

Kindom Development Co., Ltd.

Articles of Incorporation

Chapter I - General Provisions

- Article 1 The Company shall be organized in accordance with the regulations prescribed in the Company Act. The name of the Company is Kindom Development Co., Ltd.
- Article 2 The scope of business of the Company shall be as follows:
- I. H701010 - Residence and Buildings Lease Construction and Development.
 - II. H701050 - Public Works Construction and Investment.
 - III. H701070 - Land Levy and Delimit.
 - IV. H701080 - Reconstruction within the renewal area.
 - V. H703090 - Real Estate Commerce.
 - VI. H703100 - Real Estate Rental and Leasing.
 - VII. F211010 - Retail Sale of Building Materials.
 - VIII. F205040 - Retail sale of Furniture, Bedclothes, Kitchen Equipment and Fixtures.
 - IX. F401010 - International Trade.
 - X. ZZ99999 - All business items that are not prohibited or restricted by law, except those that are subject to special approval.
- Article 2-1 The Company's total amount of investment in other businesses is subject to the limitation of 40% of the Company's paid-in capital, and the Company may act as a guarantor.
- Article 3 The Company is headquartered in Taipei City and when necessary may establish branches or representative offices at proper locations at home and abroad as resolved by the Board of Directors and approved by the competent authority.
- Article 4 The announcements made by the Company is handled in accordance with the Article 28 of the Company Act.

Chapter II Shares

- Article 5 The authorized capital of the Company is NT\$ 6.5 billion consisting of 650 million shares. The par value of each share is NT\$ 10, and the Board of Directors is authorized to issue the shares in separate installments in accordance with the relevant laws and the Company Act. Among the total capital in the preceding paragraph, 20 million shares are retained for the issuance of employee stock warrants, and the Board of Directors has been authorized to issue the shares in separate installments in accordance with relevant laws. Employee stock warrants issued by the Company at a price lower than the closing price of the common shares issued by the Company on the issuance date shall be issued only after a special resolution of the Board of Shareholders has been passed. If the Company

transfers the warrants to the employee at a price lower than the average price of the actual repurchased shares, the transfer shall be passed by the last shareholders' meeting through special resolution prior to the transfer. The recipients of employee stock warrants and of treasure shares by the Company may include the employees of the Company's controlling companies and subsidiary companies who meet certain conditions; the terms and mode of the distribution shall be decided by the Board of Directors.

Article 6 The share certificates of the Company shall be signed by, or affixed with seals of, at least three directors. The reference number is stamped with the Company's seal on each share certificate, and it shall be registered by the competent authority before issuance in accordance with the relevant laws. The Corporation may issue shares without printing share certificate(s), which shall be authenticated by the competent authority before issuance.

Article 7 The shareholders of the Company shall process the shareholder services such as transfer of share ownership, creation of pledge, removal of pledge, reporting of loss, inheritance of shares, gift, reporting of specimen chop loss or change, or change of address, etc., in accordance with the "Regulations Governing the Administration of Shareholder Services of Public Companies" announced by the competent authority in addition to the relevant securities laws and regulations.

Article 8 All entries in the shareholders register due to share transfers shall be suspended for 60 days prior to the general shareholders' meetings, or for 30 days prior to the special shareholders' meetings, or for 5 days prior to the record date fixed for distributing dividends, bonus, or any other benefit.

Article 9 deleted.

Chapter III Shareholders' Meetings

Article 10 Shareholders' meetings of the Company are of two types, namely: general meetings and special meetings. General meetings shall be convened, by the Board of Directors, within six months after the close of each fiscal year. Special meetings shall be convened in accordance with the relevant laws, rules and regulations.

Article 11 Written notices shall be sent to all shareholders at their latest places of residence as registered with the Company for the convening of shareholders' meetings, at least 30 days in advance, in case of general meetings; and at least 15 days in advance, in case of special meetings. The purpose(s) for convening any such meeting shall be clearly stated in the written notices sent out to the shareholders.

Article 12 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 Act, and Article 25-1 of the Securities and Exchange Act. Shareholders of the Company may also vote via an electronic voting system, and those who do shall be deemed as attending the shareholders' meeting in person; electronic voting shall be

conducted in accordance with the relevant laws and regulations.

- Article 13 Unless otherwise regulated by the Article 179 under the Company Act, each shareholder of the Company is entitled to one vote per share.
- Article 14 If a general meeting is called by the Directors, the Chairman of the Directors shall preside as the chair of such general meeting. When the Chairman of the Board is absence, the Vice Chairman shall act in his place. If both the Chairman and the Vice Chairman are absence, the Chairman shall appoint one of the directors to act as the chair. In the absence of such designation, the directors shall mutually select a chair from among themselves. If a general meeting is called by any person(s) other than the Directors, the person(s) who has called the meeting shall preside as the chair of such general meeting; and if there is more than one person who has called a general meeting, such persons shall elect one from among themselves to act as the chair of such general meeting.
- Article 15 Except as otherwise provided in the Company Act, a meeting of the Board of Directors may be held if attended by a majority of the total number of Directors and resolutions shall be adopted with the concurrence of the majority of the Directors present at the meeting.
- Article 15-1 Minutes shall be duly worked out for the decisions resolved in the shareholders' meeting. The minutes shall be signed or affixed with a seal by the chair and shall be served to all shareholders within twenty days after the meeting. The minutes may be distributed by public announcements.

