

VIVOTEK INC.

Articles of Incorporation

- Chapter 1 General Principles
- Article 1 The Company was incorporated under the Company Act under the name VIVOTEK INC.
- Article 2 The Company is engaged in the following businesses:
1. CC01060 Wired communication equipment and apparatus manufacturing business
 2. CC01070 Wired communication devices and equipment manufacturing business
 3. CC01050 Data storage systems manufacturing
 4. CC01080 Electronic parts and components manufacturing business
 5. F113070 Telecommunications equipment wholesale business
 6. F113050 Computer, office machines and equipment wholesale business
 7. F119010 Electronic components and materials wholesale business
 8. F118010 Computer software wholesale business
 9. I301010 Software design and service business
 10. I301020 Data processing services business
 11. I301030 Digital information supply services business
 12. F601010 Intellectual property business
 13. F401010 International trade business
 14. CC01101 Restrained telecommunication radio frequency equipment and materials manufacturing
 15. F401021 Restrained telecommunication radio frequency equipment and materials import business
 16. ZZ99999 All businesses other than those requiring special permits are not prohibited or restricted by law.
- Article 2-1 When necessary for its operations, the Company may provide endorsements/guarantees in accordance with the Company's Operating Procedures of Endorsement and Guarantee.
- Article 2-2 The Company may become a limited liability shareholder of another company with a total amount of investment transfer not exceeding 40% of the Company's paid-in capital as provided in Article 13 of the Company Act.
- Article 3 The Company shall establish its head office in New Taipei City, and

may set up foreign branch offices as deemed necessary by the Board of Directors and approved by resolution.

Article 4 The Company's approach to making public announcements shall be subject to Article 28 of the Company Act and the provisions of the Securities and Futures Bureau.

Chapter 2 Shares

Article 5 The total capital stock of the Company is NT\$1,500,000,000, divided into 50,000,000 shares, at a par value of Ten New Taiwan Dollars (NT\$10) each, and may be issued in installment basis subject to the resolution of the Board of Directors.

The abovementioned capital reserves of NT\$80 million for the issuance of employee stock options, totalled 8 million shares with a par value of NT\$10 per share, and authorized by the Board of Directors to be issued in accordance with the law.

Article 6 The Company's shares are issued in registered form with the signatures or seals of three or more directors, and are authorized in accordance with the law.

When issuing new shares, the Company may print the total number of shares issued, but requires a central securities depository for safekeeping.

The shares of the Company may also be made without physical certificates. Nevertheless, the stock of the Company shall be registered with a central securities depository.

Article 7 Changes in the register of shareholders of the Company shall be made in accordance with the provisions of Article 165 of the Company Act.

Chapter 3 Shareholders' Meeting

Article 8 There are two types of shareholders' meetings: general meetings and special meetings. General shareholders' meetings are convened within six months after the end of each fiscal year. Special meetings are convened when necessary according to law.

Article 8-1 When convening a shareholders' meeting, the Company may hold the meeting by means of a visual communication network or other methods promulgated by the central competent authority.

Article 9 In case a shareholder is unable to attend a shareholders' meeting, the shareholder may issue a proxy form provided by the Company, stating the scope of the proxy's authorization and affixing his/her signature and seal to appoint the proxy to attend the meeting.

