

Leo Systems Inc.

Articles of Incorporation

Chapter 1 General

Article 1: The Company is organized in accordance with the Company Act and is named Leo Systems, Inc.

Article 2: The Company operates the following businesses:

1. F113050 Wholesale of Computers and Clerical Machinery Equipment
2. F113020 Wholesale of Electrical Appliances
3. F113070 Wholesale of Telecommunication Apparatus
4. F118010 Wholesale of Computer Software
5. F119010 Wholesale of Electronic Materials
6. F213010 Retail Sale of Electrical Appliances
7. F213030 Retail Sale of Computers and Clerical Machinery Equipment
8. F213060 Retail Sale of Telecommunication Apparatus
9. F218010 Retail Sale of Computer Software
10. F219010 Retail Sale of Electronic Materials
11. F213110 Retail Sale of Batteries
12. F401021 Importation of Telecommunications Controlled Emission Equipment
13. CC01110 Computer and Peripheral Equipment Manufacturing
14. E605010 Computer Equipment Installation
15. F401010 International Trade
16. I301030 Electronic Information Supply Services
17. E601010 Electric Appliance Construction
18. E603010 Cable Installation Engineering
19. E603050 Automatic Control Equipment Engineering
20. E701010 Telecommunications Engineering
21. EZ05010 Instrument and Meters Installation Engineering
22. EZ99990 Other Engineering
23. E603080 Traffic Signs Installation Engineering
24. F113030 Wholesale of Precision Instruments
25. F213040 Retail Sale of Precision Instruments
26. I301010 Information Software Services
27. I301020 Data Processing Services
28. JE01010 Rental and Leasing
29. I103060 Management Consulting
30. I401010 General Advertisement Service
31. I599990 Other Designing
32. JB01010 Conference and Exhibition Services
33. F108031 Wholesale of Medical Devices
34. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.

Article 2-1: The Company may serve as a limited-liability shareholder of another company through board resolution. Unless otherwise provided by law, the total investment amount may be exempt from the limit of 40% of the Company's paid-in capital, provide that it shall not exceed the Company's paid-in capital. The board resolution under the previous paragraph shall be approved by the majority of directors attending a meeting that is attended by 2/3 or more directors.

Article 3: The Company may provide guarantees as required for business.

Article 4: The Company has its headquarters in Taipei City and may set up domestic or overseas branches or representative offices as required through board resolutions.

Article 5: The Company makes public announcements in accordance with Article 28 of the Company Act.

Chapter 2 Shares

Article 6: The Company's total capital is NT\$2,500,000,000 (including NT\$130,000,000 for employee stock options), divided into 250,000,000 shares with a face value of NT\$10 per share. The board of directors is authorized to issue the non-issued portion of the above shares.

Article 6-1: The Company is not obliged to print share certificates for the shares it issues, provided that the shares issued in accordance with this paragraph shall be registered with a securities depository institution and shares issued shall be handled in accordance with the rules of such institution.

Article 6-2: When the Company buys treasury shares in accordance with the Company Act, the targets of transfer may include employees of controlled companies or subsidiaries meeting certain conditions. The board of directors is authorized to determine such certain conditions by resolution.

The targets for distribution of employee stock options by the Company may include employees of controlled companies or subsidiaries meeting certain conditions. The board of directors is authorized to determine such certain conditions by resolution.

When the Company issues new shares, employees subscribing to the shares may include employees of controlled companies or subsidiaries meeting certain conditions. The board of directors is authorized to determine such certain conditions by resolution.

When the Company issues new shares with restricted employee rights, the targets may include employees of controlled companies or subsidiaries meeting certain conditions. The board of directors is authorized to determine such certain conditions by resolution.

Article 7: All of the Company shares are registered shares, issued after affixation of signatures or seals by directors representing the Company and after certification by a bank that

may serve as the certifying agent for the issuance of shares in accordance with the law.

Article 8: Public listing of the Company's shares shall not be cancelled unless there is a resolution of the shareholders' meeting.

Article 9: Change to shareholders register pursuant to share transfer shall be suspended during a period of 60 days before any general shareholders' meeting, 30 days before any extraordinary shareholders' meeting and 5 days before the record date for the distribution of dividend, bonus or other benefit determined by the Company.

Chapter 3 Shareholders' Meeting

Article 10: Shareholders' meetings are divided into general meetings and extraordinary meetings. General meetings are held once a year and convened by the board of directors in accordance with the law within 6 months from the end of each accounting year. Extraordinary meetings are convened in accordance with the law as required.

Article 11: For each shareholders' meeting, shareholders may issue proxies printed by the Company, specifying the scope of authorization, for a representative to attend the meeting on the shareholders' behalf.

Article 12: Shareholders are entitled to one voting right per share, except restrictions or no voting right in accordance with applicable laws.

Article 13: When the Company convenes a shareholders' meeting and electronic manner is one of the channels to exercise voting right, shareholders exercising voting rights in electronic manner shall be deemed to have attended the shareholders' meeting in person. Matters related to such exercise shall be in accordance with existing legislations.

Unless otherwise provided by applicable laws, shareholder resolutions shall be approved by shareholders representing the majority of voting rights represented in a meeting that is attended by shareholders representing the majority of all outstanding shares. Shareholders resolutions shall be recorded in minutes and shall be governed by Article 183 of the Company Act.

Article 13-1: When the company's shareholders' meeting is held, it may be held by video conference or other means announced by the central competent authority.

Chapter 4 Directors

Article 14: The Company has 7-9 directors, serving terms of 3 years and elected under the candidate nomination system by shareholders' meeting from a list of director candidates. The same person may be re-elected after expiry of the term.

