CMC Magnetics Corporation

Articles of Incorporation

Chapter 1 General Provisions

Article 1: The Company is incorporated in accordance with the Company Act and registered under the business name of "CMC MAGNETICS CORPORATION" in English.

Article 2: The Company's scope of services are set out as follow:

(1) C805030 Plastic Made Grocery Manufacturing
(2) C805050 Industrial Plastic Products Manufacturing
(3) CC01120 Data Storage Media Manufacturing and Duplicating
(4) CC01030 Electric Appliance and Audiovisual Electric Products Manufacturing
(5) F118010 Wholesale of Computer Software
(6) F113050 Wholesale of Computing, Office Machinery and Equipment
(7) F213030 Retail Sale of Computing and Office Machinery Equipment
(8) F216010 Retail Sale of Photographic Equipment
(9) F218010 Retail Sale of Computer Software
(10) F601010 Intellectual Property
(11) I301010 Software Design Services
(12) JE01010 Rental and Leasing Business
(13) J303010 Magazine (journal) publishing
(14) J304010 Book Publishing
(15) J401011 Motion Picture Production
(16) J402011 Film Production
(17) J602010 Agents and Managers for Performing Arts, Entertainers, and Models
(18) F102030 Wholesale of Tobacco Products and Alcoholic Beverages
(19) F203020 Retail Sale of Tobacco and Alcoholic Beverages
(20) F401010 International Trade
(21) H701010 Residence and Buildings Lease Construction and Development
(22) H701020 Industrial Factory Buildings Lease Construction and Development
(23) H701040 Specialized Field Construction and Development
(24) H701060 New County and Community Construction and Investment
(25) H703100 Real Property Rental and Leasing
(26) F113020 Wholesale of Household Appliance
(27) F213010 Retail Sale of Household Appliances
(28) F113070 Wholesale of Telecom Instruments
(29) F213060 Retail Sale of Telecom Instruments
(30) F401171 Alcohol Drink Import
(31) ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3: The Company has its head office in Taipei City, and the Company may establish branches in and out of this country.

Article 3-1: The total amount of the Company's re-investment shall not be subject to the restriction of not exceeding 40% of its paid-in capital, and the decision to transfer the investment is authorized by the board of directors.

Article 3-2: For the requirement of business operation and the Company shall act as a guarantor, and its operations are handled in accordance with the company's endorsements/guarantees method.

Article 4: Public announcements of the Corporation shall be made in accordance with the relevant. provisions of the securities regulatory authority.

Chapter 2 Shares

Article 5: The total capital amount of the Company is rated at NT$45 billion, divided into 4.5 billion shares, at a par value of ten New Taiwan Dollars (NT$10) per share. The board of directors is authorized to issue the shares separately according to actual needs.

Article 6: The Company issue shares without printing share certificate(s), but shall have the shares registered with depository & clearing institutions.

Article 7: The entries in the shareholders' roster shall not be altered within 60 days prior to the convening date of a regular shareholders' meeting, or within 30 days prior to the convening date of a special shareholders' meeting, or within 5 days prior to the target date fixed by the issuing company for distribution of dividends, bonus or other benefits.

Article 8: In addition to the provisions of the laws and regulations, the shareholders of the Company handle the issue of stock transfer and shareholding matters, and are subject to the "Regulations Governing the Administration of Shareholder Services of Public Companies" promulgated by the Securities and Futures Management Committee of the Ministry of Finance.

Chapter 3 Shareholders' Meeting

Article 9: There are two types of shareholders' meeting, namely, regular meeting and special meeting. The regular meeting shall be convened within six months after the close of each fiscal year. Whereas, special meetings are held in accordance with the law, when necessary.

Article 9-1: The Company may convene a shareholders' meeting by video conference or in other methods as announced by the Ministry of Economic Affairs.

