兆豐國際商業銀行
Mega International Commercial Bank

Secretary's Certificate

May 27, 2025

I, the undersigned, Hui-Ju Kang, Vice President & Chief Secretary of Mega International Commercial Bank Co., Ltd., Taipei, Taiwan, Republic of China, do hereby certify that the enclosed "**Articles of Incorporation of Mega International Commercial Bank Co., Ltd.**" is a true and correct English translated version of the attached Chinese original, and I am responsible for the verification.

Kang Hui Ju

Hui-Ju Kang
Vice President & Chief Secretary
Mega International Commercial Bank Co.,Ltd.

業號 Case No.: 5312 日期 Date: MAY 28 2025
本文件之簽名或蓋章，於臺灣臺北地方法院所屬民間公證人趙原孫事務所認證。 公證人:趙 原 孫
Attested at the Chao, Yuan-Sun Notary Public Office of Taiwan Taipei District Court, R.O.C., that the signature(s) / seal(s) in this document is / are authentic.
Notary Public
Chao, Yuan-Sun
1207, NO. 346, NAN-KING E, RD., SEC. 3, TAIPEI, TAIWAN

916PoBA000020

Articles of Incorporation
Of
MEGA INTERNATIONAL COMMERCIAL BANK CO., LTD.

Approved on and effective from December 17, 1971.
Amended on and effective from June 5, 1974.
Amended on and effective from April 26, 1975.
Amended on and effective from May 8, 1976.
Amended on and effective from April 16, 1977.
Amended on and effective from April 15, 1978.
Amended on and effective from April 21, 1979.
Amended on and effective from April 26, 1980.
Amended on and effective from April 25, 1981.
Amended on and effective from April 24, 1982.
Amended on and effective from April 30, 1983.
Amended on and effective from April 21, 1984.
Amended on and effective from April 27, 1985.
Amended on and effective from April 26, 1986.
Amended on and effective from April 25, 1987.
Amended on and effective from April 30, 1988.
Amended on and effective from April 29, 1989.
Amended on and effective from June 23, 1990.
Amended on and effective from June 22, 1991.
Amended on and effective from May 9, 1992.
Amended on and effective from May 8, 1993.
Amended on and effective from April 29, 1994.
Amended on and effective from May 10, 1995.
Amended on and effective from May 24, 1996.
Amended on and effective from May 30, 1997.
Amended on and effective from May 8, 1998.
Amended on and effective from May 21, 1999.
Amended on and effective from May 19, 2000.
Amended on and effective from May 22, 2001.
Amended on and effective from May 30, 2002.
Amended on and effective from May 19, 2004.
Amended on and effective from August 27, 2004.
Amended on and effective from April 6, 2005.
Amended on and effective from July 20, 2005.
Amended on September 7, 2005.
Amended on January 27, 2006.
Amended on and effective from August 21, 2006.
Amended on and effective from March 22, 2007
Amended on and effective from June 21, 2007
Amended on and effective from May 8, 2008
Amended on and effective from May 6, 2009
Amended on and effective from October 28, 2009
Amended on and effective from March 25, 2010

董瑞斌

兆豐國際商業銀行股份有限公司

Amended on and effective from May 11, 2011
Amended on and effective from July 20, 2012
Amended on and effective from December 21, 2012
Amended on and effective from October 4, 2013
Amended on and effective from November 7, 2014
Amended on and effective from November 6, 2015
Amended on and effective from March 25, 2016
Amended on and effective from September 23, 2016
Amended on and effective from August 25, 2017
Amended on and effective from October 20, 2017
Amended on and effective from January 17, 2018
Amended on and effective from August 17, 2018
Amended on and effective from April 19, 2019
Amended on and effective from December 9, 2022
Amended on and effective from May 10, 2024
Amended on and effective from May 12, 2025

Chapter I General Provisions

Article 1 （Name of Company）

The International Commercial Bank of China Co., Ltd. shall be organized in accordance with "The International Commercial Bank of China Co., Ltd Act" promulgated on December 15, 1971 and other relevant regulations, and changes its name to "Mega International Commercial Bank Co., Ltd." The name in abbreviation shall be "The Mega International Commercial Bank" (hereinafter referred to as the "Bank"), and the English name thereof shall be "Mega International Commercial Bank Co., Ltd."

Article 2 （Place of Establishment）

The head office of the Bank is located at Taipei, Republic of China, and the Bank may set up domestic or overseas sub-organizations for its need of business.

Article 2-1 (Announce Method)

Any and all public announcements to be made by the Bank will be published in a newspaper, electronic newspaper, the Bank's website, or in accordance with relevant laws and regulations.

Chapter II Capital

Article 3 （Amount of capital）

The total amount of capital of the Bank is set at One Hundred Billion New Taiwan Dollars only (NT$ 100,000,000,000), divided into Ten Billion (10,000,000,000) shares, at Ten New Taiwan Dollars only (NT$ 10) per share, fully issued. Any increase or decrease in the total amount of the capital shall be resolved by a shareholders' meeting.

