

Weblink International Inc.
Articles of Incorporation

CHAPTER I – GENERAL PROVISIONS

Article 1 The Company shall be incorporated in accordance with the Company Law, and its name shall be 展基國際股份有限公司 in the Chinese language, and Weblink International Inc. in the English language.

Article 2 The scope of business of the Company shall include the following:

1. CC01030 Electrical Appliances and Audiovisual Electronic Products Manufacturing
2. CC01070 Wireless Communication Mechanical Equipment Manufacturing
3. CC01110 Computer and Peripheral Equipment Manufacturing
4. CC01120 Data Storage Media Manufacturing and Duplicating
5. E605010 Computer Equipment Installation
6. E701030 Controlled Telecommunications Radio-Frequency Devices Installation Engineering
7. F113020 Wholesale of Electrical Appliances
8. F113050 Wholesale of Computers and Clerical Machinery Equipment
9. F113070 Wholesale of Telecommunication Apparatus
10. F113110 Wholesale of Batteries
11. F116010 Wholesale of Camera Equipment
12. F118010 Wholesale of Computer Software
13. F119010 Wholesale of Electronic Materials
14. F213010 Retail Sale of Electrical Appliances
15. F213030 Retail Sale of Computers and Clerical Machinery Equipment
16. F213060 Retail Sale of Telecommunication Apparatus
17. F213110 Retail Sale of Batteries
18. F216010 Retail Sale of Camera Equipment
19. F218010 Retail Sale of Computer Software
20. F219010 Retail Sale of Electronic Materials
21. F401010 International Trade
22. F401021 Restrained Telecom Radio Frequency Equipment and

Materials Import

- 23. G801010 Warehousing
- 24. I301010 Information Software Services
- 25. I301020 Data Processing Services
- 26. I301030 Electronic Information Supply Services
- 27. IE01010 Telecommunications Service Number Agencies
- 28. IZ06010 Tally Packaging
- 29. JA02010 Electric Appliance and Electronic Products Repair
- 30. JE01010 Rental and Leasing
- 31. F108031 Wholesale of Medical Devices
- 32. F208031 Retail Sale of Medical Apparatus
- 33. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.
- 34. F399040 Retail Sale No Storefront

Article 3 The Company may, for its business operations or other investment matters, make endorsements or issue guarantees.

Article 4 The total amount of investment made by the Company shall be exempt from the restriction under Article 13 of the Company Law.

Article 5 The headquarters of the Company shall be located in Taipei City, Taiwan. If the Company considers it necessary, it may, by a resolution adopted at a meeting by the Board of Directors, set up subsidiaries or branch offices in Taiwan or abroad.

CHAPTER II – CAPITAL STOCK

Article 6 The total amount of the Company capital stock is NT\$ ten (10) billion, which is divided into one (1) billion common shares at par value of NT\$ ten (10) per share, within which the Board of Directors is authorized to issue shares in installments.

NT\$ two (2) billion of the aforesaid total capital stock, divided into two hundred (200) million shares, is reserved and authorized to the Board of Directors to issue for exercising employee stock options.

In case the Company issues employee stock options that the exercise price is lower than the market price, the said issue shall be adopted by a large majority representing two-thirds of the voting rights present at a shareholders' meeting attended by shareholders representing a majority of the total number of issued shares.

To transfer shares to employees at less than the average actual share repurchase price, the Company must have obtained the consent of at least two-thirds of the voting rights present at the most recent shareholders' meeting attended by shareholders representing a majority of the total number of issued shares.

In case the Company issues employee stock options, transfers treasury stock to employees, issues new shares reserved for subscription by employees, and issues restricted stock for employees, the employees of subsidiaries of the Company may be included. Qualification requirements of the employees who are entitled to receive it may be set and specified by the Board of Director.

Article 7 After approval for registration, the share certificates of the Company shall be issued in registered form, signed by, and affixed with the seals of, the represented directors of the Company, and authenticated by the competent registrar.

The Company may not print its physical share certificate; however, the Company shall register the issued shares with a centralized securities depository enterprise, same as when the Company issues its securities.

Article 8 All matters concerning shares shall be handled in accordance with the regulations of the competent authority except as otherwise provided by law.

CHAPTER III – SHAREHOLDERS' MEETINGS

Article 9 Provided the Company intends to cease its status of a public company, in accordance with the Company Law and the related regulations, the Company shall have obtained the consent of at least two-thirds of the voting rights present at the most recent shareholders' meeting attended by shareholders representing a majority of the total number of issued shares.