- Article 9-1 The Company's shareholders may exercise their voting power in writing or by way of electronic transmission in a shareholders' meeting. A shareholder who exercises his/her/its voting power at a shareholders' meeting in writing or by way of electronic transmission shall be deemed to have attended the said shareholders' meeting in person, but shall be deemed to have waived his/her/its voting power in respect of any extemporaneous motion(s) and/or the amendment(s) to the contents of the original proposal(s) at the said shareholders' meeting. The expression of intent is governed by Article 177-2 of the Company Act.
- Article 9-2 The Chairman of the Board of Directors shall act as the chairman of the shareholders' meeting; in case the chairman of the board of directors is absent, the Chairman of the Board of Directors shall designate one of the directors on his/her behalf; in the absence of such a designation, the directors shall elect from among themselves an acting chairman of the board of directors.
- Article 10 A shareholder shall be entitled to one vote for each share he or she holds, except for shares in which voting rights are restricted or excluded as stipulated in Article 179 of the Company Act.
- Article 11 Unless otherwise provided in the Company Act, any resolution shall be adopted if it receives a favorable majority vote at the shareholders' meeting wherein shareholders with more than one-half of the total issued and outstanding shares are present.
- Article 11-1 Resolutions adopted in a shareholders' meeting shall be recorded in the minutes of the meeting, and the signature or seal of the chairman of the meeting shall be affixed, and the minutes shall be distributed to all the shareholders of the company within twenty (20) days after the close of the meeting. The minutes of shareholders' meeting shall record a summary of the essential points of the proceedings and the results of the meeting. The minutes, the attendance list bearing the signatures of shareholders present at the meeting, and the powers of attorney of the proxies shall be kept in the Company. The distribution of the minutes of shareholders' meeting may be done by means of announcement.
- Chapter 4 Directors
- Article 12 The Company shall have at least 7 but no more than 9 directors with a 3-year term and elected by shareholders from among themselves or are institutional shareholders or representatives of institutional

shareholders with legal capacity in accordance with the Company Act. All directors are eligible for re-election.

The Company shall choose at least three independent directors among the aforementioned directors and the number of independent directors shall be no less than one-fifth of the total number of directors. The directors (including independent directors) shall be elected based on a candidate nomination system in Article 192-1 of the Company Act from among the nominees listed in the roster of director candidates. Relevant matters to be complied by the independent directors shall be governed by the provisions in the Company Act and other relevant regulations of competent securities authorities.

When the Company elects directors, each share shall have the same number of votes as the number of directors to be elected and one person may be elected centrally or elected depending on the number of votes garnered.

When the number of vacancies in the board of directors of a company equals to one third of the total number of directors, the board of directors shall call, within 60 days, a special meeting of shareholders to elect succeeding directors to fill the vacancies. Its term of office shall be for the remainder of the original term.

Article 12-
1

The Company established an Audit Committee in accordance with Article 14-4 of the Securities and Exchange Act. The Audit Committee consists of all independent directors but not less than three persons, among whom, one shall serve as the convener and at least one should have accounting or financial expertise. The resolution of the Audit Committee shall be approved by at least one-half of the members. The Company shall establish an Audit Committee pursuant to Article 14-4 of the Securities and Exchange Act and the Audit Committee shall have the powers and duties of supervisors as provided in the Company Act, the Securities and Exchange Act, and other laws and regulations.

Article 12-
2

Remuneration for directors of the Company shall be evaluated by the Compensation Committee based on participation in business operations and value of contribution. The board of directors has the authority to determine remuneration according to the Compensation Committee's evaluation and industry standards. Remuneration for independent directors may be different from non-independent

directors.

The Company may purchase liability insurance for its directors to reduce the risk of any lawsuit being filed against a director by shareholders or other related parties as a result of performance of duty in accordance with the law.

Article 13 The Board of Directors is composed of directors who shall select from among themselves, a Chairman based on a majority voting standard that requires directors to be present at the meeting as well as the attendance of at least two-thirds of directors. The Chairman shall represent the Company externally.

The Company' s Board of Directors shall convene a meeting with seven days notice given to each Director; a Board of Directors meeting may also be convened at any time in case of emergency. The notice of meeting shall be delivered personally, by mail, email, facsimile transmission, etc.

Article 13- The Company' s Board of Directors may set up various functional
1 committees. Functional committees shall adopt an organizational charter to be approved by the board of directors.

Article 14 The Company' s business objectives and other important matters shall be resolved by the Board of Directors, which shall be convened by the Chairman of the Board of Directors, who shall be the chairman of the Board of Directors, except for the first board meeting of each term, which shall be convened in accordance with the provisions of Article 203 of the Company Act. In case the chairperson of the board is on leave or unable to exercise his/her powers for any reason, its proxy shall act in accordance with Article 208 of the Company Act.

