

YIEH PHUI ENTERPRISE CO., LTD.
Corporate Charter

Chapter 1 General Rules

Article 1: The Company was organized pursuant to the limited corporation provisions of the Company Act and the English named as “Yieh Phui Enterprise Co., Ltd.”

Article 2: The Company’s business services are as follows:

1. A102080 Horticulture
2. C801010 Basic Industrial Chemical Manufacturing
3. C901990 Other Non-metallic Mineral Products Manufacturing
4. CA01010 Iron and Steel Refining
5. CA01020 Iron and Steel Rolls over Extends and Crowding
6. CA01030 Iron and Steel Casting
7. CA01050 Iron and Steel Rolling, Drawing, and Extruding
8. CA01060 Steel Wires and Cables Manufacturing
9. CA02010 Metal Architectural Components Manufacturing
10. CA02090 Metal line Products Manufacturing
11. CA02990 Other Fabricated Metal Products Manufacturing Not Elsewhere Classified
12. CA04010 Metal Surface Treating
13. CB01010 Machinery and Equipment Manufacturing
14. CB01990 Other Machinery Manufacturing Not Elsewhere Classified
15. CC01080 Electronic Parts and Components Manufacturing
16. CD01030 Automobiles and Parts Manufacturing
17. CD01040 Motor Vehicles and Parts Manufacturing
18. F101100 Wholesale of Flowers
19. F106010 Wholesale of Ironware
20. F111090 Wholesale of Building Materials
21. F113010 Wholesale of Machinery
22. F114030 Wholesale of Motor Vehicle Parts and Supplies
23. F199990 Other Wholesale Trade
24. F201070 Retail sale of Flowers
25. F206010 Retail Sale of Ironware
26. F211010 Retail Sale of Building Materials
27. F213080 Retail Sale of Machinery and Equipment
28. F214030 Retail Sale of Motor Vehicle Parts and Supplies
29. F299990 Retail Sale of Other Retail Trade Not Elsewhere Classified
30. F401010 International Trade
31. E103011 Steel Construction
32. H701010 Residence and Buildings Lease Construction and Development

- 33.H701040 Specialized Field Construction and Development
- 34.H701060 New County and Community Construction and Investment
- 35.H703090 Real Estate Commerce
- 36.H703100 Real Estate Rental and Leasing
- 37.JE01010 Rental and Leasing Business
- 38.ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.
- 39.Energy Technical Services

Article 3: The Company was established in Kaohsiung City. When necessary, branches will be setup domestically and internationally with the resolutions of the Board of Directors.

Article 4: The total transfer investment amount of the Company is not subject to the limitation of 40% of total paid-in capital threshold defined in Article 13 of the Company Act.

Chapter 2 Stock shares

Article 5: The Company's total authorized capital amounted to NT\$20 billion with 2 billion shares issued at NT\$10 per share in installments.

Article 5.1: The Company has stock shares transferred to employees at an average price lower than the actual repurchase price, has stock option certificates issued to employees at a price below the market price (net share value) that is resolved with the attendance of the shareholders representing a majority of the total outstanding shares and the consent of the attending shareholders representing two thirds of the voting rights.

Article 6: The shares of the company are all registered with the holders' names, signed or sealed by the director representing the company, and issued via the approval of the authorized institution or the one with such authorities. Also, the Company's order shares can be issued without stock printout; however, should contact the Securities Central Depository Institution for registration.

Article 7: Shareholders should have their name/title and domicile/residence reported to the Company, fill out the signature card and then send it to the Company for filing. The loss or destruction of the seal or for other reasons the seal specimen needed to be replaced should be processed in accordance with the Regulations Governing the Handling of Stock Affairs by Public Companies.

Article 8: The transferor and the transferee shall fill out an "Application for Transfer of Shares" together with the transferred shares submitted to the Company to apply for stock transfer that cannot be used against the Company until it is post to the shareholder registry.

Article 9: The lost or damaged stocks, if any, are to be processed in accordance

with the Company Act and general law and regulations.

Article 10: (Deleted)

Article 11: The stock cut-off date is 60 days prior to the general shareholders meeting, 30 days prior to the extraordinary shareholders meeting, or 5 days prior to the baseline date announced by the Company for the distribution of dividends, bonuses, and other benefits.

Chapter 3 Shareholders meeting

Article 12: Shareholders meetings include general shareholders meetings and extraordinary shareholders meetings. General shareholders meetings are held once a year and they are to be convened within 6 months after the fiscal year. The Board of Directors will notify all shareholders 30 days in advance. In addition, an extraordinary shareholders meeting will be convened if necessary. The company's shareholders meeting may be held by video conference or other methods announced by the competent authority.