Article 10: In case a shareholder is unable to attend a shareholders' meeting in person, such shareholder may issue proxy in the form printed by the Company, setting forth the scope of authorization for the representative to be present on his/her/its behalf in accordance with Article 177 of the Company Act.

Article 11: A shareholder of the Company shall have one vote for each share held by him/her/it. However, those who are restricted or have no voting rights according to the regulations are not allowed to do so.

Article 12: Each shareholders' meeting shall be recorded in the minutes of the meeting, stating the year, month, day, place of the meeting, the name of the chairman and the method of resolution, the essentials of the proceedings and the results, the number of shareholders attend and representative shareholders. The minutes are signed or sealed by the chairman and distributed to the shareholders within 20 days after the meeting. After the company publicly issues shares, the minutes can be made to the public. The previous proceedings should be kept in the company for future reference.

Article 13: A resolution is passed at the shareholders' meeting by a majority of the shareholders present who represent more than half of the total number of its outstanding shares, unless otherwise provided by relevant laws and regulations.

Chapter 4 Directors and The Audit Committee

Article 14: The Company shall appoint nine to eleven directors for a three-year term. The shareholders shall elect the directors from among the nominees for director and may be re-elected after the term. The total number of registered shares held by all the directors of the Company shall not be less than a certain percentage of the total issued shares according to the provision of the securities authority.

Article 14-1: Among the above directors of the Company, the election of the directors is done using the candidates nomination system. The number of appointed directors shall have no less than three independent directors, selected by the shareholders' meeting on the list of candidates for independent directors, and shall not be less than one fifth of the total number of directors of the Company. The professional qualification, shareholding, part-time job restrictions, nominations, means of election as well as other relevant issues to be complied with by independent directors, should all be in accordance with the regulations of the securities authority.

Article 15: The board of directors shall elect a chairman of the board directors from among the directors by a majority vote at a meeting attended by over two-thirds of the directors. The chairman of the board of directors shall externally represent the company and internally serve as the chairman of shareholders' meeting and board of directors' meeting.

Article 16: The board of directors is convened by the chairman. In addition to the provisions of the Company Act, his/her duties are as follows:

(1) The formulation of the business plan.
(2) The formulation of the surplus distribution or loss off-setting proposals.
(3) Formulation of capital increase and decrease.
(4) The compilation of important articles of corporation and contracts.
(5) Appointment and dismissal of the general manager.
(6) The establishment and abolition of the branch.
(7) Compiled of budget and final accounts.
(8) Other authority conferred by the company Act or the resolution of the shareholders' meeting.

Article 17: The company may call the board of directors at any time in case of emergency.

The convening of the board of directors of the company can be notified to the directors in writing or by electronic means or by fax.

Article 18: The board of directors shall have more than half of the directors attending and the majority of the attending directors' consent for resolution of matters. The directors can specify the scope of authorization in writing and entrust other directors to attend the board of directors on their behalf, but each time a power of attorney is issued and limited by one person.

Article 19: The chairman is on leave or unable to exercise his/her duties for whatever reasons, his/her proxy shall act in accordance with Article 208 of the Company Act.

Article 20: The remuneration of the chairman and directors is authorized by the board of directors in accordance with the level of operational participation as well as value of the contribution. The standard terms in the industry shall also be considered.

Article 21: In accordance with Article 14-4 of the Securities and Exchange Act, the Company sets up the audit committee, it is composed of all independent directors.

Article 22: The authority and related matters of the audit committee and its members, shall be

handled in accordance with the relevant laws and regulations of the Securities Exchange. Act.

Article 23: The Company may purchase liability insurance to cover the directors for the liabilities they shall be responsible while performing their duties.

Chapter 5 Managers

Article 24: The Company shall have a number of managers whose appointment, dismissal and remuneration shall be handled in accordance with Article 29 of the Company Act

Chapter 6 Accounting

Article 25: The fiscal year of the Company is from January 1 of each year to December 31 of the same year, the final accounts should be settled at the end of the year.

