

EPISIL TECHNOLOGIES INC.

Articles of Incorporation

Chapter 1. General Provisions

- Article 1 The Company shall be incorporated under the Company Act as a company limited by shares named 漢磊科技股份有限公司 in Chinese. "EPISIL TECHNOLOGIES INC." is the Company's English name.
- Article 2 The scope of business of the Company shall be as follows:
I、CC01080 Electronic Parts and Components Manufacturing
II、I501010 Product Designing
III、IZ99990 Other Industry and Commerce Services Not Elsewhere Classified (Integrated circuit testing)
IV、I199990 Other consultancy (Consulting services for Epitaxial Application and semiconductor impurity distribution research)
V、F401010 International Trade
(I)
1.Epitaxy, silicon wafer manufacturing and sales.
2.Epitaxial Application Consulting Services.
3.Consulting services for semiconductor impurity distribution research.
4.Linear integrated circuit manufacturing services and testing.
5.Manufacturing and testing of hybrid integrated circuits. (Mixed Mode IC)。
(II) Research and development, manufacturing, design, sales, promotion and after-sales service of the following projects and their application products：
1.Trench Gate Power MOSFET and insulated gate bipolar Transistor.
2.Bipolar IC under 0.5um.
3.Bipolar-Complementary Metal-Oxide-Semiconductor under 0.5um .
4.High power integrated circuit process (Bipolar,CMOS,Diffusion；BCD)。
- Article 2-1 The company's investment may exceed 40% of the paid-in capital of the Company, notwithstanding Article of the Company Act. The Company's domestic and foreign investment transactions shall be resolved by the board of directors.
- Article 2-2 The Company may provide endorsement and guarantee to others.
- Article 3 The Company is headquartered in Hsinchu Science Park, Taiwan, Republic of China, and when necessary, upon approval of the Board of Directors and the competent authorities, may establish branch offices within or outside the territory of the Republic of China.
- Article 4 Public announcements of the Company shall be made in accordance with Article 28 of the Company Act.

Chapter 2. Shares

- Article 5 The total capital stock of the Company shall be in the amount of NTD5,000,000,000, divided into 500,000,000 shares, at NTD10 par

value, and authorized the Board to issue in batches.

In the first paragraph, NT \$500 million will be reserved for the issuance of employee stock warrants, with a total of 50 million shares of NT \$10 per share, which may be issued in installments in accordance with the resolution of the board of directors.

Where the Company repurchases the shares of the Company, only qualified employees of parents or subsidiaries meeting certain specific requirements are entitled to receive shares. Only qualified employees of parents or subsidiaries meeting certain specific requirements are entitled to receive share subscription warrant of the Company.

Upon issuing new shares of the Company, only qualified employees of parents or subsidiaries meeting certain specific requirements are entitled to subscribe for the shares.

Upon issuing new restricted stock for employees of the Company, only qualified employees of parents or subsidiaries meeting certain specific requirements are entitled to receive the restricted stock.

Article 5-1 An employee stock option certificate issued by the company with a subscription price lower than the closing price of the common stock of a Japanese company may only be issued with the consent of the shareholders' meeting representing more than half of the total number of issued shares and more than two-thirds of the voting rights of the shareholders present.

The transfer of the company's common shares to employees at a price lower than the average price of the actual repurchase of the company's common shares shall be approved by more than half of the shareholders representing the total number of issued shares present at the latest shareholders' meeting and more than two-thirds of the voting rights of the shareholders present.

Article 6 The share certificate of the company issued shall all be name bearing and shall be affixed with the seals or signatures by the directors representing of the company, and shall be duly authenticated pursuant to the law. Printing hard copy share certificates is not always necessary, but all shares issued should be registered in Taiwan Depository & Clearing Corporation.

Article 7 The changes recorded in the register of shareholders shall cease within 60 days before the ordinary meeting of shareholders, 30 days before the extraordinary meeting of shareholders, or 5 days before the base date of the company's resolution to distribute dividends, dividends or other benefits.

Section 3. Shareholders Meetings

Article 8 Shareholders' meetings shall be of two types, general meetings and special meetings. General meetings shall be convened once a year,

within six months from the end of each fiscal year in accordance with law. Special meetings shall be convened in accordance with the law, whenever necessary.

When the Company's Shareholders' meeting is held, it may be held by video conference or other methods announced by the central competent authority.

