

**Lite-On Technology Corporation**

Articles of Incorporation

**Chapter One General Provisions**

Article I The Company is duly incorporated in accordance with provisions governing limited companies under the Company Law in the full name of Lite-On Technology Corporation (Hereinafter referred to as the “Company”).

Article II The Company shall engage in the following business:

1. C804020 Manufacture of industry-oriented rubber products.
2. C805050 Manufacture of industry-oriented plastic products.
3. CB01010 Manufacture of machinery & equipment
4. CB01020 Business machinery manufacture.
5. CC01010 Electric Power Supply, Electric Transmission and Power Distribution Machinery Manufacturing
6. CC01030 Manufacture of electrical appliance and audio and visual electronic products.
7. CC01040 Lighting Facilities Manufacturing
8. CC01060 Manufacture of wire communications machinery & equipment.
9. CC01070 Manufacture of wireless communications machinery & equipment.
10. CC01080 Manufacture of electronic parts & components.
11. CC01090 Batteries Manufacturing
12. CC01101 Manufacture of telecommunications controlled frequency RF equipment manufacture.
13. CC01110 Computers and Computing Peripheral Equipments Manufacturing
14. CC01120 Data storage media manufacture and duplication.
15. CC01990 Electrical Machinery, Supplies Manufacturing
16. CD01030 Manufacture of automobile and automobile parts & components.
17. CD01040 Motor Vehicles and Parts Manufacturing
18. CE01010 Precision Instruments Manufacturing
19. CE01030 Manufacture of Optical instrument.
20. CF01011 Medical Materials and Equipment Manufacturing
21. CH01040 Manufacture of toy.
22. CQ01010 Manufacture of mold.

23. E601010 Electric Appliance Construction
24. E603090 Illumination Equipments Construction
25. E801010 Interior decoration services
26. F106030 Mold wholesale.
27. F108031 Wholesale of Drugs, Medical Goods
- 28.F109070 Cultural, educational, music and recreational article & instrument wholesale.
29. F111090 Building material wholesale
30. F113010 Machinery wholesale.
31. F113020 Electrical appliance wholesale.
32. F113030 Precise instrument wholesale.
33. F113050 Computer & business machinery & equipment wholesale.
34. F113070 Telecommunication equipment wholesale.
35. F113110 Wholesale of Batteries
36. F114010 Wholesale of Automobiles
37. F114020 Wholesale of Motorcycles
38. F114030 Automobile, motorcycle parts & accessories wholesale.
39. F118010 Information software wholesale.
40. F119010 Electronic material wholesale.
41. F206030 Mold retail.
- 42.F209060 Cultural, educational, music and recreational article & instrument retail.
43. F211010 Building material retail.
44. F213010 Electric appliance retail.
45. F213030 Computer & business machinery & equipment retail.
46. F213040 Precise instrument retail.
47. F213060 Telecommunication equipment retail.
48. F213080 Machinery & appliance retail.
49. F213110 Retail Sale of Batteries
50. F214010 Retail Sale of Automobiles
51. F214020 Retail Sale of Motorcycles
52. F214030 Automobile, motorcycle parts & accessories retail.
53. F218010 Information software retail.
54. F219010 Electronic material retail.
55. F401010 International trade.
- 56.F401021 Import of controlled telecommunication frequency RF equipment.
57. G801010 Warehousing services.

58. H701010 Housing and building development, lease and sales.
59. I102010 Investment consultancy.
60. I103060 Management consultancy.
61. I301010 Information software services.
62. I301020 Data Processing Services
63. I501010 Product design business
64. I503010 Landscaping, interior design business.
65. IC01010 Pharmaceuticals Examining Services
66. IG03010 Energy Technical Services
67. ZZ999999 The Company may, other than those businesses subject to special permission (franchise), engage in all businesses except those banned or restricted by laws.

**Article III** The Company is headquartered in Taipei City and may have branches set elsewhere at home and abroad as resolved by the Board of Directors.

The Company may invest outward with the total amount of investment free of restrictions as set forth in Article 13 of the Company Law.

The Company may act as a guarantor when required for business operations and follow Operational Procedures for Endorsements/Guarantees of the Company.

## **Chapter Two Shares**

**Article IV** The total capital of the Company amounts to Thirty-Five Billion New Taiwan Dollars, divided into 3.5 billion shares at Ten New Taiwan Dollars par value each. The Board of Directors is authorized with full powers to issue shares in partial installments. Preferred shares may be issued within the total capital. Of the total number of shares aforementioned, one hundred million shares are reserved to be issued as stock options, preferred shares with stock options or corporate bonds with stock options ready for exercise of options.