Article 4 （Stock details）

The share certificate or certificates owned by a natural person shall bear the official name of the natural person. All of the share certificates owned by the same natural person shall bear the same official name of the natural person. The share certificates owned by a juristic person shall bear the official name of the juristic person and shall not bear any other name or only the name of a representative thereof.

Article 5 （Co-owning of a share）

In case shares are owned jointly by two or more persons, one of them shall be designated to exercise the rights for and on behalf of the others as the shareholder.

Article 6 （Administration of shareholder services）

The handling of share affairs of the Bank, unless otherwise provided by the laws, shall be dealt with in accordance with the "Guidelines for Handling Stock Affairs by Public Companies" promulgated by the relevant authorities.

Chapter Ⅲ Scope of Business

Article 7 （Scope of business）

The business of the Bank is H101021 Commerce Banking and H601011 Personal Insurance Agency.

The Bank is to engage in the following business:

(1) All business authorized in the Chapter of Commercial Banks of the Banking Law.

(2) Foreign exchange and related business.

(3) Import and export financing and guarantee business.

(4) Other business to finance activities related to the promotion of international trade.

(5) Trust business.

(6) Discretionary investment services.

(7) Loan business such as extending Medium- or long-term development loan, guarantee, etc.

(8) Participate and invest in equity of start-up enterprises and venture capital enterprises.

(9) Personal insurance agency business.

(10) Other related business as may be approved by the central regulatory authorities.

Article 8 （Handling commissioned business）

Upon authorization and appointment by other financial or commercial organizations, the Bank may engage in the following business:

(1) To act as agent for issuing overseas corporate bonds or bank debentures and handle matters relating to repayment of the principal or payment of interest.

(2) Foreign investments.

(3) Collection of credit information on foreign firms or organizations.

(4) To promote and assist in the development of international trade.

The undertaking of business under items (1) or (2) requires the prior approval from the regulatory authorities.

Article 9 （Investment restrictions）

The Bank's total investment amount shall be exempted from the limitations under Article 13 of the Company Law.

Chapter IV Board of Directors

Article 10 （Number, appointment and term of Directors and Independent Directors）

The Bank shall have fifteen Directors, all to be elected by the shareholders at a shareholders' meeting in accordance with the

regulation of the Company Law. The tenure of the office of the Directors shall be three years, and all Directors are eligible for re-election.

The Bank shall have Independent Directors, not less than three in number and not less than one-fifth of the total number of Directors, and all to be elected by the shareholders at a shareholders' meeting in accordance with the regulation of the Company Law.

The total amount of shares owned by the Directors of the Bank shall not be less than a certain percentage of the total issued shares of the Bank as required by the government authority.

Article 11 （Number, appointment and term of Managing Directors）

The Bank shall have five Managing Directors to be elected by and from among the Directors by a majority vote at a meeting of the Board of Directors attended by no less than two-thirds of the Directors; and a Chairman of the Board of Directors shall be elected by and from among the Managing Directors in a similar procedure.

Where the Bank has appointed Independent Directors, the Board of Managing Directors shall include Independent Director not less than one in number and not less than one-fifth of the total number of Managing Directors.

Article 12 （Powers and proxy of the chairman）

The Chairman of the Board of Directors shall internally chair the shareholders' meeting, the Board of Directors, and the Board of Managing Directors. The Chairman shall externally represent the Bank and Convene the Board of Directors to decide on major decisions. In case of a leave of absence, or for any other reasons, the Chairman is unable to exercise his powers, he may designate one Managing Director to exercise such powers, or, in the absence of such designation, the Managing Directors may elect one from

among themselves to exercise such powers.

When the acting chair is designated or elected from among Managing Directors according to the preceding paragraph, the acting chair shall meet the principle of no positions held in the financial industry and a non-financial industry concurrently under the Regulations Governing Qualification Requirements and Concurrent Serving Restrictions and Matters for Compliance by the Responsible Persons of Banks.

The duties performed by the acting chair for the Chairman as referred to in paragraph 1 shall not exceed the scope of the Chairman's authority when serving as the acting chair, and any restrictions shall be clearly specified in advance.

If a shareholders' meeting is convened by an empowered person other than the Board of Directors, such person shall be the chairperson of that particular shareholders' meeting. If there are two or more empowered persons, one shall be elected from among themselves to be the chairperson.

Article 13 （By-election of Chairman and Managing Directors）

Should the office of Chairman of the Board of Directors become vacant; the vacancy shall be filled in by election among the Managing Directors. Should the office of any of the Managing Directors become vacant, the vacancy shall be filled in by election among the Directors.

