

Niko Semiconductor Co., Ltd.
Articles of Association

Chapter I General Provisions

Article 1: The company was organized according to the regulations of company law.

The company was named as Niko Semiconductor Co., Ltd.

Article 2: The company's businesses are as follows:

- I. CC01080 Electronic component manufacturing
- II. CD01030 Automobile and parts manufacturing
- III. F114030 Wholesale of auto and locomotive parts
- IV. F118010 Information software wholesale
- V. F119010 Wholesale of electronic materials
- VI. F401010 International trade
- VII. I501010 Product design
- VIII. CC01110 Computer and peripheral equipment manufacturing
- IX. CC01120 Data storage media manufacturing and reproduction industry
- X. CD01050 Bicycles and their parts manufacturing
- XI. F114020 Locomotive wholesale
- XII. F114040 Wholesale of bicycles and their parts
- XIII. F114050 Tyre wholesale
- XIV. F214020 Locomotive retailing
- XV. F214040 Retail of bicycles and their parts
- XVI. F214050 Tyre retailing
- XVII. JA02030 Bicycle repair industry
- XVIII.ZZ99999 Business not prohibited or restricted by laws and regulations except permitted business

Article 3: The company's head office is set in Xinbei City. When necessary, branches can be set at home and abroad according to the resolution of Board of

Directors.

Article 4: The company guarantees to the outside world, for the needs of business, it can reinvest other business, and it will not be restricted by Article XIII of company law: total investment cannot exceed forty percent of paid-up capital stock of the company.

Article 4-1: If the company has the plan of cancellation of public issue, it shall be submitted to Board of Shareholders for resolution.

Chapter II Shares

Article 5: The company's total capital is set as NTD one billion, which is divided into 100 million shares. The amount per share is NTD ten. Board of Directors is authorized to issue shares in several times.

15% of the total capital as mentioned in the preceding paragraph shall be reserved. Namely NTD 150 million is used to issue employees' subscription right certificate. There are 15 million shares in total. The amount per share is NTD ten. Shares shall be issued in several times according to the resolution of Board of Directors.

Article 6: Shares issued by the company are non-printing stocks and shall be logined through centralized securities depository institution. Relevant regulations shall be handled according to relevant regulations of company law and securities authority.

Article 6-1: The company prepares shareholders' register to record regulated matters according to law. Treatment of relevant service matters shall be handled according to the regulations of [Standards for Handling Stock Affairs of

Companies Offering Shares to the Public] issued by securities authority.
Change of shareholders' register shall be made in the same manner.

Article 6-2: If the company proposes to transfer the shares repurchased from the company to employee in the price that is lower than the average price to repurchase the shares, transfer can be handled according to relevant regulations and the resolution of the latest shareholders' meeting.

Article 6-3: If the company proposes to issue employee's subscription right certificate in the subscription price that is lower than the market value (net value per share), issue can be handled according to relevant regulations and resolution of Board of Shareholders.

Article 7: Registration of share transfer shall be stopped within sixty days before the shareholders' regular meeting, within thirty days before shareholders' temporary meeting or within five days before the base day when the company decides to distribute dividends and bonuses or other interests.

Chapter III Board of Shareholders

Article 8: Shareholder's meeting is divided into regular meeting and temporary meeting. Regular meeting is held for one time every year and is held within six months after the end of accounting year of each year. Temporary meeting shall be convened according to law when necessary.

Article 8-1: A shareholders' meeting of the Company may be convened in form of virtual meeting or other way announced by the Ministry of Economic Affairs.

Article 9: When shareholder cannot attend the shareholders' meeting for any reason,

the shareholder shall issue letter of entrustment according to the regulations of Article CLXXVII of company law to entrust agent to attend the meeting and handle it according to the regulations of [Regulations on Letter of Entrustment Used when Attending the Shareholders' Meeting of Company of Public Issue].

