

ARTICLES OF INCORPORATION OF GREATEK ELECTRONICS INC.

Chapter I: General Provisions

Article 1: The Company is incorporated under the Company Act. The name of the Company is GREATEK ELECTRONICS INC.

Article 2: The Company's business scope includes the following:

1. The manufacturing, assembly and testing and selling of various integrated circuits.
2. Design related to the above services.
3. An agent of bidding and distribution of products from domestic and foreign company related to the above services.
4. Provision of import and export of products aforementioned.
5. F401021 Restrained Telecom Radio Frequency Equipment and Materials Import
6. All business items that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3: The Company's headquarter is located in the Zhunan Cheng, Miaoli Hsien, Taiwan, and may set up domestic or foreign branch offices as resolved by the Board of Directors, if necessary.

Article 4: The total amount of the Corporation's reinvestment shall not be subject to the restriction of Article 13 of the Company Law. Any matters regarding the reinvestment shall be resolved in accordance with the resolutions of the Board of Directors.

Article 4-1: The Corporation may provide endorsement and guarantee and act as a guarantor.

Chapter II: Shares

Article 5: The authorized capital of the Company is Seven Billion New Taiwan Dollars (NT\$ 7,000,000,000) divided into Seven hundred million (700,000,000) shares with a par value of ten New Taiwan Dollars (NT\$10) per share. The Board of Directors is authorized to issue the aforesaid shares in installments.

The Company may issue employee stock option certificates, and retain 20,000,000 shares from the aforesaid total shares as shares of employee stock option certificates.

Article 5-1: The Company may transfer repurchased shares to employees at a price lower than the average actual repurchase price or lower than market value (net worth per share) to issue only with the approval of the Shareholders through a resolution passed by a majority of not less than two-thirds of such Shareholders as, being entitled to do so, vote in person or by proxy at a shareholders' meeting attended by the Shareholders holding more than an aggregate of one-half of all issued shares of the Company.

Article 6 : All share certificates issued by the Company shall be in registered form, signed by, or affixed with the seals of, at least three (3) Directors and authenticated in accordance with applicable laws upon issuance. The Company may issue shares without printing share certificates for the shares issued, and the details regarding such issue of shares shall be recorded by Taiwan Depository & Clearing Corporation.

Article 7: All share certificates issued by the Company shall be in registered form. Name, address, or any amendments of Shareholders shall be reported to Company and be registered in shareholder list, and keep seal specimen in the Company for verification. Drawing dividends or exercising all rights shall in compliance with seal specimen in the Company as evidence.

Article 8 : The shareholders register shall be closed for a period of sixty (60) days immediately prior to an annual shareholders' meeting, for a period of thirty (30) days immediately prior to an extraordinary shareholders' meeting, and for a period of five (5) days immediately prior to a record date fixed for distributing dividends, or any other benefit.

Article 9: Deleted

Article 10: Deleted

Chapter III : Shareholders' Meetings

Article 11 : A shareholders' meeting may either be an annual shareholders' meeting or an extraordinary shareholders' meeting. The Company shall in each year hold an annual shareholder's meeting within 6 months after the close of each fiscal year and an extraordinary shareholders' meeting may be convened in accordance with the applicable laws whenever necessary.

Article 12 : A shareholder who is unable to attend a shareholders' meeting in person may appoint a proxy to attend the meeting by executing the proxy form provided by the Company and specifying the scope of proxy therein in accordance with the "Regulations governing the use of proxies for attendance at shareholder meetings of public company" issued by competent authority and authorities. Shareholders' meeting will adopt electronic voting as an option to exercise voting rights in accordance with applicable laws and regulations.

Article 13 : Subject to any share of the Company without voting rights attached to the

provisions of the Company Act and any restrictions on voting rights, each shareholder of the Company shall be entitled to one vote for each share held by him/her/it.

Article 14 : Unless otherwise required by the Company Act, a resolution of a shareholders' meeting shall be passed by a simple majority of such Shareholders as, being entitled to do so, vote in person or by proxy at the shareholders' meeting attended by Shareholders holding more than an aggregate of one-half of all shares issued by the Company.