Article 13: Shareholders who are unable to attend a shareholders meeting for valid reasons may issue a proxy provided by the Company with the scope of authorization specified to have the representative attend the meeting on their behalf. Attending shareholders meeting by proxy is to be handled in accordance with Article 25.1 of the Securities and Exchange Act.

Article 14: The Chairman of the Board of Directors is to chair the shareholders meeting. If the Chairman is on leave or unable to exercise powers, the meeting is to be chaired by the individual designated by the Chairman. If there is not an individual designated, one director shall be elected among the directors to chair the meeting.

Article 15: Shareholders of the Company are entitled to one voting right per share except for those without voting right listed in Article 179 of the Company Act.

Article 16: The resolution reached in the shareholders meeting is deemed passed that are with the attendance of the shareholders representing a majority of the total outstanding shares and the consent of the attending shareholders representing a majority of the voting right, unless otherwise provided by the Company Act.

Article 17: The resolutions reached in the shareholders meeting must be documented in the minutes of meeting, which must be signed or sealed by the Chairman and then distributed to all shareholders within 20 days after the meeting. The Company may have the minutes of meeting in the preceding paragraph distributed by announcement. The minutes of meeting should be prepared in accordance with the year, month, date, place, the Chairman's name, resolution methods, and the gist and result of the proceeding; also, the minutes of meeting should be kept for records at the Company's along with the shareholder's attendance

registry and proxies.

Chapter 4 Directors

Article 18: The Company is with 6~7 directors appointed by a nomination system. They are elected among the competent shareholders in the shareholders meeting in accordance with Article 198 of the Company Act. Directors and supervisors are appointed for a term of 3-year and can be appointed for the 2nd term. Also, the minimum shareholding ratio of the directors shall comply with the requirements of the securities competent authorities.

A majority of the Company's directors should not be in any of the following relationships:

1. Spouse
2. Secondary relatives

Article 18.1: For the number of directors stated in the preceding paragraph, there must be at least two independent directors, which may not be less than one third of the total number of directors. The professional qualifications of the independent directors, shareholdings, part-time job constraints, the nomination and election methods, and other binding matters should be handled in accordance with the relevant requirements of the securities competent authorities.

Article 19: Directors at the expiry of their terms of office, due to delays in re-election, shall continue to perform duties until the newly elected directors are ready to take over the office. However, the competent authorities may command the Company to complete the re-election before the deadline. If the re-election is not completed after the deadline, the current directors and supervisors will be discharged automatically after the expiry date.

Article 20: The Board of Directors is organized by the directors with the attendance of two thirds of the directors and the consent of the directors representing a majority of the attending directors to elect the Chairman and the Vice Chairman, if necessary. The Chairman is to execute all business matters resolved in accordance with law and regulations, Articles of Association, shareholders meeting, and Board meeting.

Article 21: When the vacancy of directors is one third, there has to be a by-election to make up for the missing directors, whose term is limited to that of the current board members.

Article 22: The board meeting is convened quarterly at least. The reasons for convening the board meeting should be stated in the notice to directors seven days in advance. An extraordinary board meeting can be convened due to an urgent matter. The notice of a board meeting as stated in the preceding paragraph should be processed in writing or by fax or e-mail. If the Chairman deems it necessary or when requested by two or more directors to have an extraordinary board meeting convened, the Chairman of the Board of Directors is to chair the board meeting. If the Chairman is unable to exercise powers, the meeting is to be chaired

by the individual designated by the Chairman. If there is not an individual designated, one director shall be elected among the directors to chair the meeting.

Article 23: The resolution reached in the board meeting is deemed as passed that is with the attendance of a majority of the directors and the consent of a majority of the attending directors, unless otherwise provided by the Company Act. Directors who are unable to attend the meeting for reasons may issue a proxy with the scope of authorization specified to have other director attended the meeting on their behalf; however, it is limited to one person, one proxy.

Article 24: The motions resolved in the board meeting must be documented in the minutes of meeting, which must be signed and sealed by the Chairman and then distributed to all directors within 20 days after the meeting. The gist and result of the proceeding should be documented in the minutes of meeting; also, the minutes of meeting should be kept for records at the Company's along with the shareholder's attendance registry and proxies.

