

ARTICLES OF INCORPORATION
OF
YA HORNG ELECTRONIC CO., LTD.

Section 1 General Provisions

- Article 1 : The Company shall be incorporated under the Company Law of the Republic of China, and its name shall be YA HORNG ELECTRONIC CO., LTD.
- Article 2 : The business scope of the company shall be as follows:
- (1)CC01030 Electric Appliance and Audiovisual Electric Products Manufacturing
 - (2)CN01010 Furniture and Fixtures Manufacturing
 - (3)CC01110 Computers and Computing Peripheral Equipments Manufacturing
 - (4)CC01080 Electronic Parts and Components Manufacturing
 - (5)CC01120 Data Storage Media Manufacturing and Duplicating
 - (6)CE01021 Metrological Instruments Manufacturing
 - (7)CF01011 Medical Materials and Equipment Manufacturing
 - (8)CQ01010 Die Manufacturing
 - (9)F401010 international trade industry.
 - (10)F108031 Wholesale of Drugs, Medical Goods
 - (11)F208031 Retail sale of Medical Equipments
 - (12)F401181 Metrological Instruments Importing
 - (13)F401021 Restrained Telecom Radio Frequency Equipments and Materials Import
 - (14)ZZ99999 other businesses not prohibited or restricted by law except any business requiring special approval
- Article 3 : The Company is headquartered in Tainan City, Taiwan and when necessary may establish branches at home and abroad according to resolutions by the board of directors.
- Article 4 : The company as a result of business needs to guarantee for the third person (including endorsement)
The process shall be handled in accordance with the Company's Regulations Governing Endorsement and Guarantee.

Section 2 Shares

- Article 5 : The authorized capital of the Company is NT\$1.2 billion, consisting of 1.2 billion shares, all of common stock, with a par value of NT\$10 per share.
The board of directors is authorized to issue the shares in separate installments as required.
- Article 6 : The company has to issue registered shares, Signed or stamped by a director representing the company Chapter, in accordance with the law by the competent authority or its nuclear Issued after the issuance of the registration institution visa Yes. Shares issued by the company are exempt from To print shares, but to negotiate the concentration of securities Custody of the business organization login.

Section 3 Shareholders' Meeting

- Article 7 : The company's shares work noted in accordance with the competent authority issued by the public issuing shares of the company's stock handling guidelines and related laws.
- Article 8 : Registration for transfer of shares all be suspended 60 days before the convocation of any regular shareholders' meeting, 30 days before the convocation of special shareholders' meeting, or 5 days before the record day for distribution of dividend, interest and bonus or any other benefit as scheduled by the Company.
- Article 9 : Shareholders' meeting shall be of two types, namely regular and special shareholders' meeting; the former shall be convened once a year by the Board of Directors in accordance with laws within six months after the close of each accounting fiscal year. Special shareholders' meeting shall be convened in accordance with relevant laws, rules and regulations of the Republic of China.
- Article 10 : Except as otherwise stipulated in the Decree, Each share is entitled to one voting right, which have no voting rights.
- Article 11 : If a shareholder is unable to attend a meeting, he/she may appoint a representative to attend it, And to exercise, on his/her behalf, all rights at the meeting, in accordance with Article 177 of the

Company Law of the Republic of China.

Article 12 : The shareholders' meeting shall be convened by the board of directors. The chairman of the board shall be the chairman presiding at the meeting. If the chairman of the board is on leave or cannot perform his duties for some reason, To be represented by the vice chairman or other directors under the company law. be convened by others who have the right to convene a meeting and he or she shall be the chairman. If there is more than one person with the rights to convene a shareholders' meeting, they shall nominate a chairman from among themselves.

Article 13 : Unless otherwise provided for in the Company Law, decisions in the shareholders' meeting shall be resolved by a majority vote in the meeting attended by shareholders representing a majority of the total issued shares. The voting shall be deemed to be passed by the chairman, if he is consulted with no objection to the present shareholders, with the same effect as the voting.