Article 26: After the close of each fiscal year, the board of directors shall prepare the following documents and submit the same to the supervisors for auditing and then submit to the general shareholders' meeting for acceptance: (1) the business report, (2) the financial statement, and (3) the surplus earning distribution or loss off-setting proposals.

Article 27: If the Company has earnings, it shall set aside not less than 1% of the balance as remuneration for the employees, and of the aforesaid amount of employees' remuneration, it shall set aside not less than 30% as remuneration for the distribution of general employees and no greater than 1.5% as remuneration for the directors. But if the Company still has an accumulated deficiency, the amount to cover should be retained in advance. The objects of the employee compensation in the preceding paragraph include employees of domestic and foreign subsidiaries; the aforementioned "subsidiary" refers to the direct or indirect holding of more than half of the company's common stock.

Article 28: The current year's earnings, if any, shall first be used to pay all taxes and offset prior years' accumulated losses and then set aside 10% as legal reserve. When such legal reserve amounts to the total paid-in capital, the Company shall not be subject to this limitation. The Company may then appropriate or reverse a certain amount as special reserve according to the relevant regulations. If there is remaining earnings, plus the accumulated undistributed earnings, may be appropriated to shareholders as dividends or bonuses according to the distribution plan proposed by the board of directors and approved by the shareholders' meeting. The Company's dividend policy is to consider the need for capital expenditure, in conjunction with the company's long-term financial planning, the total dividends are not less than 10% of the distributable earnings in the current year, however, it shall not be distributed when the distributable

earnings are lower than 1% of the paid-in capital. When distributing dividends, cash dividends are not less than 10% of the total dividends paid each year.

Chapter 7 Supplementary Provisions

Article 29: Any unspecified matters in this Articles of Incorporation shall be dealt in accordance with the Company Act.

Article 30: This Article of Incorporation were enacted on November 4, 1978 and amended on June18, 1981 for the first time, on November 25, 1982 for the second time, on April15, 1984 for the third time, on January 29, 1985 for the fourth time, on April 4, 1985 for the fifth time, on August 28, 1985 for the sixth time, on November21,1985 for the seventh time, on December 26, 1985 for the eighth time, on June26, 1986 for the ninth time, on April12, 1987for the tenth time, on June 20,1987for the eleventh time, on October 6, 1987 for the twelfth time, on June 14, 1988 for the thirteenth time, on October 27, 1988 for the fourteenth time, and on April 15, 1989 for the fifteenth time , on April 7,1990 for the sixteenth time, on September 1,1990 for the seventeenth time, on May 11,1991 for the eighteenth time, on April 11,1992 for the nineteenth time, on September 19,1992 for the twentieth time, on April22,1993 for the twenty-first time, on September 18,1993 for the twenty-second time, on April 23,1994 for the twenty-third time, on April 29,1995 for the twenty-fourth time, on April 27,1996 for the twenty-fifth time, on May 30, 1997 for the twenty-sixth time, on April 18, 1998 for the twenty-seventh time, on April 30, 1999 for the twenty-eighth time, on April 29, 2000 for the twenty-ninth time, on May 4, 2001 for the thirtieth time, on May 4, 2001 for the thirty-first time, on May 17, 2002 for the thirty-second time, on June 15, 2003 for the thirty-third time, on June 14, 2005 for the thirty-fourth time, on June 15, 2006 for the thirty-fifth time, on June 13, 2007 for the thirty-sixth time, on June16, 2009 for the thirty-seventh time, on June 17, 2010 for the thirty-eighth time, on June 22, 2011 for the thirty-ninth time, on June 15, 2012 for the fortieth time, on June 12, 2014 for the forty-first time, on June 2, 2015 for the forty-second time, on June 7, 2016 for the forty-third time, on June 16, 2020 for the forty-fourth time; the 45th amendment was made on June 17, 2022. ; the 46th amendment was made on June 10, 2025.

CMC Magnetics Corporation

Chairman：Wong, Ming-Sen