

Articles of Incorporation of Yuanta Securities Co., Ltd.

Chapter 1 General Provisions

- Article 1 The Company is duly incorporated in accordance with the provisions regarding companies limited by shares in the Company Act and named as Yuanta Securities Co., Ltd.
- Article 2 The Company is engaged in the following business lines:
- I. H301011 Securities Dealer
 - II. H408011 Futures Introducing Broker
 - III. H401011 Futures Commission Merchants
 - IV. H105011 Trust
- Article 3 The Company's business scope is stated as follows:
- I. Brokerage of securities listed on Taiwan Stock Exchange (TWSE)
 - II. Proprietary trading of TWSE-listed securities
 - III. Brokerage of securities listed on Taipei Exchange (TPEX)
 - IV. Proprietary trading of TPEX-listed securities
 - V. Margin trading and short sale for the trading of securities
 - VI. Underwriting of securities
 - VII. Securities transfer services
 - VIII. Futures Introducing Business
 - IX. Proprietary trading of securities-related futures
 - X. Brokerage of foreign securities
 - XI. Short-term notes and bills
 - XII. Trust businesses
 - XIII. Other operations approved by the Financial Supervisory Commission of Taiwan
- Article 4 The Company is headquartered in Taipei City, and may establish branches or offices at home and abroad through a resolution of the Board of Directors (hereinafter referred to as "the Board"), where necessary.
- Article 5 The Company shall make announcements, if any, pursuant to the Company Act and the competent authority's requirements.
- Article 6 The Company may make guarantees for others or furnish property as collaterals in accordance with the laws and regulations of securities.
- Article 7 The Company's total investment funds may be exempted from the restrictions imposed by Article 13 of the Company Act, insofar as they fall within the scope prescribed by the competent authority.
- Article 8 The lease or disposition of the Company's idle assets shall be decided by the Board at its sole discretion.

Chapter 2 Capital Stock

- Article 9 The Company's authorized capital is NT\$67.2 billion, divided into 6.72 billion common shares at NT\$10 par value per share, which may be issued in installments by the Board with authorization.
- Article 10 The share certificates of the Company shall be registered, and affixed with the signatures or personal seals of the director representing the Company and duly attested by the bank which is competent to serve as attestors for the issuance of share certificates under the laws before issuance thereof. The Company may also print a consolidated share certificate representing the total number of the new shares to be issued.

Chapter 3 Shareholders' Meeting

- Article 11 The functions of the Company's shareholders' meeting shall be performed by the Board in accordance with the Company Act and Financial Holding Company Act.

Chapter 4 Directors

- Article 12 The Company may appoint 11 to 19 directors, including 4 to 7 independent directors, and the total number of independent directors shall not be less than one-third of the total number of directors. The directors shall be appointed in accordance with the Company Act and Financial Holding Company Act to serve the term of office for three years, and are also eligible for re-election.
- Independent directors' professional qualification, shareholdings, restrictions on concurrent positions, determination of independence, attendance by proxy and other requirements to be met shall comply with the related requirements posed by the competent authority of securities.
- Article 13 The Board shall consist of directors. No managing director will be appointed. A Chairman shall be elected from among the directors pursuant to laws, and one Vice Chairman as well whenever necessary.
- Whenever the Board deems it necessary, it may establish related functional committees.
- Article 14 The Board meeting shall be convened by the Chairman, and the notice thereof shall be sent to each director 7 days before the meeting is convened, provided that in the case of emergency, the meeting may be convened at any time.
- A notice for convening a Board of Directors' meeting shall specify the reason of the meeting and then sent via fax or email.
- Article 15 Any director may appoint another director as his/her proxy to attend the Board meeting on behalf of him/her, provided that the director accepts the appointment to act as the proxy of one other director only.
- Article 16 Unless otherwise provided for in the related laws, resolutions of the Board shall be adopted by a majority of the directors (including those attending the meeting by proxy) at a meeting attended by a majority of the whole directors (including those attending

the meeting by proxy).

Article 17 The Company may obtain for the directors the liability insurance with respect to any liabilities incurred by law and resulting from exercising their duties during their terms of directorship.

Article 18 In principle, the salary payable to the Chairman and Vice Chairman respectively shall range from one-half of that payable to the president to double thereof. Notwithstanding, the actual multiple shall be decided subject to the resolution rendered by the Board meeting.