Article 9 If a shareholder is unable to attend the shareholders' meeting for some reason, he may issue a power of attorney issued by the company to specify the scope of authorization and entrust an agent to attend. In addition to the provisions of article 177 of the company law, the rules for the use of power of attorney by public companies to attend shareholders' meetings promulgated by the competent authority shall apply.

Article 10 Shareholders of the company have one voting right per share.

Article 11 Unless otherwise stipulated by relevant laws and regulations, resolutions of the shareholders' meeting shall be made in person or by proxy on behalf of more than half of the total number of shares issued and with the consent of more than half of the voting rights of the shareholders. However, shares without voting rights shall not be counted as the total number of shares issued.

Section 4. Directors and audit committee

Article 12 The company shall have seven to nine directors, who shall be elected by the board of shareholders from among the persons with capacity. The number of directors mentioned above shall include at least two independent directors, and shall not be less than one fifth of the number of directors. The directors of the company adopt the system of nomination of candidates in accordance with regulations. The audit committee shall exercise its functions and powers in accordance with Article 14-4 of the securities and exchange law and relevant laws and regulations.

Article 13 Board meeting shall be organized by directors. When chairman election is held, there shall be over two thirds (2/3) of directors in presence, and over half of the directors in presence vote for the chairman elected. The chairman is the representative of the Company.

Article 14 The board of directors shall be convened by the chairman of the board of directors at least once a quarter.

Unless otherwise provided by law, a resolution of the board of directors shall be made with the consent of more than half of the directors present.

Article 15 When the chairman of the board of directors asks for leave or is unable to exercise his powers for some reason, his agent shall act in accordance with Article 208 of the company law.

A director shall attend the meeting of the board of directors in person. If a director is unable to attend the meeting for some reason, he may entrust

another director to act as his agent. The agent mentioned in the preceding paragraph shall be limited to one person.

A meeting of the board of directors may be held by video conference. If a director participates in the meeting by video conference, he shall be deemed to be present in person.

Article 16 The compensation to chairman and directors is authorized to board meeting to decide based on the involvement and contribution to the operation and benchmarks in the industries as a reference.

Article 17 The company may take out liability insurance for directors and managers

Section 5. Manager

Article 18 The Company shall appoint a general manager, whose appointment, discharge, and remuneration shall be in accordance with the provisions in Article 29 of the Company Act.

Section 6. Accounting

Article 19 After the end of each fiscal year, the Board of Directors shall have the following documents prepared and submit the same for recognition at the annual general shareholders meeting in accordance with statutory procedures.

1. The business report.
2. The financial statements.
3. The proposal for distribution of earnings or making up loss.

Article 20 The company authorizes the board of directors to present more than two-thirds of the directors and the resolution of more than half of the directors to distribute all or part of the dividends and bonus in the form of cash and report to the shareholders' meeting, which is not applicable to the provisions of the relevant shareholders' meeting resolution. The company authorizes the board of directors to present more than two-thirds of the directors and the resolution of more than half of the directors to distribute all or part of the dividends and bonus in the form of cash and report to the shareholders' meeting, which is not applicable to the provisions of the relevant shareholders' meeting resolution. The company is a high-tech enterprise with stable development. Considering the environment and growth stage of the company, the company's future capital demand and long-term financial planning, and meeting the shareholders' demand for cash inflow, if the company has a surplus after the annual accounts, the cash dividends and dividends paid each year shall not be less than 10% of the total cash dividends and stock dividends and the dividends paid this year.

Article 20-1 The company shall pay not less than Five percent of the profits of the current year to its employees and allocate not more than two percent of the directors' remuneration. However, if the company still has accumulated losses, it shall make up for them.

Employees may be remunerated with stock or cash, and the objects of payment of stock or cash may include employees of controlled or subordinate companies who meet certain conditions.

The profit status of the current year referred to in paragraph 1 refers to the profit of the current year before deducting the remuneration of employees and directors.

The distribution of employees' and directors' remuneration shall be made by resolution of the board of directors with more than two-thirds of the directors present and with the consent of more than half of the directors present, and shall be reported to the shareholders' meeting.

Article 20-2 The company authorizes the board of directors to distribute all or part of the capital reserve or statutory surplus reserve in the form of cash in the presence of more than two-thirds of the directors and the resolution of more than half of the directors, and report to the shareholders' meeting.

Section 7. Supplementary Provisions

Article 21 For matters not provided herein, provisions in the Company Act shall govern.

Article 22 The Articles of Incorporation hereof were established on June 6, 2014; first amended on June 8, 2016; second amended on June 12, 2019.; third amended on August 20, 2021; fourth amended on June 14, 2023