Chapter IV Directors

- Article 16 The Company shall set nine Directors, who shall be elected from the list of candidates for Directors by the shareholders' meeting. The term of office for Directors shall be three years, and all Directors shall be eligible for re-election. However, the term may be shortened if necessary.
- Directors shall be elected by adopting candidates' nomination system as specified in Article 192-1 of the Company Act, and all the election-related issues shall be handled in accordance with the relevant regulations of the Company Act and the Securities and Exchange Act.
- The Board of Directors must have at least three independent directors. Matters regarding professional qualification, restrictions on shareholdings, concurrent positions held, method of nomination and election, as well as all other matters with respect to the positions of independent directors shall be subject to the rules prescribed by the securities governing authorities.
- The total amount of the registered stocks by all Directors of the Company shall is determined in accordance with "Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies" issued by the Financial Supervisory Commission.
- Article 16-1 More than half of the Directors in the Company shall not have the interpersonal relationship as described below:
1. Spousal relationship.
 2. Relative within second degree of kinship.

- Article 17 The Directors shall elect from among themselves a Chairman of the Board of Directors, and may elect a Vice Chairman of the Board of Directors, by a majority in a meeting attended by over two-thirds of the Directors. The Chairman of the Board of Directors shall have the authority to represent the Company externally.
- Article 17-1 The notice for the Board meeting shall specify the reasons for the meeting and shall be served to each Director at least seven days prior to the meeting. A Board meeting may be held at any time in case of an emergency. The notice mentioned in the aforementioned item may be served in the form of fax, e-mail, etc.
- Article 18 In the case that the Chairman is on a leave or unable to attend a meeting, he or she may appoint a person as his representative to act on behalf of him/her, in accordance with the Article 208 of the Company Act. A Director may, by written authorization, appoint another Director to attend on his behalf any meeting of the Board of Directors, and to vote for him on all matters presented at such a meeting, but no Director may represent for more than one other Director.
- Article 19 The Company shall set up the Audit Committee, which shall consist of the entire independent directors, in accordance with the Article 14-4 of the Securities and Exchange Act. The Audit Committee or the members of Audit Committee shall be responsible for those responsibilities of supervisors specified under the Company Act, the Securities and Exchange Act, and other relevant regulations.
- Article 20 The Board of Directors is authorized to determine the salary 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 Taiwan (R.O.C.). Independent directors are offered with a monthly remuneration; therefore, the Article 23 of Distribution of Directors' Remuneration does not apply to them. The Company may obtain Directors liability insurance with respect to liabilities resulting from exercising their duties during their terms of directorship.

Chapter V Managers

- Article 21 The Company may have several general managers. The appointment, dismissal and remuneration of the general manager shall be handled in accordance with the Article 29 under the Company Act.

Chapter VI Accounting

- Article 22 The Company shall, at the end of each fiscal year, prepare the following reports and submit to the shareholders' meeting for recognition.
1. Business Report.
 2. Financial Statements.
 3. Proposal for distribution of earnings to shareholders or recovery of prior year losses.
- Article 23 If the Company records a profit in a year, the Company shall appropriate no

less than 0.5% of the profit for employees' compensation, and no more than 0.2% of the profit for Directors' remuneration. If, however, the Company has accumulated losses, profit shall first be used to offset accumulated losses.

If, after the annual closing of books, there is a profit, the Company shall, after having provided for taxes and offset the accumulated losses of previous years, appropriate the 10% as legal reserve and recognize or reverse special reserve, in accordance with laws and regulations. The remaining balance, if any, shall be retained or distributed upon the resolution of the shareholders' meeting.

Article 23-1 The Company is in a capital-intensive industry; therefore, the Company has been developing investment portfolio diversifications, as well as striving for the business growth and innovation in order to continuously expand the capital reserves and to reward the shareholders through cash dividends. The cash dividend payout ratio shall not exceed 20% of the combined amount of both cash and stock dividends.

Article VII Supplementary Provisions

Article 24 Matters not addressed by these Articles of Incorporation shall be governed by the Company Act.

Article 25 These Articles of Incorporation were made on October 1, 1979. The 1st amendment was approved on October 27, 1979, and the 2nd amendment on November 8, 1979. The 3rd amendment on January 31, 1982, the 4th amendment on April 2, 1984, the 5th amendment on July 23, 1986, the 6th amendment on May 30, 1989, the 7th amendment on August 8, 1990, the 8th amendment on August 25, 1990, the 9th amendment on November 26, 1990, the 10th amendment on December 29, 1990, the 11th amendment on June 26, 1991, the 12th amendment on May 13, 1992, the 13th amendment on December 23, 1992, the 14th amendment April 26, 1993, the 15th amendment on August 31, 1993, the 16th amendment on May 10, 1994, the 17th amendment on May 16, 1996, the 18th amendment on May 7, 1997, the 19th amendment on April 28, 1998, the 20th amendment on March 30, 1999, the 21st amendment on April 18, 2000, the 22nd amendment on March 28, 2001, the 23rd amendment on June 14, 2002, the 24th amendment on June 14, 2005. The 25th amendment was approved on June 13, 2007. The 26th amendment was approved on June 13, 2008. The 27th amendment was approved on June 15, 2010, the 28th amendment on June 24, 2011, the 29th amendment on June 15, 2012, the 30th amendment on June 13, 2013, the 31st amendment on June 30, 2015, the 32nd amendment on June 28, 2016, the 33rd amendment on June 27, 2018, and the 34th amendment on July 2, 2021.