

momo.com Inc.

Articles of Incorporation

CHAPTER 1 GENERAL PROVISIONS

Article 1 Fubon Multimedia Technology. Co., Ltd., trading under “momo.com Inc.” (hereinafter referred to as “the Company”), is incorporated in accordance with the Company Act.

Article 2 The Company shall be engaged in the following business:

1. J503020 Television Program Production
2. J503010 Broadcast Program Production
3. J503030 Broadcasting and Television Program Distribution
4. J503040 Broadcasting and Television Commercial
5. J503050 Video Tape Program
6. F108031 Wholesale of Medical Devices
7. F208031 Retail Sale of Medical Apparatus
8. F208050 Retail Over-the-counter drugs class B
9. F401161 Tobacco Products Import
10. F401171 Alcohol Products Importation
11. J506021 Satellite Channel Program Supply
12. F203020 Retail Sale of Tobacco and Alcohol
13. I301040 The Third Party Payment
14. G801010 Warehousing
15. F107080 Wholesale of Environmental Agents
16. F207080 Retail Sale of Environmental Agents
17. F401181 Measuring Instruments Import
18. IZ06010 Tally Packaging
19. F399040 Retail Sale No Storefront
20. ZZ99999 All business activities 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 Taipei, Taiwan, and may establish domestic and/or overseas branch offices at appropriate locations when necessary. The establishment and closure of offices shall be decided by the board of directors.

Article 4 Public notices of the Company are handled in accordance with Article 28 of the Company Act and other relevant laws and regulations.

CHAPTER 2 SHARES

Article 5 The authorized capital of the Company is NT\$3 billion, divided into 300 million common shares at a par value of NT\$10 per share. The board of directors is

authorized to issue the unissued shares in installments. Within the aforementioned capital, NT\$50 million are reserved as 5 million shares at a par value of NT\$10 per share, to be used in the issuance of employee stock warrants in installments pursuant to resolution by the board of directors.

Article 6 The Company is not restricted by Article 13 of the Company Act, which stipulates that the total of its investments in subsidiaries shall not exceed forty percent of the amount of its own paid-up capital.

Article 7 All shares of the Company are registered shares and shall be issued in accordance with the provisions of the Company Act and related laws and regulations.

For the shares to be issued to the public by the Company, the Company may be exempted from printing any physical share certificates. However, the Company shall engage a centralized securities depository institution to register the shares.

Article 8 The entries in the shareholders' roster shall not be altered within 60 days prior to the meeting date of the annual general shareholders' meeting; within 30 days prior to the meeting date of the special shareholders' meeting; or within 5 days prior to the record date fixed by the Company for distribution of dividend, bonus, or other benefits.

Article 9 All of the Company's shares shall be handled in accordance with the provisions of the Regulations Governing the Administration of Shareholder Services of Public Companies.

Article 10 The exercise price for employee stock warrants that are issued by the Company may be lower than the closing price of the Company's common shares as of the issuing date. However, the issuance of the aforementioned employee stock warrants must obtain the consent of at least two-thirds of the voting rights represented at a shareholders' meeting attended by shareholders representing a majority of the total issued shares.

Article 11 Repurchased treasury shares may be transferred to company employees at a transfer price lower than the average repurchase price pursuant to relevant regulations and the resolution by the most recent shareholders' meeting.

Article 11-1 The treasury shares purchased by the Company in accordance with the Company Act may be transferred to, including but not limited to, employees of parents or subsidiaries of the Company meeting certain specific requirements set by the Board of Directors or its authorized persons.

. The share subscription warrants of the Company may be issued to, including but not limited to, employees of parents or subsidiaries of the Company meeting certain specific requirements set by the Board of Directors or its authorized persons.

. When the Company issues new shares, the employees entitled to subscribe for new shares may include employees of parents or subsidiaries of the Company meeting certain specific requirements set by the Board of Directors or its authorized persons.

The restricted stock for employees issued by the Company may be transferred to, including but not limited to, employees of parents or subsidiaries of the Company meeting certain specific requirements set by the Board of Directors or its authorized persons.

