

Articles of Incorporation of Radium Life Tech Co.

Chapter 1 General Provisions

Article 1: The Company is organized in accordance with the Company Act, and is named as Radium Life Tech Co., Ltd.

Article 2: The Company operates in the following businesses:

1. H701010 Housing and Building Development and Rental
2. H701040 Specific Area Development
3. H701060 New Towns, New Community Development
4. F111090 Wholesale of Building Materials
5. F211010 Retail Sale of Building Materials
6. E605010 Computer Equipment Installation
7. E801010 Indoor Decoration
8. I503010 Landscape and Interior Designing
9. F102030 Wholesale of Tobacco and Alcohol
10. F104110 Wholesale of Cloths, Garments, Shoes, Hats, Umbrellas and Clothing Accessories
11. F105050 Wholesale of Furniture, Bedding Kitchen Utensils and Fixtures
12. F106010 Wholesale of Hardware
13. F106020 Wholesale of Daily Commodities
14. F113030 Wholesale of Precision Instruments
15. F118010 Wholesale of Computer Software
16. F119010 Wholesale of Electronic Materials
17. F203020 Retail Sale of Tobacco and Alcohol
18. F204110 Retail Sale of Cloths, Garments, Shoes, Hats, Umbrellas and Clothing Accessories
19. F205040 Retail Sale of Furniture, Bedding Kitchen Utensils and Fixtures
20. F206010 Retail Sale of Hardware
21. F206020 Retail Sale of daily commodities
22. F209060 Retail Sale of Culture, Education, Musical Instruments and Educational Entertainment Supplies
23. F301010 Department Stores
24. F401010 International Trade
25. F501060 Restaurants
26. I301010 Information Software Services
27. I301020 Data Processing Services
28. I301030 Electronic Information Supply Services
29. IZ99990 Other Industrial and Commercial Services
30. J701040 Recreational Activities Venue
31. J802010 Sports Training
32. JZ99080 Beauty and Hairdressing Services
33. ZZ99999 All business items that are not prohibited or restricted by law, except

those that are subject to special approval.

- Article 3: The Company may provide guarantees to others.
- Article 4: The Company's investments may exceed 40% of the paid-in capital; the board of directors is authorized to execute such investments.
- Article 5: The Company is situated in Taipei, Taiwan. If necessary, the Company may establish branches in Taiwan and overseas by resolutions of the board of directors.
- Article 6: The Company shall make public announcements in accordance with Article 28 of the Company Act.

Chapter 2 Shares

- Article 7: The total capital of the Company shall be NT\$13,000,000,000 divided as 1,300,000,000 shares with a par value of NT\$10 per shares. The unissued shares are authorized to the board of directors to issue in installments.
Of the aforementioned total capital, NT\$200,000,000 is reserved for the issuance of employee stock options as a total of 20,000,000 shares with a par value of NT10 per share. These employee stock options are issued in installments by resolution of the board of directors.
- Article 8: The Company is exempt from printing its share certificate but shall register the issued shares with a centralized securities depository enterprise.
- Article 9: Registration for transfer of shares shall be suspended sixty (60) days immediately before the date of regular meeting of shareholders, and thirty (30) days immediately before the date of any special meeting of shareholders, or within five (5) days before the day on which dividend, bonus, or any other benefit is scheduled to be paid by the Corporation. Other matters in relation to stock affairs are handled in accordance with the "Regulations Governing the Administration of Shareholder Services of Public Companies".

Chapter 3 Shareholders Meeting

- Article 10: The shareholders meeting is divided into general meeting and special meeting. The general meeting shall be held by the board of directors once a year within 6 months after the end of fiscal year. The special meeting shall be held in accordance with the relevant laws when necessary.
- Article 11: When a shareholder is unable to attend a shareholders meeting for any reason, he/she may appoint a proxy by executing a power of attorney to attend the meeting with his/her signature or seal, clearly stating the scope of authorization. For the method for the shareholders to delegate their attendance, except for complying with Article 177 of the Company Act, it shall be subject to the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies" published by the competent authority.
- Article 12: Unless otherwise prescribed by laws and regulations, the Company's shareholders have one vote per share.
- Article 13: Unless otherwise provided by the Company Act, the voting on a proposal shall be approved by a majority of the voting rights represented by the attending shareholders.

Chapter 4 Directors and the Audit Committee

Article 14: The Company has 7-11 directors and have a term of office of three years. The directors shall be appointed among the persons with disposing capacity and may be reelected or reappointed.

