

CSBC Corporation, Taiwan

Articles of Association

Chapter I General Provisions

- Article 1 The Company is organized in accordance with the provisions of the Company Law of the Republic of China, and is known as " CSBC Corporation, Taiwan" .
- Article 2 The businesses of the Company are as follows:
- (1) CA01030 Steel casting business
 - (2) CA02010 Metal structure and construction component manufacturing business
 - (3) CB01010 Machinery and equipment manufacturing business
 - (4) CB01030 Pollution control equipment manufacturing business
 - (5) CD01010 Ship and parts manufacturing business
 - (6) CD01030 Automobile and parts manufacturing business
 - (7) E599010 Piping engineering business
 - (8) E601010 Electrical equipment business
 - (9) E603120 Sandblasting engineering business
 - (10) E604010 Mechanical installation business
 - (11) E901010 Painting business
 - (12) EZ15010 Insulation installation works
 - (13) EZ99990 Other engineering business
 - (14) F401021 Telecommunications-control RF equipment import business
 - (15) I599990 Other design business
 - (16) J101040 Waste disposal business
 - (17) CD01070 Business port ship repair business
 - (18) G301011 Shipping business
 - (19) G302010 Boat operation business
 - (20) G402011 Sea shipping contracting business

- (21) G403010 Ship rental industry
- (22) G406040 Business port ship barging business
- (23) G406051 Business port cargo tally business
- (24) G406061 Business port cargo ship loading and unloading contracting business
- (25) G407010 Salvage business
- (26) G408010 Maritime rescue business
- (27) ZZ99999 Businesses not prohibited or restricted by law, in addition to the permitted businesses.

Article 3 The office of the Company is located in the Kaohsiung City. If necessary, branch offices of the Company may be established with the approval of the board of directors.

Article 4 The Company may undertake external guarantees due to business needs, and the operations shall be handled pursuant to the endorsement and guarantee related measures of the Company.

Article 5 The announcement method of the Company shall be in compliance with the provisions of Article 28 of the Company Law.

Chapter II Shares

Article 6 The total capital of the Company is set at NT\$20,000,000,000 which is divided into 2,000,000,000 shares at NT\$10 per share which are issued in different batches.

Article 7 The stocks printed by the company shall be numbered and shall be comply with provisions of Article 162 of the Company Law. They shall be signed or stamped by the directors representing the company, and after obtaining the bank visa of the stock issuing visa holder in accordance with the law.

If the shares issued by the Company are not in printed form, the central depository shall be contacted for registration.

- Article 8 The Company's shares are all in registered form, unless the Company issues scriptless shares. The share shall bear the real name of the shareholder. If the shareholder is the government or a legal person, the address and the real name of the shareholder or its representative shall be recorded in detail in the Company's shareholders' register. If the legal person is owned by two or more persons, one of them shall be appointed as the representative.
- Article 9 For title transfer of shares, lost shares or destroyed shares, the matter shall be handled in accordance with the Company Law and the "Criteria Governing Handling of Stock Affairs by Public Companies" promulgated by the competent authority.
- Article 10 When a new share is applied for due to share division, defacement or misappropriation, the Company may charge a processing fee.
- Article 11 Shareholders shall submit the specimens of their signatures or seals to the Company for registration for the purpose of collecting dividends or exercising their rights.
- Article 12 Where a shareholder's seal registered with the Company is lost, damaged or replaced, the matter as well as any other matters relating to the stock affairs of the Company shall be handled in accordance with the "Criteria Governing Handling of Stock Affairs by Public Companies" promulgated by the competent authority.
- Article 13 Share title transfer shall be suspended 60 days before the date of the general shareholders' meeting, or 30 days before the extraordinary shareholders' meeting, or 5 days before the date on which the Company decides to distribute dividends, bonuses or other interests.