Article 15: The Chairman, if any, of the Board of the Directors shall preside as chairman at every general meeting of the Company convened by the Board of the Directors. In case the Chairman is on leave or absent or cannot exercise his/her power and authority for any cause, he/she shall designate one of the other Directors to act on his/her behalf. In the absence of such a designation, the Directors shall elect from among themselves an acting chairman for the meeting. For a general meeting convened by any other person having the convening right, such person shall act as the chairman of that meeting; provided that if there are two or more persons jointly having the convening right, the chairman of the meeting shall be elected from those persons.

Article 16: Any resolutions mad at a general meeting shall be complied in the form of meeting minutes. The chairman shall affix his/her signature or seal to the meeting minutes, which shall be issued to shareholders within twenty days after the end of the general meeting. Meeting minutes may be produced and issued to Shareholders by the way of making announcement.

Chapter 4 : Directors, Supervisors and Audit Committee

Article 17: The Company has nine (9) Directors elected at shareholders' meetings from among candidates with legal capacity. The term of each Director and Supervisors shall be three (3) years, and thereafter he/she/it may be eligible for re-election.

Among the above directors, there are three Independent Directors-

Directors and Supervisors shall be elected by adopting a candidate nomination system. The relevant matters such as the acceptance method and announcement of the nomination for the candidate for directors shall be proceeded in accordance with the relevant laws and regulations such as the Company Act and the Securities and Exchange Act.

In accordance with Article 14-4 of Securities and Exchange Act, the company shall establish an audit committee .The audit committee shall be composed of the entire number of independent directors. The audit committee or the members of the audit committee are responsible for enforcing the Company Act, the Securities and Exchange Act and other powers and authorities of the

supervisors in accordance with laws.

Article 18 : The Board of Directors shall be composed of all Directors. The Chairman shall be elected from among the Directors by a majority of the Directors present at a meeting of Board of Directors attended by at least two-thirds of all of the Directors then in office. The Chairman is the representative of the Company in all external affairs.

In the event that the Chairman is on leave or otherwise unable to perform his/her duties, the delegation of his/her office shall be made in accordance with Article 208 of the Company Act.

Article 19 : In principle, the Board of Directors shall be summoned each quarter at least one meeting. A meeting of the Board of Directors may be held for the dispatch of business upon provision of seven (7) days' notice in writing, fax, and e-mail to each Director and Supervisors specifying the nature of business to be transacted at the meeting. In the case of emergency, the meeting of the Board of Directors may be called by the Chairman at any time. Written notices for meetings of the Board of Directors may be given by means of personal delivery, registered mail, facsimile or electronic mail. A Director who is unable to attend a meeting of the Board of Directors in person may appoint another Director as his/her proxy to attend and vote on his/her behalf; Directors may participate in any meeting of the Board of Directors by means of such visual communication facilities, and participation in such a meeting shall be deemed presence in person at such meeting.

Unless otherwise required by any other applicable laws or regulations, the quorum necessary for the transaction of the business of the Board of Directors shall be more than one-half of the Directors, and a resolution of the Board of Directors shall be passed by a simple majority of the Directors as, being entitled to do so, vote in person or by proxy at the relevant meeting of the Board of Directors.

Article 20 : The Company shall remunerate directors and supervisors regardless of whether or not the Company makes profit. The amount of remuneration shall be determined by the Board of Directors, and the Board of Directors is authorized to determine the remuneration based on the reference to the remuneration benchmark in the industry. Independent Directors shall be paid a fixed monthly remuneration and shall not participate in Article 24 annual profit distributions.

Article 21: Where one-third of the Directors have been vacated or all the Supervisors have been discharged, a special shareholders' meeting shall be convened and held by

the Board of Directors within statutory period thereafter to elect new Directors or Supervisors to fill up the vacancies, but the term of newly elected Directors or Supervisors is limited to the residual term of the Directors or Supervisors who were vacated or removed.

Chapter V : Officers

Article 22 : The Company may appoint CEO and general president in accordance with the resolution of the Board of Directors. The appointment, removal and remuneration shall be determined in accordance with Article 29 of the Company Act.

Chapter VI : Accounting

Article 23 : After the close of each fiscal year, the Board of Directors shall prepare and submit the following documents to the supervisors for its verification and further submit the same to the annual shareholders' meeting for its approval:

- (a) the annual business report;
- (b) the consolidated financial statements; and
- (c) the earning distribution or loss off-setting proposals.