CHAPTER 3 SHAREHOLDERS' MEETING

Article 12 The Company holds two types of shareholders' meetings: annual general shareholders' meetings and special shareholders' meetings. Annual general shareholder's meeting shall be convened within six months after close of each fiscal year; special shareholders' meetings may be convened in accordance with the laws when necessary.

A notice to convene a general/special shareholders' meeting referred to in the preceding Paragraph shall be given to the shareholders thirty/fifteen days in advance. The notice shall indicate the meeting date, meeting place, and the reason for convening the meeting. Shareholders holding less than 1,000 registered shares shall be notified of the shareholders' meeting by way of public notice.

The notice may be given by means of electronic transmission after obtaining prior consent from the recipients thereof.

Article 12-1 A shareholders' meeting can be held by means of videoconferencing or other methods announced by the Ministry of Economic Affairs.

Article 13 A shareholders' meeting shall, unless otherwise provided for in the Company Act or other relevant laws and regulation, be convened by the board of directors. For a shareholders' meeting convened by the board of directors, the chairman of the board shall assume the chairman of the meeting. If the chairman of the board is absent or unable to exercise authority, the Chairman should appoint an elected representative of the Board to assume the responsibility of chairing the meeting. If no representative of the board is appointed, members of the board shall nominate a representative among themselves to chair the meeting. For a shareholders' meeting convened by any other person having convening rights, he/she shall act as the chairman of that meeting provided. However, if there are two or more persons with convening rights, the chairman of the meeting shall be elected from among themselves. Shareholder meetings will be held as stipulated by the Company's Regulations and Procedures of Shareholders' Meeting.

Article 14 Shareholders that are unable to attend shareholders' meetings for any reason shall state the scope of power authorized to the proxy on the proxy form printed by the Company, affixed with their signature or seal, and appoint a proxy to attend the meeting on their behalf in accordance with the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies stipulated by the competent authority, unless otherwise stipulated by Article 177, Article 177-1, and Article 177-2 of the Company Act and Article 25-1 of the Securities and Exchange Act.

Article 15 Unless set forth in Article 179 of the Company Act stating the restriction or no voting right on the exercise of voting power, a shareholder shall have one voting

power in respect of each share in his/her/its possession.

Article 15-1 Shareholders may exercise their voting power at a shareholders' meeting held by the Company in writing or by way of electronic transmission.

Article 16 Resolutions at a shareholders' meeting shall, unless otherwise provided for in relevant laws and regulations, be adopted by a majority vote of the shareholders or their proxies present, who represent more than one-half of the total number of voting shares.

Article 17 Resolutions adopted at a shareholders' meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the chairman of the meeting and shall be distributed to all shareholders of the company within twenty days after the close of the meeting.

The preparation and distribution of the minutes of shareholders' meeting as required in the preceding Paragraph may be completed by means of electronic transmission. Once the Company's shares are issued to the public, the minutes of shareholders' meeting may be disclosed to the shareholders via a public notice.

Article 18 The Company may, in pursuance of the resolution adopted by its board of directors, apply to the competent authority in charge for an approval of the public issuance of its shares. The Company may apply for an approval of ceasing its status as a public company by a resolution adopted, at a shareholders' meeting, by a majority of the shareholders present who represent two-thirds or more of the total number of its outstanding shares. Article 18 shall remain unchanged during the Company's listing in emerging, OTC, and stock exchange markets.

In the event the total number of shares represented by the shareholders present at the shareholders' meeting whose shares have been issued to the public is less than the percentage of the total shareholdings required in the preceding Paragraph, the resolution may be adopted by two-third of the voting rights exercised by the shareholders present at the shareholders' meeting who represent a majority of the outstanding shares of the company.

CHAPTER 4 BOARD OF DIRECTORS, OF THE AUDIT COMMITTEE, AND MANAGERIAL OFFICERS

Article 19 The Company shall have nine to eleven directors on the board of directors, with a term of office of three years. Directors shall be elected by the shareholders during the shareholders' meeting and may be eligible for re-election. In case no election of new directors is effected after the expiration of the term of office of existing directors, the term of office shall be extended until a time when new directors are elected and assume their roles as directors. However, the competent authority may, ex officio, order the Company to elect new directors within a given time limit; if no re-election is effected after the expiry of the given time limit, the incumbent directors shall be discharged ipso facto from such expiration date.