Chapter III Shareholders' Meeting

- Article 14 The shareholders' meeting includes the general shareholders' meeting and the extraordinary shareholders' meeting:
- (1) The general shareholders' meeting is convened at least once a year and is held within 6 months after the end of each fiscal year.
 - (2) The extraordinary shareholders' meeting is convened in accordance with the law when necessary.
- Article 15 The convening procedures of the shareholders' meeting shall be held by video conference or other methods announced by the central competent authority, and be handled in accordance with the provisions of the Company Law, the Securities Exchange Law and the relevant laws and regulations.
- Article 16 Unless otherwise provided in the Company Law, the chairman of the board shall be the chairman of the shareholders' meeting. If the chairman of the board is on leave or for any reason unable to exercise his or her duties, the chairman of the board shall appoint a director as the agent. If the chairman of the board does not make an appointment, the directors shall elect one of them to be the agent.
- Article 17 For the passing of a resolution in a shareholders' meeting, unless otherwise provided in the Company Law, the shareholders' meeting shall be attended by more than half of the shareholders, and the resolution shall be approved by more than half of the attending shareholders before its implementation.
- Article 18 Each share of the shareholder has one voting right, but the shareholder with any of the circumstances in Paragraph 2 of Article 179 of the Company Law shall have no voting rights.
- Article 19 When a shareholder is unable to attend the shareholders' meeting for any reason, he/she shall handle the matter in

accordance with the provisions of the Rules Governing the Use of Proxies for Attendance at Shareholder Meetings promulgated by the competent authority.

Article 20

The shareholders' meeting shall be handled in accordance with the rules of procedure of the shareholders' meeting of the Company.

The resolutions of the shareholders' meeting shall be recorded in the meeting minutes which shall be signed or sealed by the chairman and distributed to the shareholders within 20 days after the meeting. The meeting minutes together with the shareholders' sign-in register and the power of attorneys shall be kept at the Company.

The aforesaid meeting minutes may be produced electronically.

The aforesaid meeting minutes may be distributed by way of a public announcement.

Chapter IV Directors and Audit Committee

Article 21

The Company has 10 to 15 seats of directors, and the candidates shall be nominated by the shareholders from the list of candidates. The term of directors shall not exceed three years, but directors may be re-elected.

According to the provisions of Article 14.2 of the Securities Exchange Law, at least three among the aforesaid directors of the Company shall be independent directors. The professional qualifications, shareholdings, part-time job restrictions, determination of independence and method of nomination of the independent directors and other matters to be followed shall be handled in accordance with the relevant securities management laws and regulations.

Independent directors and non-independent directors shall be nominated separately. The election shall be held jointly, but the seats shall be calculated separately.

The minimum shareholding ratio of all the directors of the Company shall be in compliance with the relevant securities management laws and regulations.

In order to diversify the risk of directors' liabilities, the Company shall, within their term of office, purchase liability insurance for them in respect of their business scopes for the liabilities they shall bear in accordance with the law.

Article 22 The remuneration of the directors of the Company is entrusted to the board of directors to determine, with the consideration of the value of their participation in the Company's operation, their contribution and the remuneration of the directors of peer companies.

Other benefits may be granted to the chairman of the board in accordance with the relevant provisions concerning the remuneration of practitioners in the business.

Article 23 For a shortfall of one-third of the directors' seats, an extraordinary shareholders' meeting shall be held in accordance with the provisions of the Company Law for an election of the directors.

In the event of a vacancy of a director from the government or a legal person, the government or the legal person shall appoint another representative to make up the original term.

Article 24 The authority of the board of directors is as follows:

1. Approving the Company's business plan.
2. Approving the Company's financial statements.
3. Establishing or amending the internal control system in accordance with the provisions of Article 14.1 of the Securities Exchange Law.

4. Establishing or amending the procedures for major financial activities such as the acquisition or disposal of assets, engagement in derivative transactions, loans to others and endorsements or guarantees according to the provisions of Article 36.1 of the Securities Exchange Law.
5. Fund raising, issuing or private fund raising of securities with the nature of equity.
6. Hiring and dismissal of financial, accounting or internal audit managers.
7. Donations to related parties or significant donations to non-related parties. Public welfare donations due to major natural disasters may be recognized in the next board meeting.
8. Issues which shall be decided in the shareholders' meeting or proposed in the board meeting, or major issues specified by the competent authority as stipulated in Article 14.3 of the Securities Exchange Law and other laws or regulations.

Article 25

The Company has set up the Audit Committee in accordance with the provisions of Article 14.4 of the Securities Exchange Law. The Audit Committee's responsibilities, organization rules and other matters to be followed shall be handled in accordance with the provisions of the Company Law, the Securities Exchange Law, other relevant laws and regulations and the rules and regulations of the Company.

Article 26

For the setup of the board of directors, more than two-thirds of the directors shall be present at the meeting and the consent of the majority of the attending directors shall be obtained. A chairman shall be elected among the directors to perform all the affairs of the Company in accordance with the decrees, articles of association, and the resolutions of the shareholders' meeting and the board

meeting. The chairman of the board internally is the chairman of the shareholders' meeting and the board meeting, and externally represents the Company.