**Article IV-1** The Company may issue employee stock options at an issuing price lower than the closing price of the Company's common shares on the date of issuance only upon the decision resolved by two thirds of present shareholders who represent a majority of the total issued shares in the shareholders' meeting.

When the Company intends to transfer shares to employees at a price lower than the average of actual repurchase prices, such transfer shall be duly

posed at the latest shareholders' meeting to be resolved by two thirds of votes in the shareholders' meeting where present shareholders represent a majority of the total issued shares.

Article V For the shares issued by the Company, the Company may be exempted from printing share certificates but shall have the shares so issued duly registered with the centralized securities depository enterprise and follow the regulations of that enterprise.

Article VI Unless otherwise prescribed in laws, the Company shall manage share transfer, pledge of rights, register for loss, succession, gift, change in address, report-for-loss and replacement of registered specimen seals exactly in accordance with the "Regulations Governing Equity Affairs of Public Companies".

Article VII No transfer of shares shall be handled within sixty days prior to the regular shareholders' meeting, or within thirty days prior to a special meeting of shareholders, or within five days prior to the record (base) date scheduled to distribute dividends, bonuses or other benefits.

### **Chapter Three Shareholders' meeting**

Article VIII The shareholders' meeting hereof is in two categories: regular meetings and special meetings. The former is convened once a year within six months from the closing of each fiscal year and the latter may be duly called whenever necessary.

Article IX A shareholder who is unavailable to attend the shareholders' meeting may duly present a power of attorney with the form provided by the Company, bearing the scope of the authorized powers to authorize a proxy to attend on-behalf. The power of attorney shall be duly used in accordance with applicable laws and ordinances and the rules promulgated by the competent authority.

Article X The shareholders' meeting convened by the Board of Directors shall be chaired by the chairman. During the chairman's absence or unavailability for performance of duties, the substitution shall be duly handled in accordance with Article 208 of the Company Law. In the event that the shareholders' meeting is convened by a person beyond the Board of Directors, the shareholders' meeting shall be chaired by that convener. In case of two or more conveners, one of them shall be elected to chair the meeting.

Article XI The Company's shareholders are entitled to one voting right per share,

provided that shareholders have no voting right for shares held under Article 179 of the Company Law.

Article XII Unless otherwise provided for in applicable laws and regulations, decisions in the shareholders' meeting shall be resolved by a majority of votes in the meeting where present shareholders represent a majority of the total issued shares.

Article XIII Minutes of the shareholders' meeting shall be duly recorded to cover the decisions resolved, to be duly signed or affixed by the chairperson and delivered to all shareholders within twenty days after the meeting and be distributed to all shareholders of the company in accordance with Company Law. The minutes shall include the month, date, year, location, the chairperson's name, method to resolve a decision, the highlights of discussion and results thereof. The minutes of the shareholders' meeting shall be archived in the Company along with the shareholders' sign-in book and powers of attorney presented by proxies according to law.

#### **Chapter Four Directors and Board of Directors**

Article XIV The Company has seven to eleven directors, elected in the shareholders' meeting from the candidate of disposing capacity, with a three-year tenure of office and eligible for reelection. Directors shall be duly elected in accordance with Regulations Governing Election of Directors of the Company.

The aforementioned number of directors shall include a minimum of three independent directors (including a minimum of one independent director in the expertise of accounting or finance), and the number of independent directors shall not be less than the minimum of one-fifth of the total number of director seats. Board of Directors (including independent directors) are elected in a candidate nomination system set forth in Article 192-1 of the Company Act. The shareholders' meeting shall elect the right independent directors out of the list of candidates. Matters regarding independent directors' professional qualification requirements, shareholding, restriction on concurrent post, recognition of independence, methods of nomination and election, and other matters to be complied with shall be duly handled in accordance with the requirements promulgated by the competent authority in charge of securities affairs.

The Company duly establishes the Audit Committee in accordance with Article 14-4 of the Securities and Exchange Law which shall be duly

organized by independent directors in full.

The total number of the Company's shares held by all directors shall not be less than the percentage promulgated by the competent authority.

**Article XV** The Board of Directors is duly organized by directors. By attendance of two thirds of directors and a majority of votes of attending directors, one chairman shall be duly elected. In the same manner, one vice chairman shall be elected as necessary. The chairman shall chair the shareholders' meeting and Board of Directors meeting internally and represent the Company externally and preside over all the Company's business affairs, as assisted by the Vice Chairman.