Article 9-1: If Shareholders' Meeting is convened by the Board of Directors, the Board Chairman shall be chairman. When Board Chairman asks for leave or cannot execute function and power for any reason, chairman's agent shall handle it according to the regulations of CCVIII of company law. If the meeting is convened by other person who has right to convene out of Board of Directors, the person who has right to convene shall act as the chairman. When there are more than two persons who have right to convene, chairman shall be acted by the person recommended by the persons who have right to convene.

Article 10: For various shareholders of the company, except for the shares regulated by Article CLVVIX of company law have no voting power, each share has one voting power.

Article 10-1: When the company holds shareholders' meeting, voting power can be performed in written or electronic method. The shareholder who performs voting power in written or electronic method will be deemed that the shareholder attends the shareholder's meeting in person. However, the extempore motion or amendment to original proposal of this shareholders' meeting will be deemed as waiver. Its meaning expression shall be handled according to the regulations of CLXXVII of company law.

Article 11: Unless otherwise regulated by company law and relevant laws, resolution of Board of Shareholders shall be agreed by more than a half of the voting power of shareholders who represent more than a half of the issued shares and attend the shareholders' meeting.

Article 11-1: The matters of resolution of shareholders' meeting shall be made into meeting minutes, which shall be signed or sealed by chairman. Meeting minutes shall be issued to various shareholders within twenty days after the meeting and shareholders shall keep it permanently.

Production and issuance of above meeting minutes shall be made in electronic method.

Issuance of meeting minutes in Item I shall be made in announcement method in the stage of company's public issue of stocks.

Chapter IV Directors and Audit Committee

Article 12: The company sets five to nine Directors. Their tenure is three years. They shall be elected by Board of Shareholders from the people who have the ability to act as Directors. Directors can be reelected. The liability insurance shall be purchased for the company's Directors according to the resolution of Board of Directors. Candidate nomination system is adopted for election of the company's Directors. Shareholders shall elect and appoint the company's Directors from the candidates' name list. Operation related to nomination shall be handled according to relevant regulations of company law and securities authority.

Article 12-1: When the vacancy of directors reaches one-third of total directors, Board of Directors shall hold temporary shareholders' meeting to conduct

by-election within sixty days. The tenure is limited by that the tenure of present director is supplemented.

Article 12-2: Among the the company's above directors' quota, the number of Independent Directors cannot be less than three and cannot be less than one fifth of directors' seats. The professional qualification, shareholding, restriction on part-time work, nomination and election method and other matters which shall be followed related to Independent Director shall be handled according to relevant regulations of securities authority.

Article 12-3: Cause shall be explained for convening the meeting of Board of Directors. The meeting shall be notified to various Directors and Supervisors seven days in advance. However, encountering emergency, the meeting shall be convened at any time. The convene in preceding paragraph shall be notified in written form, e-mail or fax method.

Article 12-4: The Company establishes an audit committee according to the provisions of Article 14-4 of the Securities Exchange Act, and the audit committee comprises all independent directors and shall execute the duties of supervisors stipulated in the Company Act, the Securities Exchange Act and other laws and regulations.

Article 13: Board of Directors is organized by directors. A Board Chairman shall be acted as by the person recommended and agreed by more than a half of the directors who attend the meeting about which above two third directors attend. Board Chairman represents the company externally.

Article 14: When Board Chairman asks for leave or cannot perform function and power for any reason, the agent shall handle it according to the regulations of

CCVIII of company law. When the Board of Directors holds the meeting, if the meeting is video meeting and the directors participate in the meeting through video, they will be deemed as attending in person. When director cannot attend for any reason, director shall issue letter of entrustment and list the authority scope clearly to entrust other director to attend as agent.

Article 15: When the company's Director execute the company's duty, whether the company's business makes profit or loss, the company shall pay remuneration to them. Board of Directors is authorized to determine their remuneration through discussion according to the value of their participation degree and contribution to the company's operation and the standard that the maximum remuneration regulated by the company's employee salary management method cannot be exceeded. If the company has surplus, remuneration shall be distributed separately according to the regulations of Article 19. The remuneration of Independent Director shall be handled according to prior regulations.