If the board meeting is conducted via video, the directors shall be deemed to be present in person via video.

Article 27

Except that the first board meeting of each term of directors shall be convened by the director with votes representing the most voting rights or in accordance with the provisions of the Company Law, the other board meetings shall be convened by the chairman of the board. The notice of the board meeting shall state the date, venue and cause of the meeting, and the directors and supervisors shall be notified in writing or electronically 7 days ago. In case of an emergency, a board meeting may be convened at any time. If the meeting notice is to be sent by electronic means, it is subject to the consent of the counterparties.

Article 28

The chairman is also the chairman of the board. If the chairman of the board can not perform his/her duty for any reason, he/she shall appoint one of the directors to act as the agent. If the chairman does not make the appointment, then the directors shall elect one of them to be the agent.

Article 29

For the passing of a resolution in a board meeting, except as otherwise provided in the Company Law, the board meeting shall be attended by more than half of the directors, and the resolution shall be approved by more than half of the attending directors before its implementation.

Article 30

The director may, pursuant to Article 205 of the Company Law, issue a power of attorney and list the scope of authorization to appoint another director to attend the board meeting. The appointed director may exercise the voting rights within the scope of

authorization, but each director may accept the authorization of one person only. A director living abroad may appoint another director in writing to attend the board meeting on a regular basis.

Chapter V Human Resources

Article 31 The Company has one general manager and several managers. The appointment, dismissal and remuneration of the managers shall be handled in accordance with the provisions of Article 29 of the Company Law.

Article 32 The general manager shall handle the affairs of the Company under the supervision of the board of directors. The managers shall assist the general manager in the duties of the general manager, and shall have the right to sign on behalf of the Company within the scope of the approved regulations or written authorization of the general manager.

Article 33 The general manager may hire other employees required by the Company within the number of employees approved by the board of directors.

Chapter VI Financial Statements

Article 34 At the end of each accounting year of the Company, the following documents shall be prepared by the board of directors for delivery to the audit committee 30 days before the general shareholders' meeting for review and then submission to the shareholders' meeting for recognition:

1. The business report
2. The financial statements
3. The motion concerning earnings distribution or loss make-up

Article 35 If the Company has a profit for the year, it shall distribute an employee bonus of not less than 1 percent and not

more than 5 percent of the profit, and the payment may be made in share or in cash. The directors' remuneration shall not be more than 1 percent of the profit. However, if the Company still has an accumulated loss, it shall make up for the loss first.

The profit for the current year in the first paragraph refers to the pre-tax profit for the current year before the deduction of the employee bonus and the directors' remuneration.

For the distribution of the employee bonus and the directors' remuneration, the board meeting shall be attended by more than two-thirds of the directors, and the resolution shall be approved by more than half of the attending directors. The payment shall be made in one go.

Article 35.1

If there is a surplus after the current year's accounts, the Company shall first pay the business income tax according to law and make up for the accumulated loss in the previous years. If there is a balance, the Company shall appropriate 10% of it as the statutory surplus reserve. However, if the statutory surplus reserve has reached the total amount of paid-in capital, then this requirement does not apply. A special surplus reserve shall then be appropriated according to Article 41 of the Securities Exchange Law. If there is still a balance, the board of directors shall draft a distribution proposal for the resolution of the shareholders' meeting and the distribution afterwards.

The Board of Directors may distribute all or part of the dividends and bonuses, capital surplus or legal reserve in cash, on condition that more than 2/3 of the Board have attended the meeting and more than half of the attendees approved, and a report shall be submitted to the shareholder's meeting. Resolution via shareholder's

meeting as mentioned in the preceding paragraph shall not apply.

In accordance with the Company's operating environment, growth, future capital needs and long-term financial planning, as well as to meet the shareholders' cash needs, the Company may appropriate more than 10% of the aforesaid distributable earnings as cash and stock dividend. The proportion of cash dividend shall not be less than 10% of the total dividend.

Chapter VII Supplementary Provisions

Article 36 The Company's organization rules and important rules of business dealing, and the division of responsibilities among the board of directors, the chairman of the board and the general manager shall be approved by the board of directors. The details of the duties of the management department shall be approved by the general manager.

Article 37 If the Company revokes its public offering in future, it shall propose the resolution to the shareholders' meeting and shall not change the provisions during the listing period.