Article 10 Shareholders' meetings of the Company are classified into (1) regular meetings and (2) special meetings. The Board of Directors shall convene regular meetings within six months after the close of each fiscal year. Special meetings shall be convened, whenever deemed necessary in accordance with the law.

The shareholders' meeting can be held by means of visual communication network or other methods promulgated by the central competent authority, and the Company shall be subject to prescriptions provided for by the competent authority in charge of securities affairs, including the prerequisites, procedures, and other compliance matters.

A notice to convene a meeting of shareholders and the notice may, as an

alternative, be given by means of electronic transmission, after obtaining the consent from the shareholders. For the shareholders who own less than one thousand (1,000) shares of the Company, such notice may be given by a public notice.

The convening and noticing of the shareholders' meeting of the Company shall be executed in accordance with the Article 172 of the Company Law.

Article 11 Where a shareholder is unable to attend a meeting; such shareholder may appoint a proxy by using the proxy form provided by the Company, which shall specify the scope of proxy and be signed and sealed by the shareholder. Where one person has been appointed to act as proxy for more than two shareholders, unless such person is engaged in the trust business, the votes exercised by such person which exceeding three percent (3%) of all the issued and outstanding capital stock of the Company shall not be counted.

The above-mentioned proxies shall be delivered to the Company five (5) days before the shareholders' meeting. In such a case, only the proxy received earlier shall be effective.

In relation with any shareholder appointing a proxy to attend the shareholders' meeting, besides the Article 177 of the Company Law and the Article 25-1 of the Securities and Exchange Act, the rules of such shall be in accordance with "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies".

After the Company is listed on centralized trading floor or over the counter trading places, when the Company convene a meeting of shareholders, the Company shall make the electronic transmission available for the shareholder as one of methods to exercise whose voting rights.

Article 12 Except as otherwise regulated or restricted by any regulations, each shareholder of the Company has one voting right in respect of per share.

Article 13 Except as otherwise provided by the Company Law, a resolution may be adopted by the holders of a simple majority of the votes of the issued and outstanding capital stock represented at a shareholders' meeting at which the holders of a majority of issued and outstanding capital stock are present.

The resolution of the shareholders' meeting shall be made into a meeting minutes and shall be executed in accordance with the Article 183 of the Company Law.

CHAPTER IV – DIRECTORS AND COMMITTEE

Article 14 The Company shall have seven (7) ~ nine (9) directors, to be elected from the nominees listed in the roster of director with the candidate nomination system. The term of office for directors and supervisors shall be three (3) years. The directors are eligible for re-election.

The Company may buy the Responsibility Insurance for the Directors who have to be responsible for the damages caused by their duties.

Subject to the Article 14-2 of the Securities and Exchange Act, the Company shall establish three (3) or more independent directors, and shall not less than one-fifth of the total director seats, which should be included in the number of directors designated in the preceding paragraph. With regard to the expertise qualifications, shareholdings, pluralism restrictions, nominations and elections methods and other compliances shall be in accordance with the regulations of the authority of securities.

The directors election of the Company is proceed with cumulative voting system, per share has election rights to elect the number of directors that should be elected, the votes may be focus on one nominator or dispatch to several nominators. The nominators who have majority of votes shall be elected as director.

The Company shall establish Audit Committee. The Audit Committee and its members shall practice the liabilities of the supervisors specified in the Company Law, the Securities and Exchange Act, and other relevant regulations.

Article 15 The Board of Directors shall consist of directors of the Company, and the chairman of the Board of Directors shall be elected by a majority of directors in attendance at a meeting attended by over two-thirds of the Board of Directors. The chairman of the Board of Directors shall represent the Company in external matters.

Article 16 Where the chairman of the Board of Directors is on leave or cannot perform his duties for any reason, an acting chairman shall be designated in accordance with Article 208 of the Company Law. Where a director is unable to attend the meeting of the Board of Directors, he may appoint another director as his proxy to attend the meeting by issuing a letter of proxy. Each director can act as a proxy for only one other director.

The meeting of the Board of Directors is proceeded via 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 17 Unless otherwise specified in the Company Law, meetings of the Board of

Directors shall be convened by the chairman of the Board of Directors. For convening a meeting of the Board of Directors, a notice shall set forth therein the subject(s) to be discussed at the meeting, such notice shall be given to each director no later than 3 days prior to the scheduled meeting date. The notice of the convening a meeting of the Board of Directors may be delivered by means of written letter, electronic mail, or facsimile transmission to each director.