Article 14 （Remuneration for the Chairman and Independent Directors, and retirement of the Chairman）

The remuneration of the Chairman of the Board of Directors shall be computed based on the amount of total remunerations received by the President, and multiple such amounts by 1.25.

The retirement of the Chairman of the Board of Directors shall be governed by the Retirement Regulations for the Employees of the

Bank.

The Board of Directors is authorized to determine the compensation for the Independent Directors, taking into account the extent and value of the services provided for the management of the Bank and the standards of banking industry.

Article 15 （Powers of the Board of Directors）

The function and the power of the Board of Directors are as follows:

(1) To review and approve business policies of the Head Office and those of all sub-organizations.

(2) To review and approve the organizational and major operational regulations of the Head Office and those of the sub-organizations.

(3) To determine the establishment, revocation, or change of status of sub-organizations.

(4) To determine the appointment, discharge, and remuneration of managerial officers and other important employees according to the Company Law.

(5) To review and approve material contracts or agreements.

(6) To review and approve major credit extension cases and the procedures of recovering uncollectible accounts and bad debts.

(7) To determine the acquisition and disposition of real estates and other important assets.

(8) To approve budgets and annual financial statements of the Bank.

(9) To review and approve the Bank's long-term investment and the disposal of such investment.

(10) To handle other important business matters as well as any function or power conferred upon by laws, regulations or shareholders' meetings of the Bank.

During the recess of the Board of Directors, the Managing Directors shall regularly exercise the powers and authority of the Board of

Directors in accordance with the provisions of laws and regulations and the Articles of Incorporation of the Bank, and the resolutions adopted by the shareholders' meeting and the meeting of the Board of Directors by conferences to be called from time to time by the Chairman of the Board of Directors, and the resolution will be submitted for the next meeting of the Board of Directors for reference.

The Managing Directors shall exercise the duties of the Board of Directors in accordance with the preceding provisions. If there are laws, regulations of competent authorities, or relevant regulations of the Board of Directors of the Bank that require matters to be resolved by the Board of Directors, such matters shall be handled as stipulated.

Article 15-1 （Establishment of Functional committees）

For the purpose of developing decision making functions and strengthening management mechanisms, the Board of Directors of the Bank may set up different functional committees. Functional committees shall adopt regulations governing the exercise of powers, which shall be approved by the Board of Directors.

Article 15-2 （Audit committee）

Since the 18th session of the Board of Directors, the Bank has established an audit committee, consisting of all Independent Directors, not less than three in number, one of whom shall serve as the convener. At least one member shall have expertise in accounting or finance. The exercise of duties, organizational regulations, and other matters to be followed by the audit committee shall be handled in accordance with relevant laws or regulations.

Article 15-3 （Liability insurance）

The Bank shall enter into a liability insurance contract with an insurance company for Directors with respect to their liabilities resulting from exercising their duties.

Article 16 （Establishment of the Chief Auditor and Chief Secretary）

The Bank shall have one Chief Auditor. The qualification, appointment and dismissal of the Chief Auditor will be handled in accordance with related laws and regulations and submitted to the competent authority for approval.

The Bank shall staff one Chief Secretary. The appointment and dismissal of the Chief Secretary shall be proposed by the Chairman of the Board of Directors and approved by the Board of Directors.

Article 17 （Procedure for convening and rules of board meeting）

Meetings of the Board of Directors shall be convened by the Chairman of the Board of Directors. Except as may be otherwise provided by the laws; resolutions of the Board of Directors shall be adopted by a majority of the Directors at a meeting attended by a majority of the Directors.

Minutes of the meetings of the Board of Directors shall be duly signed by or affixed with the seal of the Chairman of the meeting.

If any Director or a juristic person represented by a Director is an interested party with respect to any agenda item, the Director shall state the important aspects of the interested party relationship at the respective meeting. When the relationship is likely to prejudice the interests of the Bank, the Director shall not participate in discussion or voting on that agenda item or act as another Director's proxy to exercise voting rights on that matter, nor shall he/she be counted into the quorum of such meeting.

Directors shall attend board meetings in person. If a Director is

unable to attend a meeting of the Board of Directors, he or she may appoint another Director to act on his or her behalf at the meeting; with a proxy issued, specifying the scope of authority for the meeting agenda. Each director shall attend a board meeting as a proxy for only one other Director.

Chapter V Supervisors (Delete)

Article 18 (Delete)

Article 19 (Delete)

Article 19-1 (Delete)

Chapter VI Meetings of Shareholders

Article 20 (Types of shareholders' meeting)

Meetings of shareholders of the Bank are of two kinds in accordance with the Company Law:

(1) General meetings of shareholders.

(2) Special meetings of shareholders.

Article 21 (Convention of General shareholders' meeting)

A general meeting of shareholders shall be convened annually by the Board of Directors in accordance with the Company Law, and be held at the location of the Head Office.