Among the aforementioned directors, the number of independent directors may be not less than 3 in number and not less than one-fifth of the total number of directors.

The Company's election of directors is governed by the candidate nomination system under Article 192-1 of the Company Act. Matters in relation to the acceptance and announcement of director nominations are handled in accordance with relevant laws and regulations including the Company Act, the Securities and Exchange Act, etc. Independent directors shall be elected during the same voting session as the remaining directors and have votes allocated separately.

The Company's election of directors shall apply the open cumulative voting method. Each share will have voting rights in a number equal to the directors to be elected and may be cast for a single candidate or split among multiple candidates. The election of directors shall be conducted in accordance with the "Measures for Elections of Directors" established by the Company.

Article 14-1: The Company's Audit Committee is established in accordance with Article 14-4 of the Securities and Exchange Act. The Audit Committee shall be composed of the entire number of independent directors. It shall not be fewer than three persons in number, one of whom shall be the convener, and at least one of whom shall have accounting or financial expertise; the duties and relevant powers shall be handled according to relevant laws and regulations.

Article 15: The board of directors shall be organized by the directors and shall be elected from among the directors by a majority of directors present at the meeting attended by at least two-thirds of the directors. Depending on the actual needs, a vice chairman may be elected. The chairman of the board of directors shall represent the Company in external matters. When the chairman of the board is on leave or for any reason unable to exercise the powers of the chairman, the proxy shall be handled in accordance with Article 208 of the Company Act.

Article 16: The convening of the meeting of the board of directors shall state the reasons for the meeting. The directors shall be notified in writing, E-mail or fax seven days prior to the meeting. In the event of emergency, the board of directors may be convened at any time, and it may be done so in writing, E-mail or fax.

Unless otherwise prescribed in the Company Act, a resolution of the board of directors shall be made with a majority of the directors in attendance.

If a director is unable to attend the meeting for any reason, he/she appoint another director to attend the meeting on his/her behalf by executing a power of attorney stating therein the scope of power authorized to the proxy. Only one proxy may be appointed.

Article 16-1: The duties of the board of directors are as follows:

1. Review of the Company's operating plan and budget.

2. Review of the Company's final accounts.
3. Review of important measures.
4. Review of the increase or decrease of the Company's capital.
5. Appointment and dismissal of senior or key management personnel.
6. Acquiring and disposing of material assets (including real estate).
7. Drawing up plans of the Company's earnings distribution or loss appropriation.
8. The board of directors shall resolve on all motions except those required by the Company Act or the Articles of Incorporation which are resolved by the shareholders meeting.
9. The board of directors may authorize the chairman to handle matters resolved by the board of directors, including but not limited to the signing of contracts.

Article 17: The remuneration to all directors shall be paid according to the usual standards of the same industry regardless of operating profit or loss. The remuneration paid to the directors shall be decided by the Board of Directors authorized by a meeting of shareholders to be determined based on their value of participation level in the Company's operations as well as their contribution, and the Company's operating condition shall also be taken into account. The remuneration is set at a level that does not exceed the maximum salary standard stipulated in the Company's Salary Management Measures.

In order to diversify the risk of legal liabilities of the Company's directors while also improving corporate governance, the Company may take out director, supervisor and manager liability insurance for the Company's directors, representatives of directors, supervisors who are appointed to work in an investee company as well as important employees during their years of service.

Chapter 5 Managerial Officer

Article 18: The appointment, dismissal and remuneration of the Company's managerial officers shall be subject to Article 29 of the Company Act.

Chapter 6 Accounting

Article 19: At the end of each accounting year, the board of directors shall compile the following statements. These statements shall be submitted to the Audit Committee for a review 30 days prior to the shareholders meeting. After review, a report shall be provided and recognized at the shareholders meeting:

1. Business report.
2. Financial statements.
3. Motions for earnings distribution or loss make-up.

Article 19-1: If there is a profit within the Company in the year, no less than 0.5% of the profit shall be set aside as remuneration to employees, which shall be distributed in shares or cash by resolution of the board of directors. The Company may set aside no more than 1% of the above-mentioned profit as remuneration to the directors by resolution of the board of directors. The motion regarding remuneration to employees and directors shall be reported to the shareholders meeting.

Where there is an accumulated loss, the profit shall be reserved to make up for the loss and the remuneration to employees and directors shall be provided in proportion in accordance with the aforementioned amount.

The Company carries out the transfer of treasury shares to employees, employee stock options, employee remuneration, employee subscription of new shares, and restricted stock awards to employees of controlling or subordinate companies who meet certain conditions. These conditions are determined by the board of directors.