Among the number of directors under the previous paragraph, at least 3 persons and at least 1/5 of the board seats shall be independent directors. The nomination of candidates shall be in accordance with Article 192-1 of the Company Act.

The minimum total number of registered shares held by all directors of the Company shall be in accordance with applicable laws.

The Company has an audit committee in accordance with Article 14-4 of the Securities and Exchange Act. The audit committee shall be composed of all independent directors. The audit committee and its members are responsible for performing the duties of supervisors in accordance with the Company Act, the Securities and Exchange Act and other legislations.

Article 15 The board of directors is composed of directors and one person shall be elected as chairman by the directors from among themselves through approval by the majority of directors attending a meeting that is attended by 2/3 or more directors. Directors shall attend board meetings in person. Any director who cannot attend a meeting in person may designate another director as his/her representative. When a director attends a board meeting through representation by another director, a proxy shall be issued for each instance, listing the scope of authorization for the agenda. Board meetings may be held through video conference. Directors attending a meeting through video conference shall be deemed to have attended the meeting in person.

Article 15-1: Deleted

Article 15-2: Board meetings shall be held at least once every quarter. A notice with agenda shall be given to each director 7 days in advance. However, a meeting may be convened at any time in case of emergency.

Notice to convene board meetings may be given in writing, by email or by fax.

Article 16: When the chairman is on leave or cannot perform his/her duties due to any reason, the representation shall be in accordance with Article 208 of the Company Act.

Article 17: Deleted

Article 18: The Company may purchase liability insurance for all directors to protect the interest of all shareholders and to lower the operating risk. The board of directors is authorized to determine director remuneration based on the level of participation in the Company's operation and the value of contribution, as well as in reference to the common standard of the same industry.

Chapter 5 Officers

Article 19: The Company may have several officers and may have technical, legal, accounting and financial experts as advisors as required for business, the hiring, dismissal and remuneration of which shall be in accordance with Article 29 of the Company Act.

Chapter 6 Accounting

Article 20: The Company's accounting year is from 1 January to 31 December of each year. At the end of each accounting year, the board of directors shall prepare business report, financial statement and profit distribution or loss compensation proposal and submit them to the general shareholders' meeting for approval.

Article 21: The Company shall distribute 5% of the current-year profit as employee remuneration and no more than 2% as director remuneration, provided that, if the Company still has accumulated losses, the losses shall be compensated.

Current-year profit referred to in this previous paragraph means after-tax profit of the current year before deduction for distribution of employee remuneration and director remuneration.

The distribution of employee remuneration and director remuneration is subject to resolution approved by the majority of directors attending a meeting that is attended by 2/3 or more director and reporting to the shareholders' meeting.

Employee remuneration may be paid in stock or in cash. The target of distribution may include employees of subsidiaries meeting certain conditions.

Article 21-1: If the Company has profit at annual closing, taxes shall be first paid and accumulated losses from prior years shall first be compensated. Then 10% shall be provisioned as legal reserve and special reserve shall be provisioned or recycled in accordance with the law or the requirement of the competent authority. The remaining amount, if any, together with accumulated non-distributed profit from previous years, shall be subject to a distribution proposal to be prepared by the board of directors for submission to the shareholders' meeting for resolution before distribution.

Article 21-2: Dividend Policy

In consideration of the Company's operating needs and maximization of shareholder interest, the Company's dividend policy shall be determined in accordance with the long-term and short-term funding requirements in the future.

The Company is in the information service industry and is in the phase of industrial growth. In the future, continuous injection of funds will be required to engage in research and development and business expansion activities to ensure market competitive advantage.

Dividend distribution policy shall take into consideration future capital budget plans and reinforcement of financial structure and shall duly satisfy shareholders' cash flow requirements, etc. Current-year distributable profit may be distributed in full. The board of directors will prepare a distribution proposal and submit it to the shareholders' meeting in accordance with the law. Dividend distribution may be made in cash or in stock, provided that cash dividend distributed shall be not less than 30% of the total shareholder dividend distributed in the current year.

Chapter 7 Miscellaneous

Article 22: The organizational charter and bylaws of the Company and the board of directors shall be further established by the board of directors.

Article 23: Anything that is not stipulated in these Articles of Incorporation shall be governed by the Company Act and applicable legislations.

Article 24: These Articles of Incorporation was made on 2 September 1985.

The first amendment was on November 25, 1988.

The second amendment was on January 8, 1990.

The third amendment was on March 8, 1990.

The fourth amendment was on March 27, 1990.

The fifth amendment was on June 30, 1993.

The sixth amendment was on August 17, 1994.

The seventh amendment was on January 10, 1995

The eighth amendment was on July 31, 1995.

The ninth amendment was on November 27, 1995.

The tenth amendment was on July 31, 1995.

The eleventh amendment was on April 30, 1998.

The twelfth amendment was on May 23, 2000.

The thirteenth amendment was on June 12, 2001.

The fourteenth amendment was on June 26, 2002.

The fifteenth amendment was on June 17, 2003.

The sixteenth amendment was on June 1, 2004.

The seventeenth amendment was on June 13, 2007.

The eighteenth amendment was on June 19, 2009.

The nineteenth amendment was on June 15, 2010.

The twentieth amendment was on June 10, 2011.

The twenty-first amendment was on June 18, 2012.

The twenty-second amendment was on June 24, 2014.

The twenty-third amendment was on June 7, 2016.

The twenty-fourth amendment was on June 8, 2017.

The twenty-fifth amendment was on June 10, 2020.

The twenty-sixth amendment was on July 26, 2021.

The twenty-seventh amendment was on June 2, 2022.

The twenty-eighth amendment was on June 7, 2023.