Article 38 Matters not stipulated in the Articles of Association shall be handled in accordance with the provisions of the Company Law and other relevant laws and regulations.

Article 39 The Articles of Association were established on July 27, 1973.

No.	Amendment date	Remarks
1	February 16, 1974	Passed in the 1974 extraordinary shareholders' meeting.
2	November 18, 1975	Passed in the 1975 extraordinary shareholders' meeting.
3	July 16, 1976	Passed in the 1976 general shareholders' meeting.
4	January 27, 1977	Passed in the 1977 general shareholders' meeting.
5	December 20, 1977	Passed in the 1977 extraordinary shareholders' meeting.

6	December 14, 1978	Passed in the 1978 general shareholders' meeting.
7	December 20, 1979	Passed in the 1979 general shareholders' meeting.
8	December 19, 1980	Passed in the 1980 general shareholders' meeting.
9	April 9, 1982	Passed in the 1982 general shareholders' meeting.
10	March 8, 1983	Passed in the 1983 general shareholders' meeting.
11	December 20, 1983	Passed in the 1983 general shareholders' meeting.
12	December 18, 1984	Passed in the 1984 general shareholders' meeting.
13	December 17, 1985	Passed in the 1985 general shareholders' meeting.
14	December 30, 1986	Passed in the 1986 general shareholders' meeting.
15	October 27, 1987	Passed in the 1987 general shareholders' meeting.
16	September 13, 1988	Passed in the 1988 general shareholders' meeting.
17	September 29, 1989	Passed in the 1989 general shareholders' meeting.
18	May 29, 1990	Passed in the first 1990 extraordinary shareholders' meeting.
19	December 10, 1990	Passed in the 1990 general shareholders' meeting.
20	April 24, 1992	Passed in the 1991 general shareholders' meeting.
21	November 5, 1992	Passed in the 1992 general shareholders' meeting.
22	February 11, 1993	Passed in the 1992 extraordinary shareholders' meeting.
23	October 27, 1995	Passed in the 1995 general shareholders' meeting.
24	December 27, 1995	Passed in the second 1995 extraordinary shareholders' meeting.
25	September 20, 1996	Passed in the 1996 general shareholders' meeting.
26	September 30, 1997	Passed in the 1997 general shareholders' meeting.
27	March 25, 1998	Passed in the first 1998 extraordinary shareholders' meeting.
28	June 15, 2000	Passed in the first 2000 extraordinary shareholders' meeting.
29	June 8, 2001	Passed in the 2001 general shareholders' meeting.

30	June 14, 2002	Passed in the 2002 general shareholders' meeting.
31	December 9, 2002	Passed in the first 2002 extraordinary shareholders' meeting.
32	December 9, 2002	Passed in the first 2002 extraordinary shareholders' meeting.
33	June 23, 2003	Passed in the 2003 general shareholders' meeting.
34	June 23, 2003	Passed in the 2003 general shareholders' meeting.
35	September 5, 2003	Passed in the first 2003 extraordinary shareholders' meeting.
36	September 5, 2003	Passed in the first 2003 extraordinary shareholders' meeting.
37	November 28, 2003	Passed in the second 2003 extraordinary shareholders' meeting.
38	November 28, 2003	Passed in the second 2003 extraordinary shareholders' meeting.
39	June 16, 2006	Passed in the 2006 general shareholders' meeting.
40	March 1, 2007	Passed in the first 2007 extraordinary shareholders' meeting.
41	December 14, 2007	Passed in the second 2007 extraordinary shareholders' meeting.
42	March 24, 2008	Passed in the first 2008 extraordinary shareholders' meeting.
43	February 13, 2009	Passed in the first 2009 extraordinary shareholders' meeting.
44	June 23, 2009	Passed in the 2009 general shareholders' meeting.
45	June 13, 2012	Passed in the 2012 general shareholders' meeting.
46	June 26, 2013	Passed in the 2013 general shareholders' meeting.
47	June 26, 2014	Passed in the 2014 general shareholders' meeting.
48	June 23, 2016	Passed in the 2016 general shareholders' meeting.
49	June 26, 2019	Passed in the 2019 general shareholders' meeting.
50	June 17, 2020	Passed in the 2020 general shareholders' meeting.
51	June 22, 2022	Passed in the 2022 general shareholders' meeting.
52	June 28, 2023	Passed in the 2023 general shareholders' meeting.