Article 22 (Convention of Special shareholders' meeting)

A special meeting of shareholders may be called whenever necessary by the Board of Directors.

Article 22-1 (The Audit Committee resolves to convene a shareholders' meeting)

Unless the Board of Directors fails to or cannot convene a meeting of shareholders, the Audit Committee may, whenever necessary and for the benefit of the Bank, resolve to convene a meeting of shareholders.

Article 23 (The functional duties and power of the shareholders meeting exercised by Board of Directors)

If the total shares issued by the Bank are held by the same financial holding company, the function of the shareholder's meeting of the Bank shall be exercised by the Board of Directors for and on behalf of the shareholders' meeting, and the Independent Directors and the Directors of the Bank are appointed by such financial holding company.

Chapter Ⅶ The Manager

Article 24 (President)

The Bank shall have one President who shall be nominated by the Chairman of the Board of Directors and approved by the Board of Directors.

Article 25 (Powers of the President)

The President shall, under the direction of the Chairman of the Board of Directors, be in charge of all operations of the Bank, supervise all departments to carefully assess and review the status of the operation of internal control system and shall execute all decisions of the Board of Directors.

Chapter Ⅷ Annual Report and Distribution of Net Profits

Article 26 （Fiscal year）

The fiscal year of the Bank shall begin from January 1st to December 31st of each year. At the end of each fiscal year, the Board of Directors shall produce all statements and records in accordance with applicable rules, and submit such to the Audit Committee for review and inspection 30 days prior to the convention of the general meeting of shareholders. The Board of Directors shall submit the same to the regulatory authorities and Central Bank of China, respectively, 15 days after they are approved by general meeting of shareholders and disclose the same to the public pursuant to applicable laws and regulations.

Article 27 （Contribution and distribution of employees' compensation）

In case there are earnings at the end of each fiscal year, a certain percentage of income before income tax and employees' compensation shall be distributed to employees. The said percentage shall be ranged from 2% to 6% and be resolved by the Board of Directors in consideration of the performance indicators of the Bank or other peers' distributed ratio. However, the Bank's accumulated losses shall be covered first.

The distribution of employees' compensation shall be subject to the resolution of the Board of Directors.

Article 28 （Distribution of Net Profits）

In case there is a surplus at the end of each fiscal year, the Bank shall first pay all taxes and cover its accumulated losses in the previous fiscal years；then set aside a legal profit reserve in accordance with relevant laws. Aside from the aforesaid legal reserve, the Bank shall set aside special reserve(s) according to relevant laws or regulations or its actual needs. Distribution of the

remainder surplus, together with the undistributed surplus in the previous fiscal years, shall be proposed by the Board of Directors at the shareholders' meeting for approval.

The dividends and bonus to shareholders will be paid in the forms of both cash and stock; however, that paid in the form of cash shall not be less than 50 %.

Chapter IX Miscellaneous

Article 29 （Delete）

Article 30 （Unspecified Matters）

All matters not specifically provided for herein shall be dealt with in accordance with the relevant regulations.

Article 31 （The effective date of the provision amended on May 10, 2024）

The Article 15-2, 18, 19, 19-1, 22-1, 23 and 26 of the provision amended on May 10, 2024 shall be effective from the date of assuming office of the 18th session of the Board of Directors of the Bank.

Article 32 （Approval Level）

Unless otherwise provided for herein, the Articles of Incorporation shall take effect and be implemented upon the approval of the meeting of shareholders, and shall be submitted to the relevant authorities for recordation. The same procedures shall be followed in subsequent amendments.

註：如英譯版本與中文版本有不一致，應以中文版本為準。

Articles of Incorporation
Of
MEGA INTERNATIONAL COMMERCIAL BANK CO., LTD.
Comparison Table of Amended Provisions

Amended Provisions	Current Provisions	Explanation
Article 3 (Amount of capital) The total amount of capital of the Bank is set at One Hundred Billion New Taiwan Dollars only (NT$ 100,000,000,000), divided into Ten Billion (10,000,000,000) shares, at Ten New Taiwan Dollars only (NT$ 10) per share, fully issued. Any increase or decrease in the total amount of the capital shall be resolved by a shareholders' meeting.	Article 3 (Amount of capital) The total amount of capital of the Bank is set at Ninety-Six Thousand One Hundred and Eighteen Million New Taiwan Dollars only (NT$ 96,118,000,000), divided into Nine Thousand Six Hundred and Eleven Million, Eight Hundred Thousand (9,611,800,000) shares, at Ten New Taiwan Dollars only (NT$ 10) per share, fully issued. Any increase or decrease in the total amount of the capital shall be resolved by a shareholders' meeting.	To strengthen the Bank's capital, a cash capital increase of NT$14,246,940,000 is being carried out. Accordingly, the total amount of capital and total number of shares of the Bank are amended.