Article 25: Based on Article 14.4 of the Securities and Exchange Act, Yieh-Phui sets up an auditing committee. The committee or its members are to execute the Company Act, Securities and Exchange Act and other regulations that are under the purview of the supervisors.

The board of directors may set up other functionaries and their charters are to be set by the board.

Article 26: The traveling expenses of the directors, the remuneration of the independent directors, and the salaries of the Chairman and Vice Chairman are determined by the Board of Directors in accordance with the relevant standards of the industry and the listed companies. Chairman and Vice Chairman may, based on the Company's payroll provisions, collect other compensations. The Company may purchase liability insurance for all directors.

Chapter 5 Managerial personnel and employees

Article 27: The company has a general managers. Their commission, decommission and remuneration all follow Item 29 of the Corporation Law.

Article 28: The Company by the resolutions of the Board of Directors may hire consultants or important staff.

Article 29: The appointment and dismissal of the Company's other employees is to be handled in accordance with the Company's Management Regulations.

Chapter 6 Final accounts

Article 30: At the end of the accounting year, the board of directors has to get the following statements ready to be approved by the auditing committee and the board of directors, then to be ratified by the stockholder's meeting.

1. Operation Statement
2. Financial Statement
3. Dividend declaration or Statements of deficit compensated

Article 30.1: An appropriate amount equivalent to 0.2% of the annual earnings (the so-called earnings refer to the net income before tax and refer to the profit before deducting remuneration to employees, directors, if any, as remuneration to employees with more than 60% of this amount designated for non-executive employees, and 0.1% or less as remuneration to directors. However, an amount equivalent to the accumulated losses, if any, should be reserved in advance to make up such losses.

Article 31: The Company's final accounts of each year are distributed as follows:

1. Dividend policy

The industry the Company is engaged in is in a mature stage of its life cycle. The dividend policy is in support of the current and future development plans, taking into consideration the investment environment, capital requirements, domestic and international competition, and the interests of the shareholders. An amount not less than 20% of the distributable earnings is appropriated annually as the shareholder dividend and bonus. However, the accumulated distributable earnings that are less than 20% of the paid-in capital may not be distributed.

2. Distribution conditions and timing:

The Company's final accounts of each year, after paying tax and making up prior losses and the net of the 10% legal reserve, and with the special reserve appropriated or reserved according to the operational needs or ordinances, plus the cumulative total unallocated surplus are available for distribution. when the board of the directors decides to distribute retained earnings, if it is to be done by issuing new shares, it has to be approved by the stockholders' meeting. When the company has to allocate special reserve by law, for the cumulative amount of net increase in fair value and the cumulative net amounts of other deductions from equity, before distributing earnings, the company has to allocate an amount of special reserve equal to the amount allocated to undistributed earnings for the preceding period. If there remains any insufficiency, allocate it from the amount of the after-tax net profit for the period, plus items other than after-tax net profit for the period, that are included in the undistributed earnings of the period.

Based on the Corporation Law Article 240 Item 5, the board of the directors may distribute dividends and bonuses in whole or in part in cash after a resolution has been adopted by a majority vote with two thirds of the members present; such a decision should report to the

shareholders' meeting.

3.Types of dividends:

Assess capital needs in accordance with the expansion planning and profitability. In general, stock dividend is distributed in order to retain the necessary funds. Cash dividend, depending on the profitability, amounts to 20-100% of the total dividends distributed while stock dividend amounts to 0-80%.

4.Dividend distribution, depending on the profitability, is proposed by the Board of Directors in accordance with the provisions stated in the preceding paragraph in the general shareholders meeting for resolutions.

Article 31-1: Based on Article 241 of the Corporation Law, if Yieh Phui is to distribute the whole or part of its legal reserve and capital reserve, by issuing new shares or cash prorata to the holdings of the stockholders, The following is to be observed. If cash dividend is issued, the board of the directors may do so with two thirds of members present with a majority vote and report to the stockholders' meeting. If that is done by issuing new shares, the distribution has to be done with the approval of the stockholders' meeting

Chapter 7 Bylaw

Article 32: The Company may conduct external guarantee business.

Article 33: The Company's organizational procedures and work rules are to be regulated separately by the Board of Directors.

Article 34: The matters that are not addressed in the Articles of Incorporation should be processed in accordance with the Company Law and other laws and regulations.

Article 35: The Articles of Incorporation after the resolution reached in the shareholders meeting is to be submitted to the competent authorities for approval before implementation; so is the amendment.

Article 36: The Forty-six amendment was made on June 18, 2025