Article 24 : The Company's pre-tax profits, prior to deduction of compensation to distribute to employees and directors in a given fiscal year, shall be distributed to employees as compensation 9%~15% and directors as compensation no higher than 3% of such fiscal year's profits. In the event that the Company has accumulated losses (including adjustment of undistributed earnings), the Company shall reserve an amount to offset accumulated losses. The employees' compensation mentioned above shall be distributed in the form of cash dividends or stock dividends (the "employees" above includes the employees of subsidiaries of the Company meeting certain specific requirements). The compensation for directors shall be distributed only in the form of cash. The two compensation of distribution mentioned above shall be approved as a resolution by board of directors and shall be submitted to the shareholders' meeting.

Article 25 : The annual net after-tax profits of the Company for each fiscal year shall be allocated in the following order:

1. to set off losses (including to adjust undistributed earnings; if the legal reserve has reached the level of the Company's capitalization, the restrictions shall no longer apply.
2. to set aside ten percent (10%) of the balance as statutory reserve;

3. to set aside an amount as special reserve or wind an amount thereof in accordance with applicable laws and regulations;
4. the Board of Directors may propose that the remainder of the annual net profit of the Company together with the retained earnings accrued from prior years, deducted by an amount the Board of Directors recommends not to distribute, be allocated to the Shareholders as dividends or retained and undistributed and submit such proposal to the relevant annual shareholders' meeting for its approval.

The Company's dividend policy is determined taking into account the regulations of Articles and annual profits, and abide by the principle of stable dividend to collocate the Company's long-term development plan and characteristics of total environment and industry growth, and consider the capital need and the capital stocks expansion. Considering the interests of the Shareholders, dividends may be distributed in cash or in form of shares, provided that cash dividends shall not be less than thirty percent (30%) of total amount of dividends.

Chapter VII : Miscellaneous

Article 26 : Any matters not provided for in these Articles of Incorporation shall be governed by related laws and regulations.

Article 27: These Articles of Incorporation were adopted on February 3, 1983.

The first amendment hereto was adopted on June 6, 1984.

The second amendment hereto was adopted on June 13, 1985.

The third amendment hereto was adopted on October 28, 1985.

The fourth amendment hereto was adopted on June 14, 1986.

The fifth amendment hereto was adopted on July 26, 1987.

The sixth amendment hereto was adopted on September 19, 1987.

The seventh amendment hereto was adopted on September 1, 1988.

The eighth amendment hereto was adopted on October 7, 1988.

The ninth amendment hereto was adopted on November 2, 1988.

The tenth amendment hereto was adopted on April 16, 1993.

The eleventh amendment hereto was adopted on September 29, 1995.

The twelfth amendment hereto was adopted on October 10, 1995.

The thirteenth amendment hereto was adopted on June 25, 1996.

The fourteenth amendment hereto was adopted on April 20, 1998.

The fifteenth amendment hereto was adopted on May 20, 1999.

The sixteenth amendment hereto was adopted on April 18, 2000.

The seventeenth amendment hereto was adopted on October 6, 2000.

The eighteenth amendment hereto was adopted on May 30, 2001.

The nineteenth amendment hereto was adopted on May 30, 2001.
The twentieth amendment hereto was adopted on June 3, 2002.
The twentieth-first amendment hereto was adopted on June 3, 2003.
The twentieth-second amendment hereto was adopted on June 1, 2004.
The twentieth-third amendment hereto was adopted on June 13, 2005.
The twentieth-fourth amendment hereto was adopted on June 12, 2006.
The twentieth-fifth amendment hereto was adopted on June 11, 2007.
The twentieth-sixth amendment hereto was adopted on June 13, 2008.
The twentieth-seventh amendment hereto was adopted on June 10, 2009.
The twentieth-eighth amendment hereto was adopted on June 14, 2010.
The twentieth-ninth amendment hereto was adopted on April 3, 2012.
The thirtieth amendment hereto was adopted on June 28, 2012.
The thirtieth-first amendment hereto was adopted on June 10, 2013.
The thirtieth-second amendment hereto was adopted on June 11, 2014.
The thirtieth-third amendment hereto was adopted on June 10, 2015.
The thirtieth-fourth amendment of the Article of Incorporation was adopted on June 7, 2016.
The thirtieth-fifth amendment of the Article of Incorporation was adopted on May 31, 2017.