Unless otherwise provided for in the Company Law, resolutions of the Board of Directors shall be adopted by one-half of the directors at a meeting attended by one-half of the directors.

Article 18 The Company may provide the compensation to the Board of Directors for performing whose duties, no matter whether the Company has profit or suffered loss. The Board of Directors is authorized to determine the said compensation for the directors, taking into account the extent and value of the services provided for the management of the Company and the standards of the industry within.

Article 19 For the purpose of the operations of the Company, the Board of Directors may establish Remuneration Committee and other functional committee. The establishment and the duties of any relevant committee shall apply to the regulations of the authorities.

CHAPTER V – MANAGERS

Article 20 The Company may one presidents and several vice presidents. The appointment, removal, and compensation of the president and vice presidents shall be made in accordance with Article 29 of the Company Law.

CHPATER VI – ACCOUNTING

Article 21 At the end of each business fiscal year, the following reports shall be prepared by the Board of Directors, and shall be submitted to the shareholders' meeting for approval:

- (1) Business Report;
- (2) Financial Report;
- (3) Proposal of Appropriation of Net Profit or the Covering of Losses.

Article 22 Where there is profit in each fiscal year, after covering the accumulated losses, at least four percent (4%) of the profit shall be distributed as employees' compensation, and not more than eight thousandths (8‰) of the profit shall be distributed as remuneration of directors.

The employees' compensation in the previous section may be distributed in the form of either cash or stock bonus, and may be distributed to the employees of controlling or submissive entities of the Company. Qualification requirements of the employees who are entitled to receive the employees' compensation may be specified by the Board of Directors.

Where the Company has earnings at the end of the fiscal year, after paying all relevant taxes, making up losses of previous year, the Company shall first set aside ten percent (10%) of said earnings as legal reserve, except that such legal reserve amounts to the total paid-in capital. Thereafter, the Company shall set aside or reverse a special reserve in accordance with the applicable laws and regulations. The remainder together with previous year amount, may be proposed by the Board of Directors to the shareholders' meeting for the approval of allocation of shareholders as bonuses. Except distribution of reserve in accordance with competent laws and regulations, the Company shall not pay dividends or bonuses when there is no profit.

Article 23 The dividend policy of the Company depends on the current and future development plan, investment environments, concerning the interest of shareholders, etc.; therefore, share or cash dividends of the Company shall be distributed at least 10 percent (10%) of yearly dividends. For the purpose of having a balance and steady dividend policy, the cash dividends shall not less than ten percent (10%) of the total dividend amount when distributing the dividend to the shareholders, except as otherwise the dividend is decided not to distribute with a consent adopted by the meeting of the Board of Directors and also approved by the shareholders' meeting. Provided the Company has no earning of the fiscal year, the Company shall not distribute share or cash dividends; however, in consideration of the financial, business and operational situations of the Company, the Company may distribute partial or all the legal reserve and the capital reserve in accordance with the regulations or rules of the relevant authorities.

CHAPTER VII – SUPPLEMENTARY PROVISIONS

Article 24 The Company Law and related regulations shall govern any matter not provided in this Articles of Incorporation.

Article 25 This Articles of Incorporation were approved on December 7, 1978
The first amendment was approved on April 28, 1979
The second amendment was approved on September 27, 1995
The third amendment was approved on May 30, 1996

The fourth amendment was approved on October 28, 1996
The fifth Amendment was approved on November 6, 1996
The sixth amendment was approved on November 18, 1996
The seventh amendment was approved on January 23, 1997
The eighth amendment was approved on May 30, 1997
The ninth amendment was approved on March 5, 1998
The tenth amendment was approved on June 30, 2000
The eleventh amendment was approved on June 29, 2001
The twelfth amendment was approved on June 28, 2002
The thirteenth amendment was approved on June 11, 2003
The fourteenth amendment was approved on June 6, 2005
The fifteenth amendment was approved on May 25, 2007
The sixteenth amendment was approved on May 30, 2011
The seventeenth amendment was approved on May 14, 2012
The nineteenth amendment was approved on May 13, 2015
The twentieth amendment was approved on June 13, 2016
The twenty-first amendment was approved on June 28, 2018
The twenty-second amendment was approved on February 18, 2020
The twenty-third amendment was approved on June 9, 2022