Article 14 : The resolutions of the shareholders' meeting shall be recorded in the minutes, and such minutes shall be signed by or sealed with the chop of the chairman and announced to all shareholders within 20 days. The production and distribution of the preceding proceedings shall be governed by the provisions of the company law.

Section 4 Directors and Supervisors

Article 15 : The company has a director of five to nine people, Three persons, of whom The independent directors At least two or more people, directors, The election of independent directors is a candidate Nomination system for people. Independent directors, Election of independent directors shall adopt the candidates nomination system prescribed . In the election of directors, shall be governed by the provisions of law 198th and 1 of the company law 192th of the company, Independent and non-independent directors shall be elected at the same time, but the quota shall be calculated separately.

The votes earned on behalf of the more voting rights were elected as independent directors and non-independent directors.

The directors and monitors are Ren Zhi by the shareholders, for a term of three years, for re-election. The total amount of shares held by the directors and monitors of the shares of the company shall be set out in accordance with the standards prescribed by the Financial Supervision and Management Committee of the Executive Yuan, "the directors of the public issuing companies, the monitoring of the percentage of shares and the inspection of enforcement rules".

Article 16 : The board of directors shall consist of the directors of the Company; the chairman of the board of directors shall be elected from among the directors by a majority of directors in attendance at a meeting attended by at least two-thirds of the directors, And to elect a vice chairman in the same way. To execute all matters of the company pursuant to decrees, statutes, shareholders' meetings and the resolutions of the board.

Article 17 : Unless otherwise provided for by applicable law or regulation, a resolution of the board of directors shall be adopted by the consent of a majority of the votes represented by those the majority in attendance at the board of directors meeting. Directors shall attend meetings of the board of directors. If a director is unavailable to attend a meeting in person, the director may issue a power of attorney for the given meeting specifying 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 pursuant to Article 205 of the Company Act. When directors are interested in meeting matters, they should be at the time of the board of directors explaining important content of their own interests.

Article 18 : When the director of Inspector expires and is less than re-election, extending its practice to the re-election of the supervisor of the office, but the competent authority in accordance with the authority of the limited company re-election, failure still not re-election, since the expiration of the time, of course, recall.

Article 19 : If there is a shortfall of one-third of directors or all supervisors have been dismissed, shareholders' meeting shall be convened by the Board of Directors within sixty days to elect new directors to fill the vacancies. The term of office of the newly elected director shall be the same as the remaining term of the predecessor. The directors of the Company shall be more than half of the seats, the monitoring of the human or the Ombudsman and the directors, should at least a seats or more than one of the following relations.

(1) Spouse.

(2) Relatives within two degree.

Article 20 : The company's operating principles and other important matters to the Board of Directors except for the first meeting of the board of directors of every new term, which shall be convened pursuant to Article 203 of the Company Act, all other meetings of the board of directors shall be convened by the chairman of the board of directors, If the chairman of the board is on leave or cannot perform his duties for some reason. To be represented by the vice chairman or other

directors under the company law. the Board of Directors notice, In accordance with the provisions of the company law.

Though in emergency situations, a meeting may be called whenever necessary.

Notice of the described in the preceding paragraph may be in writing, shall contain the subject for paper, e-mail or fax.

Article 21 : The resolutions of the meetings of the board of directors shall be recorded in the minutes, and such minutes shall be signed by or sealed with the stamp of the chairman of the meeting. Such minutes, together with the attendance list, shall be filed and kept at the head office of the Company and announced to all directors within 20 days.

Article 22 : Supervisors may attend Board meetings to speak in the meeting but without vote.

Article 22-1 : The Company shall be responsible for the purchasing of the Director and the Inspector in the term of office for the implementation of the business scope of the law should be liable for its liability insurance.

Article 22-2 : The Board of Directors is authorized to decide the compensation to all directors and supervisors at a rate consistent with general practices in the industry; The transportation fee of directors and supervisors shall be agreed upon by the Board in accordance with the usual level of the industry. The directors of the Company shall be remunerated by monthly salary in accordance with the remuneration of the company in addition to the distribution of directors in the office of the Company in accordance with article 26th of these bylaws.