In order to fulfill corporate governance, the Company shall appoint independent directors, no less than three in number and not less than one-fifth of the board of

directors, in accordance with Article 14-2 of the Securities and Exchange Act. Professional qualifications, restrictions on shareholding and concurrent positions held, assessment of independence, method of nomination, and other matters for compliance with respect to independent directors shall all be subject to the relevant regulations of the competent authority in charge of securities affairs.

A candidate nomination system shall be adopted for election of directors. Directors shall be elected from among the nominees in a list of director candidates during a shareholders' meeting. Independent directors and non-independent directors shall be elected at the same time, but there shall be separate number of seats for independent and non-independent directors. The candidate with the highest number of votes shall be deemed independent/non-independent director-elect.

Total registered shares held by the Company's entire board of directors shall not be less than certain percentage of the outstanding shares specified by the competent authority.

The Company may purchase liability insurance for its directors.

Article 20 In Accordance with Article 14-4 of the Securities and Exchange Act, the Company shall establish an audit committee composed by all independent directors. The exercise of authority of the audit committee and other compliance matters shall be handled in accordance with the provisions in the Company Act, Securities and Exchange Act, other related laws and regulations, and the Company's Articles of Incorporation.

Article 21 The Company adopts a cumulative voting method when electing directors. Each share shall have voting rights in number equal to the directors to be elected, and may be cast for a single candidate or split among multiple candidates. Candidates with the highest number of votes shall be elected as the directors.

Article 22 The board shall be comprised of the board of directors. The powers and duties of the board of directors are as follows:

1. Draft business plans;
2. Propose earnings distribution or loss make-up proposals;
3. Propose plans for capital increase and/or reduction;
4. Establish key articles of incorporation and organizational structure;
5. Appoint or discharge managers of the Company;
6. Establish or terminate branch units of the Company;
7. Propose annual budgets and closures of accounts; and
8. Other duties and power authorized by the Company Act and the resolution by the board meeting.

Article 23 The board of directors shall elect a chairman of the board from among the directors by a majority vote at a meeting attended by over two-thirds of the

directors. The chairman represents the Company externally.

Article 24 Unless otherwise stipulated in the Company Act, meetings of the board of directors shall be convened by the chairman of the board. Unless otherwise stipulated in the Company Act, 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.

Article 25 The Chairman of the board shall assume the role of the chairman at the board meetings. If the chairman of the board is absent or unable to exercise his/or authority, the Chairman shall appoint a director to assume responsibility as Chairman. If no director is appointed, the directors shall elect an acting chairman amongst themselves. The directors shall attend the board meeting in person. Directors who are unable to attend shall appoint another director to attend on their behalf. A director may accept the appointment to act as the proxy of only one other director referred to in the preceding Paragraph.

Meeting of the board of directors could proceed via a visual communication network. The directors taking part in such a visual communication meeting shall be deemed to have attended the meeting in person.

In calling a meeting of the board of directors, a notice in the form of a fax or electronic mail setting forth therein the subject(s) to be discussed at the meeting shall be given to each director and no later than seven days prior to the scheduled meeting date. However, in the case of emergency, the meeting may be convened at any time.

Article 26. The remuneration of the directors of the Company (including independent directors) is authorized to be resolved by the board of directors after considering their degree of participation in and contribution to the Company's operations, and based on the normal remuneration standard of the industry. A certain amount of reimbursement for travel expenses or other allowances may also be provided. In the event that the Company generates profit, bonuses shall be allocated to the board of directors in accordance with Article 31.

Different but reasonable remuneration from that of other directors may be set forth for the independent directors.

Shareholders or directors of the Company assuming the roles of managers or employees shall be deemed members of the general staff and be paid the salary of a manager or employee separately based on their duties. The salary amount shall be stipulated in accordance with relevant laws or per the contract.