**Article XVI** Where the seats of directors are vacated by one-third, a shareholders' meeting shall be duly held to elect ones supplementarily to serve the tenure of office remaining by the predecessors.

**Article XVII** The Board of Directors shall convene the meeting on a quarterly basis and may convene an extraordinary meeting whenever the chairman considers it necessary or on the requisition of two or more directors. Board of Directors meetings shall be convened and chaired by the chairman in all cases. During the chairman's absence or unavailability for performance of duties, the substitution shall be duly handled in accordance with Article 208 of the Company Law.

Notices for convening meetings may be made in writing or by e-mail or fax. An extraordinary meeting may be convened at any time in case of an emergency.

The Board of Director meetings may be conducted by video conference. Directors who participate in the meeting through video conference are deemed to have attended in person.

**Article XVIII** Unless otherwise provided for in the Company Law, decisions in the Board of Directors meeting shall be resolved by a majority of votes in the meeting where attending directors represent a majority of the total number of directors. A director who is unavailable to attend the board of directors meeting may be represented by another director per Article 205 of the Company Law.

**Article XIX** Minutes of a board of directors meeting shall be duly recorded, to be duly signed and affixed seal by the chairperson and delivered to all directors within twenty days after the meeting. The minutes shall include the highlights of discussion and results thereof. The minutes of the board of directors meeting shall be archived in the Company along with the directors' sign-in book and powers of attorney presented by proxies according to law.

- Article XX Organization, authority of office, rules and procedures of meetings and other matters to be complied with of the Company's Audit Committee shall be in conformity with the requirements of the competent authority.
- Article XX-1 This Corporation may establish other functional committees under the board of directors. The number, terms of office, and powers of committee members shall be specified in the organizational bylaws of each functional committee and be executed at the Board's discretion.
- Article XX-2 Remuneration to directors shall be duly determined by the Board of Directors with reference to the level of their participation in the business operation and values of their contribution as well as the level prevalent in fellow firms at home and abroad.
- Article XX-3 The Company may purchase liability insurance for directors for the term of their office to insure them for potential risk in exercise of their duties.

#### **Chapter Five Managers and staff members**

- Article XXI The Company may, as resolved in the Board of Directors, have a certain number of managers all of whom shall be duly appointed, discharged and paid in accordance with Article 29 of the Company Law.

#### **Chapter Six Accounting**

- Article XXII Upon closing of each fiscal year, the Board of Directors shall prepare the following documents and submit such documents to the shareholders' meeting for adoption. In case of other requirements set forth in the Securities and Exchange Law or other laws and ordinances concerned, such Securities and Exchange Law and other laws and ordinances concerned shall govern. 1. Business report; 2. Financial Statements; and 3. Proposals of profit appropriation or loss coverage.
- Article XXIII The Company shall allocate the following compensation from the profit of each fiscal year (The "profit" means "profit before income tax and employees' and directors' compensation"), however, the Company shall have reserved a sufficient amount from such profit to offset its accumulated losses (including unappropriated earnings adjustment if any):
1. Employees' compensation : no less than 1%
  2. Directors' compensation : no more than 1.5%

The employees' compensation under the preceding paragraph will be distributed by shares or cash. The employees of parents or subsidiaries of the Company meeting certain specific requirements may also be entitled to such compensation. The Board of Directors is authorized with full powers to determine the terms and methods of appropriation and the Directors' compensation may only be distributed by cash.

The Company shall, upon a resolution of the Board of Directors, distribute employees' and director's compensation in the preceding two paragraphs, and report to the shareholders' meeting for such distribution. While the Company distributes surplus earnings at the close of each quarter in accordance with the Article 24 paragraph 5, the Company shall estimate and reserve the employees' compensation and directors' compensation according to the preceding paragraph. If the Company has accumulated losses, the Company shall estimate and reserve the accumulated losses to be made up first before estimating and reserving the employees' compensation and directors' compensation. Qualification requirement of employees in the preceding second paragraph shall comply with the provisions otherwise prescribed by the competent authority in charge of securities affairs.

Article XXIV If there is net profit after tax upon the final settlement of account of each fiscal year, the Company shall first to offset any previous accumulated losses (including unappropriated earnings adjustment if any) and set aside a legal reserve at 10% of the net profits, unless the accumulated legal reserve is equal to the total capital of the Company; then set aside special reserve in accordance with relevant laws or regulations or as requested by the authorities in charge. The remaining net profit, plus the beginning unappropriated earnings (including adjustment of unappropriated earnings if any) , shall be distributed into dividends to shareholders according to the distribution plan proposed by the Board of Directors and submitted to the shareholders' meeting for approval.