Article 16: Directors' meeting shall be attended by more than a half of the Directors and conducted after it is agreed by more than a half of the Directors, unless otherwise regulated by company law. When Director cannot attend the meeting for any reason, Director shall issue the scope of authority of letter of entrustment to entrust other Director to attend as agent, but one person can only accept one Director's entrustment.

Chapter V Manager

Article 17: The company sets Manager. Manager's appointment, dismiss and remuneration shall be handled according to the regulations of Article XXIX

of company law.

Chapter VI Accountant

Article 18: At the end of each accounting year, the Board of Directors shall make: I. Business Report; II. Financial Statements; III. Proposal of Surplus Distribution or Covering Loss and Various Books of Tables and submit them to shareholders' regular meeting for admission.

Article 19: If the company makes profits in the year, not less than ten percent of profits shall be withdrawn as employees' remuneration and not higher than five percent as remuneration of directors. Employee's remuneration shall be issued in stocks or cashes according to the resolution of Board of Directors. The issuance objects include the employees who are subordinate to or control the company and in accordance with certain conditions. When the company still has accumulative loss, it shall preserve the amount to cover loss in advance, and then withdraw employees' remuneration and directors' remuneration according to above proportions. If there is surplus in the company's annual final settlement, taxes shall be paid and accumulative loss shall be covered firstly, and then ten percent of surplus shall be withdrawn as legal surplus accumulation fund (when the legal surplus accumulation fund has reached the company's paid-up capital, it will not be withdrawn), and the balance shall be withdrawn or revolved special surplus reserves according to law. If there is still surplus, Board of Directors shall draw up the surplus distribution proposal and submit it to Board of Shareholders to make resolution on distributing dividends and bonuses to the shareholders with the balance together with the accumulative undistributed surplus of previous years. If all or part of dividends and bonuses is issued in cash, it shall be

agreed by more than a half of the directors who attend the meeting of Board of Directors about which more than two third directors attend and be reported to Board of Shareholders. The regulation that it shall be made resolution by Board of Shareholders in preceding paragraph is not applicable.

Article 19-1: For the distribution of the company's dividends, combining with the surplus status of the current year, in the principle of dividend stability, because the company is in the stage of growth now, based on the company's fund demand in the future and long-term financial planning, distributable surplus in Article XIX to distribute dividends to shareholders shall be made in cash, stock dividend or partial cash dividend and partial stock dividend and other methods. Among which, cash dividend cannot be less than ten percent of total dividends.

Chapter VII Supplementary Provisions

Article 20: In order to give back to the society, perform social duty and invest public welfare activities, the company's operation shall be handled according to relevant management method.

Article 21: The matters not covered in the Articles of Association shall be handled according to the regulations of company law.

Article 22: The Articles of Association was established on Apr. 6, 2000.

The 1st amendment was made on Apr. 6, 2000.

The 2nd amendment was made on Mar. 20, 2001.

The 3rd amendment was made on Aug. 1, 2002.

The 4th amendment was made on Dec. 2, 2002.

The 5th amendment was made on Dec. 2, 2002.

The 6th amendment was made on May 28, 2003.

The 7th amendment was made on Jun. 30, 2004.
The 8th amendment was made on Jun. 27, 2005.
The 9th amendment was made on May 26, 2006.
The 10th amendment was made on May 25, 2007.
The 11th amendment was made on Jun. 6, 2008.
The 12th amendment was made on Jun. 16, 2009.
The 13th amendment was made on Sep. 6, 2010.
The 14th amendment was made on Jun. 18, 2012.
The 15th amendment was made on Jun. 14, 2013.
The 16th amendment was made on Jun. 12, 2014.
The 17th amendment was made on Jun. 13, 2016.
The 18th amendment was made on Jun. 30, 2017.
The 19th amendment was made on Jun. 14, 2018.
The 20th amendment was made on Jun. 12, 2019.
The 21st amendment was made on Jun. 10, 2020.
The 22nd amendment was made on Jun. 8, 2022.

Niko Semiconductor Co., Ltd.

Board Chairman: Yang, Hui-Chiang