Section 5 Managers

Article 23 : The company has to set up a number of managers, its appointment, recall and remuneration, in accordance with the Law Article 29 provisions.

Section 6 Accounting

Article 24 : The Company's fiscal year is starting from January 1 until December 31 of every calendar year.

Article 25 : After the close of each fiscal year, At the end of each fiscal year, the Board shall have the following books and statements prepared in accordance of the Company Law and forward to supervisors for auditing within the prescribed time period before acknowledged in the hareholder's meeting.

(1) Business Report.

(2) Financial Statements. 3. Proposal Concerning Appropriation of Net Profits or Recovering Of osses.

Article 26 : (1) If the Company reports a surplus, the profits shall be appropriated ,The remuneration for **employees may not fall below 2% and The remuneration for directors may not exceed 5%.** If the Company has accumulated losses, the Company shall reserve an amount to offset it. Surplus refers to profit before tax deducted appropriated employee ompensation, Employee compensations mentioned in preceding paragraph shall be distributed in stocks or in cash. The payment shall apply to employees in the bsidiaries as well whoever meets criteria developed by the Board of Directors.

(2) the company's annual accounts after the pure benefits, in addition to the law to pay income tax, should first compensate for the previous annual losses, the balance of its remaining 10% as the statutory surplus reserves, but the statutory surplus accumulation of accumulated capital amounted to the total amount is not in this limit, and accordance with the law to make or slewing special surplus reserves, and then on balance, together with the cumulative unspent surplus of the previous year as the to allocate surplus, in addition to the retention of partial surplus not allocated to the discretion of the Board of Directors to propose a dividend distribution, to report shareholder resolution.

The company assigns all or one of the dividends and dividends or statutory surplus reserve and capital reserve, in the form of cash, the Board of Directors shall be authorized to be present by more than two-thirds of the directors and, with the consent of a majority of the participants, and shall report to the shareholders ' meeting.

(3) Because the company's future enterprise life cycle should be a positive maturity, that sgrowth and interest rate as a relatively stable industry, is the future dividend policy of the Department of Cash dividend-based, stock dividend supplement, the dividend distribution policy should take into account the company's future product planning investment environment and other matters to the demand of funds, and the interests shareholders; dividend issuance of shareholders, in addition to improving the competitive status of the major capital budget, investment in the environment nvestment or other major capital expenditures, such as capital requirements, The allocation of cash dividends is not less than 50%% of the total dividend issued in the year.

Section 7 Additional Rules

- Article 27 : the Company may engage in domestic or foreign investment in other companies. The total amount of the Company's investment in other companies is exempted from the prohibition against exceeding 40 percent of paid-up capital described in, and authorizes the board to execute.
- Article 28 : The organizational rules and operational rules shall be separately worked out by the board of directors.
- Article 29 : Any matters inadequately provided for herein shall be subject to Company Law and other laws and regulations concerned.
- Article 30 : This statute is made in the Republic of China November 7, 1981, the First Amendment to the Republic of July 10, 1984, the Second Amendment to the Republic of August 14, 1985, the third amendment to the Republic of China February 28, 1986, the Fourth Amendment to the Republic of China May 2, 1990, the Fifth Amendment to the Republic of August 15, 1991, the Sixth Amendment to the Republic of November 1, 1998, seventh Amendment to the Republic of March 24, 2000, eighth, The Ninth amendment to the Republic of July 3, 2001, the Tenth Amendment to the Republic of China October 24, 2001, the 11th Amendment to the Republic of June 10, 2002, the 12th Amendment to the Republic of China June 20, 2003, 13th Amendment to the Republic of China October 29, 2003, 14th on the Republic of June 3, 2004 in the Republic of June 10, 2005, 15th modified in the Republic of June 14, 2006, 16th on the Republic of June 14, 2007, 18th Amendment to the Republic of June 11, 2010, 19th Amendment to the Republic of June 6, 2012, 20th Amendment to the Republic of China June 10, 2013, 21st Amendment to the Republic of China June 11, 2014, 22nd on the Republic of June 14, 2016, 23rd on the Republic of June 05, 2018, 24nd on the Republic of June 06, 2019.