.

Article 27: The amount of dividend distributed shall be based on the annual earnings and the cumulative surplus in the previous years of the Company as well as taking into consideration of the Company' earnings, capital structure and the future operational demand. The distribution of the dividend shall, depending on the factors of the capital demand and the dilution effect of earnings per share, adopt the policy of distributing stock dividends with cash dividends at the same time. As for the ratio of cash dividend distribution, it shall be not less than twenty percent (20%) of the total dividend distribution of the year.

Article 28: Profit appropriation is distributed to those who are entitled as shareholders in the shareholders' roster five (5) days prior to the record (base) date scheduled to distribute dividends and bonuses.

#### **Chapter VI Supplementary Provisions**

Article 29: The Company may act as a guarantor externally as required for business in accordance with the government's regulation.

Article 30: The Company's organizational regulations and operational rules shall be separately enacted.

Article 31: Any matters insufficiently provided for in the Articles of Incorporation shall be handled in accordance with the Company Act.

Article 32: With the consent of the promoters in the promoter's meeting, the Articles of Incorporations were duly stipulated on December 20, 1996.  
The Articles were duly amended on December 26, 1996 as the 1st amendment.  
The Articles were duly amended on January 21, 1997 as the 2nd amendment.  
The Articles were duly amended on February 10, 1997 as the 3rd amendment.  
The Articles were duly amended on March 14, 1997 as the 4th amendment.  
The Articles were duly amended on June 13, 1997 as the 5th amendment.  
The Articles were duly amended on January 29, 2000 as the 6th amendment.  
The Articles were duly amended on June 1, 2000 as the 7th amendment.  
The Articles were duly amended on May 11, 2001 as the 8th amendment.  
The Articles were duly amended on December 13, 2001 as the 9th amendment.

The Articles were duly amended on May 27, 2002 as the 10th amendment.  
The Articles were duly amended on June 9, 2003 as the 11th amendment.  
The Articles were duly amended on June 11, 2004 as the 12th amendment.  
The Articles were duly amended on June 14, 2005 as the 13th amendment.  
The Articles were duly amended on June 13, 2007 as the 14th amendment.  
The Articles were duly amended on June 16, 2009 as the 15th amendment.  
The Articles were duly amended on June 15, 2010 as the 16th amendment.  
The Articles were duly amended on June 13, 2012 as the 17th amendment.  
The Articles were duly amended on June 17, 2016 as the 18th amendment.  
The Articles were duly amended on June 16, 2017 as the 19th amendment.  
The Articles were duly amended on June 13, 2019 as the 20th amendment.