Any other remuneration and benefits to the Chairman and Vice Chairman shall be paid pursuant to the Company's rules or based on the typical pay levels adopted by peer companies. The severance pay/pension payable to the Chairman and Vice Chairman shall be decided based on their participation in the Company's operation, contribution value and the typical pay levels adopted by peer companies.

The remuneration of independent directors shall be determined by the Board based on the typical pay levels adopted by peer companies, provided that independent directors shall not be entitled to surplus earning distribution as provided in Article 22.

Article 19 The Company has the whole independent directors form the Audit Committee in accordance with Article 14-4 of the Securities and Exchange Act. The exercise of power by the Audit Committee and its members, as well as related matters, shall be subject to the related laws and regulations of the Securities and Exchange Act.

The Company shall establish the Remuneration Committee and of which the organizational charter shall be decided by the Board in accordance with relevant laws and regulations.

Chapter 5 Management Personnel

Article 20 The Company shall have one president and several managers. Appointment and dismissal thereof shall be handled in accordance with the Company Act.

Whether the managers are authorized to manage business and enter signatures on behalf of the Company, and the scope of the authority, if any, shall be set forth by the Board separately.

Chapter 6 Accounting

Article 21 The Company's fiscal year shall commence from January 1 to December 31 of each year. The Board shall prepare the relevant statements and motions in accordance with the Company Act at the end of each fiscal year, and take the following movements pursuant to laws.

Article 22 If the Company has surplus earnings at the year's final accounting, it shall first pay the profit-seeking enterprise income tax and make up any losses from past years, and then make 10% contributions as the legal reserve pursuant to laws and 20% contributions as the special reserve, and then provide or reverse special reserve in accordance with other laws separately. The Board shall draft a distribution proposal for the remaining balance together with undistributed surplus profit from past years and submit the proposal to the shareholders' meeting. The distribution of shareholder bonuses shall

be implemented upon resolution of the shareholders' meeting.

The contribution may cease to be made when legal reserve and special reserve amount to the total paid-in capital.

In order to encourage the employees and management team, if the Company's profit at the year's final accounting (namely, the earnings before tax prior to deduction of compensation to employees) has balance after covering accumulated losses (if any), the Company shall allocate at the range from 0.01% to 5% of such balance as the compensation to employees.

The transportation allowance and fees for attending meetings payable to the Company's directors shall be paid based on the typical pay levels adopted by peer companies.

Article 22-1 The Company may distribute the surplus earning or off-set the loss at the end of each half fiscal year in accordance with the Company Act. If the Company retains surplus earnings upon the account settlement per half fiscal year, it shall first estimate and retain the compensation to employees and tax payable, and make up any losses, and then make 10% contributions as the legal reserve pursuant to laws and 20% contributions as the special reserve, and then provide or reverse special reserve in accordance with other laws separately. The Board shall draft a distribution proposal for the remaining balance together with undistributed earnings from past years. If such earnings are distributed in cash, they shall be approved by the Board meeting. If such earnings are distributed in the form of new shares, they shall be distributed subject to a special resolution adopted by a shareholders' meeting.

The contribution may cease to be made when the legal reserve and special reserve amount to the total paid-in capital.

Article 23 The Company's stock dividends are distributed in response to the status of the surplus earnings during the distribution period and based on the principle of stable dividend. When the Board prepares the surplus earnings distribution proposal, the distributed amount shall be no less than 50% of the surplus earnings after tax during the distribution period, in principle, provided that when the distributable surplus earnings are less than the surplus earnings after tax during the distribution period, the distributable surplus earnings shall apply. The cash dividends shall be no less than 10% of the dividends to be distributed, in principle.

Chapter 7 Supplementary Provisions

Article 24 The Company's important internal organizational charters, policies, guidelines, rules and regulations shall be set forth by the Board.

Article 25 Any matters not covered herein shall be governed by the Company Act, Financial Holding Company Act and other related laws and regulations.

Article 26 These Articles were enacted on March 25, 1996. The 48th amendments hereto were made on June 25, 2024.

[Disclaimer: This document is a translation from the original Chinese version. In the case of any discrepancy, the original document shall supersede this version.]