Where the Company distributes preceding surplus earning, legal reserve and capital reserve in the form of cash, such distribution is authorized to be made 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; if such distribution is in the form of new shares to be

issued, it shall be approved by shareholders meetings according to the regulations.

In consideration of business development plan, investing environment, demand for funds, global competitiveness and the shareholders' interest, the Dividend Policy of the Company is the distribution to shareholders with the appropriation of the amount which shall be no less than 70% of the net profit after income tax under the circumstance that there is no cumulated loss in prior years. The distribution may be executed in cash dividend and/or share dividend, and the cash dividend shall be no less than 90% of the total distributed dividends.

In case there are no earnings for distribution in a certain year, or the earnings of a certain year are significantly less than the earnings actually distributed by the Company in the previous year, or considering the financial, business or operational factors of the Company, the Company may allocate a portion or all of its reserves for distribution in accordance with relevant laws or regulations or the orders of the authorities in charge.

The Company may distribute the surplus earnings or off-set losses at the close of each quarter in accordance with the Company Act. While distributing surplus earning, the Company shall estimate and reserve the taxes and duties to be paid, the losses to be covered, the legal reserve to be set aside, and the special surplus reserve to be raised or revolved. Where such legal reserve amounts reach to the total paid-in capital, this provision shall not apply. If the Company distribute surplus earning in the form of cash, it shall be approved by a meeting of the board of directors; if such surplus earning is distributed in the form of new shares to be issued, it shall be approved by shareholders meetings according to the regulations.

Article XXIV-1 Qualification requirements of employees entitled to receive treasury shares, share subscription warrant, new shares and restricted stock issued by the Company may include the employees of parents or subsidiaries of the Company meeting certain specific requirements.

**Chapter Seven      Bylaws**

Article XXV      The Company's organizational regulations and operational rules shall be separately enacted by the Board of Directors.

- Article XXVI (Delete)
- Article XXVII Any matters insufficiently provided for in the Articles of Incorporation shall be subject to the Company Law and other applicable laws and ordinances.
- Article XXVIII The Articles of Incorporation and amendment hereof, if any, shall come into enforcement after being resolved in the shareholders' meeting, submitted to and approved by the competent authority.
- Article XXIX The Articles were duly stipulated on March 13, 1989.  
The Articles were duly amended on March 20, 1990 as the 1st amendment.  
The Articles were duly amended on May 11, 1991 as the 2nd amendment.  
The Articles were duly amended on May 20, 1992 as the 3rd amendment.  
The Articles were duly amended on June 27, 1992 as the 4th amendment.  
The Articles were duly amended on June 21, 1993 as the 5th amendment.  
The Articles were duly amended on December 18, 1993 as the 6th amendment.  
The Articles were duly amended on May 30, 1995 as the 7th amendment.  
The Articles were duly amended on April 2, 1996 as the 8th amendment.  
The Articles were duly amended on May 6, 1997 as the 9th amendment.  
The Articles were duly amended on May 19, 1998 as the 10th amendment.  
The Articles were duly amended on June 21, 1999 as the 11th amendment.  
The Articles were duly amended on May 31, 2000 as the 12th amendment.  
The Articles were duly amended on April 19, 2001 as the 13th amendment.  
The Articles were duly amended on May 21, 2002 as the 14th amendment.  
The Articles were duly amended on August 5, 2002 as the 15th amendment.  
The Articles were duly amended on May 13, 2003 as the 16th amendment.  
The Articles were duly amended on June 15, 2004 as the 17th amendment.  
The Articles were duly amended on June 14, 2005 as the 18th amendment.  
The Articles were duly amended on June 21, 2006 as the 19th amendment.  
The Articles were duly amended on June 21, 2007 as the 20th amendment.  
The Articles were duly amended on June 25, 2008 as the 21st amendment.  
The Articles were duly amended on June 15, 2010 as the 22nd amendment.  
The Articles were duly amended on June 19, 2012 as the 23rd amendment.  
The Articles were duly amended on June 19, 2013 as the 24rd amendment.  
The Articles were duly amended on June 19, 2014 as the 25th amendment.  
The Articles were duly amended on June 24, 2015 as the 26th amendment.  
The Articles were duly amended on June 22, 2017 as the 27th amendment  
The Articles were duly amended on June 22, 2018 as the 28th amendment  
The Articles were duly amended on June 21, 2019, as the 29th amendment  
The Articles were duly amended on August 26, 2021, as the 30th amendment.