Article 20: When there are earnings in the Company's annual final accounts, these earnings shall be distributed in the following order:

1. Pay taxes.
2. Make good the deficits of the Company.
3. Set aside ten percent of said profits as legal reserve. Where such legal reserve amounts to the total paid-in capital, this provision shall not apply.
4. In accordance with the law, the special reserve shall be listed or converted when necessary. When the Company sets aside special reserve according to law and if there is an insufficient amount in the allocation of "net amount of equity deduction accumulated in the previous period", before the surplus is distributed, a special reserve of the same amount shall be allocated from the undistributed surplus of the previous period. If there is still an insufficient amount, items other than the net profit after tax of the current period shall be included in the undistributed surplus of the current period.
5. If there is any remaining balance after deducting 1.-4. as mentioned, the balance may be accumulated with previous years' earnings. The board of directors will consider the Company's financial situation and prepare a motion for distribution of dividends to shareholders. The motion will be submitted it to the shareholders' meeting for a resolution.

Given that The Company is operating in a varying business environment and is at a mature and stable stage of its corporate life cycle, in a bid to meet future business expansion plans while balancing dividends and shareholders' interests, the Company's dividend policy states that dividends are to be distributed in cash and stocks. The actual distribution proportion is authorized to be determined by the board of directors according to the year's operations and the capital status and capital budget of the following year will also be taken into account. Among which, the cash shall not be less than 20% of the total dividends. However, if the cash dividends are less than NT\$0.1 (inclusive), all dividends are distributed in stocks.

Article 20-1: If the Company intends to transfer the shares bought back to its employees at a price lower than the average price of the actually bought back, the transfer shall be handled in accordance with Article 10-1 of the "Regulations Governing Share Repurchase by Exchange-Listed and OTC-Listed Companies". The transfer shall be agreed upon with the approval of at least two-thirds of the shareholders in attendance at the most recent shareholders meeting representing a majority of the total number of issued shares.

Article 20-2: If the Company intends to issue employee stock options at a subscription price lower than the closing price of the underlying stocks on the date of issuance, the stock options may be handled in accordance with Article 56-1 of the “Regulations Governing the Offering and Issuance of Securities by Securities Issuers”. The issuance shall be agreed upon with the approval of at least two-thirds of the shareholders in attendance at the most recent shareholders meeting representing a majority of the total number of issued shares.

Chapter 7 Additional Provisions

Article 21: Any matters not specified in these Articles shall be handled in accordance with the provisions stipulated in the Company Act and relevant regulations.

Article 22: These Articles were established on March 26, 1980.

The 1st amendment to these Articles was made on March 9, 1982.

The 2nd amendment to these Articles was made on August 25, 1990.

The 3rd amendment to these Articles was made on July 30, 1992.

The 4th amendment to these Articles was made on July 9, 1993.

The 5th amendment to these Articles was made on September 7, 1994.

The 6th amendment to these Articles was made on September 17, 1995.

The 7th amendment to these Articles was made on May 30, 1996.

The 8th amendment to these Articles was made on June 28, 1996.

The 9th amendment to these Articles was made on June 8, 1998.

The 10th amendment to these Articles was made on June 25, 1999.

The 11th amendment to these Articles was made on October 31, 2000.

The 12th amendment to these Articles was made on May 16, 2001.

The 13th amendment to these Articles was made on October 15, 2001.

The 14th amendment to these Articles was made on June 14, 2002.

The 15th amendment to these Articles was made on June 24, 2003.

The 16th amendment to these Articles was made on November 13, 2003.

The 17th amendment to these Articles was made on June 25, 2004.

The 18th amendment to these Articles was made on June 7, 2005.

The 19th amendment to these Articles was made on June 26, 2006.

The 20th amendment to these Articles was made on May 28, 2007.

The 21st amendment to these Articles was made on June 13, 2008.

The 22nd amendment to these Articles was made on June 19, 2009.

The 23rd amendment to these Articles was made on June 19, 2009.

The 24th amendment to these Articles was made on June 17, 2010.

The 25th amendment to these Articles was made on June 15, 2011.

The 26th amendment to these Articles was made on June 18, 2012.

The 27th amendment to these Articles was made on June 19, 2013.

The 28th amendment to these Articles was made on June 19, 2014.

The 29th amendment to these Articles was made on June 22, 2015.

The 30th amendment to these Articles was made on June 24, 2016.

The 31st amendment to these Articles was made on June 24, 2019.