Article 27. The Company may appoint managers. The appointment, discharge, and remuneration of the managers shall be handled in accordance with Article 29 of the Company Act.

The President shall oversee the execution of the Company's business within the scope authorized by the Company's internal regulations.

CHAPTER 5 ACCOUNTING

Article 28 The Company adopts the period from 1 January each calendar year through 31 December of the same calendar year for the fiscal year. Closing for the year shall be made after each fiscal year end.

Article 29 In accordance with Article 228 of the Company Act, the board of directors shall prepare the following statements and records at the close of the fiscal year and shall present the said statements for approval at the annual general meeting of shareholders:

1. The business report;
2. The financial statements;
3. The earning surplus distribution or loss off-setting proposals.

Article 30 Distribution of the dividends and bonuses shall be based on the proportion of the number of shares held by each shareholder accordingly. In the instance of no earnings surplus, the Company shall not distribute dividends or bonuses.

Article 31 If the Company has any profit upon closing of accounts, a percentage of the profits shall be distributed as director and employee remuneration, as follows:

1. a maximum of 0.3% as director remuneration;
2. 0.1% to 1% as employee remuneration, and no less than 50% of the total amount shall be reserved for non-executive employees.

However, if the Company is operating at a loss, profits shall be retained to make up the losses of preceding years.

Employees' compensation may be distributed to, including but not limited to, employees of parents or subsidiaries of the Company meeting certain specific requirements set by the Board of Directors or its authorized persons.

Article 31-1 If the Company has any profit upon closing of accounts, the Company shall first settle outstanding taxes and offset accumulated losses of the preceding years, and then set aside 10% of such profits as a legal surplus. However, when the legal surplus amounts to the paid-in capital, this shall not apply. An additional sum of the special surplus may be retained in accordance with relevant rules and regulations or business requirements. The remaining surplus, if any, along with unallocated earnings of previous years, shall be eligible to be distributed pursuant to the decision by the board meeting. At least 10% of the earnings surplus each year shall be set aside, and an earnings distribution plan shall be provided to be resolved by the shareholders' meeting for distribution.

Article 32 Only shareholders of record five days prior to the distribution date of dividend and earnings distribution are eligible for distribution.

Article 33 In consideration of the current status and development stage of the Company, the Company intends to adopt a dividend policy that seeks to best balance the operating requirements and shareholder interests. A suitable dividend distribution plan shall be drafted upon the board meeting based on the future capital budget plan of the Company to assess future fund requirement, profitability, financial structure, and earnings dilution impact. The dividend distribution plan shall be

submitted to be resolved by the shareholders' meeting.

Dividends are distributed in the form of stock dividends or cash dividends, of which, cash dividends shall amount to at least 10%, in order to sustain company operations and growth while balancing the need for dividend distribution and shareholders rights.

CHAPTER 6 SUPPLEMENTARY PROVISIONS

Article 34 The Company shall make external guarantees in accordance with business operations.

Article 35 The Company shall alternatively establish organizational structure and protocols of procedure.

Article 36 Matters not provided in these Articles of Incorporation shall be conducted pursuant to the Company Act.

Article 37 These Articles of Incorporation were approved by all members of the founders meeting on 19 August, 2004.

First amendment on 10 March, 2005

Second amendment on 30 June, 2006

Third amendment on 17 May, 2007

Fourth amendment on 5 October, 2007

Fifth amendment on 30 January, 2008

Sixth amendment on 17 January, 2009

Seventh amendment on 19 August, 2010

Eighth amendment on 5 June, 2012

Ninth amendment on 19 November, 2013

Tenth amendment on 14 February, 2014

Eleventh amendment on 14 May, 2014

Twelfth amendment on 6 May, 2015

Thirteenth amendment on 20 April, 2016

Fourteenth amendment on 17 May, 2017

Fifteenth amendment on 7 September, 2018

Sixteenth amendment on 16 May, 2019

Seventeenth amendment on 15 May, 2020

Eighteenth amendment on 18 May, 2021

Nineteenth amendment on 20 May, 2022

Twentieth amendment on 19 May, 2023

Twenty-first amendment on 27 May, 2025