Resolutions of the Board of Directors' shall be approved by a majority of the directors at a meeting attended by a majority of the directors unless otherwise provided in the Companies Act. If a director is unable to attend the meeting of Board of Directors, he/she shall appoint another director to attend the board of directors' meeting on his/her behalf and shall execute a power of attorney for the proxy. The power of attorney shall specify the scope and limitation of authority or power with respect to the business decisions to be made at the meeting. The proxy may only accept the appointment of one director.

In case a meeting of the board of directors is proceeded via the visual communication network, then the directors taking part in such a visual

communication meeting shall be deemed to have attended the meeting in person.

Article 14-1 Minutes of the discussions in the board of directors' meetings shall be prepared and shall bear the signature or seal of both the meeting chair and the minutes taker; a copy of the minutes shall be distributed to each director within 20 days after the meeting and be preserved well as important company records all throughout the existence of the company. The items to be recorded in the minutes shall be in accordance with the provisions in the Company Act and Regulations Governing Procedure for Board of Directors Meetings of Public Companies. The production and distribution of the minutes may be done in electronic form.

Article 15 All directors' transportation fees are paid regardless of operating profit or loss, and the amount shall be determined by the board of directors based on industry standards.

Chapter 5 Managers

Article 16 The Company may have a president and several vice presidents and managers, whose appointment, dismissal and remuneration shall be in accordance with Article 29 of the Company Act.

Chapter 6 Accounting

Article 17 After the end of each fiscal year, the following reports shall be prepared by the Board of Directors, to be submitted to the Audit Committee for review thirty days before the general shareholders' meeting; such documents, as well as the audit report made by the Audit Committee, shall be submitted to the general shareholders' meeting for approval: (1) Business Report; (2) Financial Statements; and (3) Proposal regarding the allocation of earnings or compensation for losses.

Article 18 If the Company generates profit for the current year, the Board of Directors shall allocate at least 7% for employee compensation and no more than 4% for directors' compensation. However, if the Company has incurred cumulative losses, the accumulated deficit shall be deducted to obtain the amount for appropriation. In case of stock-based compensation for employees, this may also be allotted for subordinate employees who meet the criteria as determined by the Board of Directors.

Matters related to the remuneration of employees as well as directors are handled in accordance with relevant laws and regulations and are determined by the Board of Directors.

Article 19 In case of any surplus in its annual financial position, the Company shall first pay tax to cover the deficit and then set aside 10% as legal reserve, unless the legal reserve has already reached the Company's paid-in capital. The Company shall set aside or reverse its special reserve in accordance with the law, and add the remaining amount to previous accumulated undistributed earnings as distributable earnings. The Board of Directors, at its discretion, shall reserve a portion of the shares for distribution depending on the Company's operational requirements, and will submit a proposal to the shareholders.

Article 19-1 The Company's dividend policy should take into account the interests of the shareholders and the financial soundness and business development. In view of future capital expenditures and reinvestment plans, the amount of dividends to be distributed to shareholders should not be less than 50% of the current year's net income, of which cash should account for at least 15% of the amount of dividends to be distributed to shareholders.

Chapter 7 Supplementary Provisions

Article 20 All matters not covered by the Articles of Incorporation shall be governed by the provisions of the Company Act.

Article 21 The Articles of Incorporation were enacted on January 21, 2000.
The first amendment was made on March 1, 2000.
The second amendment was made on June 27, 2000.
The third amendment was made on June 29, 2001.
The fourth amendment was made on April 29, 2002.
The fifth amendment was made on July 16, 2004.
The sixth amendment was made on June 28, 2005.
The seventh amendment was made on May 19, 2006.
The eighth amendment was made on June 26, 2007.
The ninth amendment was made on June 17, 2010.
The tenth amendment was made on June 15, 2011.
The eleventh amendment was made on June 18, 2012.
The twelfth amendment was made on June 16, 2014.
The thirteenth amendment was made on June 22, 2016.

The fourteenth amendment was made on March 23, 2018.

The fifteenth amendment was made on June 6, 2019.

The sixteenth amendment was made on June 17, 2022.

The seventeenth amendment was made on May 31, 2024