



FOREST WATER ENVIRONMENTAL ENG'G CO., LTD.

Articles of Incorporation

Chapter One General Provisions

Article 1

This company is organized and established under the provisions of Company Limited by Shares of the R.O.C Company Act, and is named is 山林水環境工程股份有限公司, with the English business name of “FOREST WATER ENVIRONMENTAL ENG'G CO., LTD. ”.

Article 2

The Company's scope of business is as follows:

- 1.E103101 Environmental protection works Specialized Construction Enterprises
- 2.E502010 Fuel Catheter Installation Engineering
- 3.E599010 Piping Engineering
- 4.F107080 Wholesale of Environmental Agents
- 5.F107170 Wholesale of Industrial Catalyst
- 6.F113010 Wholesale of Machinery
- 7.F113020 Wholesale of Household Appliance
- 8.F113030 Wholesale of Precision Instruments
- 9.F113100 Wholesale of Pollution Controlling Equipment's
- 10.F401010 International Trade
- 11.J101030 Waste Disposing
- 12.J101040 Waste Treatment
- 13.J101050 Environmental Testing Services
- 14.J101060 Wastewater (Sewage) Treatment
- 15.C802170 Toxic and Concerned Chemical Substances Manufacturing
- 16.CB01010 Mechanical Equipment Manufacturing
- 17.CB01030 Pollution Controlling Equipment Manufacturing
- 18.E103071 Underground Pipeline Works Specialized Construction Enterprises
- 19.E501011 Tap Water Pipelines Contractors
- 20.E503011 Sewerage User Drainage Equipment Contractors
- 21.E601010 Electric Appliance Construction
- 22.E601020 Electric Appliance Installation
- 23.E603050 Automatic Control Equipment Engineering
- 24.E603080 Traffic Signs Installation Engineering
- 25.E603090 Illumination Equipment's Construction
- 26.E604010 Machinery Installation Construction
- 27.E605010 Computer Equipment Installation
- 28.EZ05010 Instrument and Meters Installation Engineering
- 29.EZ06010 Traffic Marking Engineering
- 30.F118010 Wholesale of Computer Software
- 31.F213040 Retail Sale of Precision Instruments
- 32.F218010 Retail Sale of Computer Software
- 33.J101990 Other Environmental Sanitation and Pollution Prevention Service
- 34.E701010 Telecommunications Engineering
- 35.D601011 Reclaimed Water Operators



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36.IG02010 Research and Development Service

37.I101061 Professional Engineering Consulting

38.ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.

Article 2-1

The Company may provide endorsements and guarantees with the approval of the Board of Directors.

Article 3

The Company is headquartered in Taipei, Taiwan and when necessary, may establish branches or subsidiaries at home and abroad according to resolutions by the Board of Directors.

Article 4

The Company's announcement method is handled in accordance with the Company Act and other relevant laws and regulations.

Chapter Two Shares

Article 5

The authorized capital of the Company shall be NT\$3,000,000,000 to be divided into 300,000,000 shares at a par value of NT\$10 per share. The Board of Directors is authorized to issue shares in installments as needed. Among them, 20 million shares are reserved for stock warrants and the Board of Directors is authorized to issue them in installments. The Company may issue RSAs in accordance with Article 267 of the Company Act.

Article 6

The shares of the Company repurchased by the Company in accordance with the Securities and Exchange Act or the Company Act may be transferred to: those issued with the Company's stock option certificates, employees who purchase the Company's shares when issuing, and those issued with the Company's RSAs. These employees must be employees of parents or subsidiaries of the Company, meeting certain criteria.

The Board of Directors is authorized to determine the "certain criteria" referred to in the preceding paragraph.

If the Company transfers shares to employees at a price lower than the actual average price of the shares repurchased, or issues employee warrants at a price lower than the closing price of the shares on the issue date, the transfer shall be approved by a large majority of two-thirds of the voting powers of the shareholders present at a shareholders' meeting who present a majority of the total number of issued shares.

Article 7

The shares of this company are registered shares, signed or stamped by the directors representing the Company, and issued by the issuing and certification institution approved by the competent authority. Shares issued by the Company are exempt from the printing of stock certificates, as are other negotiable securities, but should be registered with a centralized securities depository in accordance with the regulations of that institution. Issuers of other securities such as equities shall also be subject to the same regulations.

**FOREST WATER ENVIRONMENTAL ENG'G CO., LTD.****Article 7-1**

If there is any plan to withdraw the public offering of the Company's shares after the public offering, it shall be approved by a special resolution of the shareholders' meeting before it can be done, and this article shall not be changed during the listing period and the listing period.

Article 8

Changes to the record in the shareholder register shall followed by the Company Act 165.

Article 8-1

After the Company's public offering, the share transfer shall be handled according to the "Regulations on the Handling of Shares Transfer of Publicly Offered Companies" issued by the competent authorities.

Chapter Three Shareholders' Meeting**Article 9**

Shareholders' meetings of the Company are of two kinds: regular shareholders' meetings and extraordinary shareholders' meetings. The regular shareholders' meeting is called once per year within six months of the close of the fiscal year. Extraordinary shareholders' meetings may be called in accordance with applicable laws and regulations whenever necessary.

Article 10

If the shareholder is unable to attend the shareholders' meeting, the shareholder may appoint a proxy to attend the meeting by using the proxy form issued by the Company and specifying the scope of proxy. Shareholders attend shareholders' meeting by proxy in accordance with Article 177 of the Company Act and The Regulations Governing the Use of Proxies for Attendance at Shareholders' meetings of Public Companies.

Article 11

Each shareholder of the Company is entitled to one vote per share. However, the persons who are restricted or those who do not have the voting rights as listed in Article 179 of the Company Law are excluded from this limitation.

Article 12

Unless otherwise provided by applicable law or regulation, a resolution of the shareholders' meeting shall be adopted by the consent of a majority of the votes represented by those in attendance at the meeting, in person or by proxy, by shareholders who represent a majority of the total issued shares.

Article 13

When the shareholders' meeting is held after the listing (board) of this company, electronic means should be listed as one of the channels for exercising voting rights.

Shareholders who exercise voting rights electronically in this shareholders' meeting shall be considered as they attending the meeting in person. However, regarding the extemporary motions and amendment of the original motion in this shareholders' meeting, they shall be considered as waivers.

Shareholders who have exercised their voting rights in the form of electronic means and have



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not revoked their intention to express before the two days before the shareholders' meeting can still attend the shareholders' meeting to participate in proposals and voting on the temporary motion, but they cannot revise the original motion and cannot exercise their voting rights again.

Chapter Four Directors & Audit Committees

Article 14

The Company shall have seven to nine directors, with three-year office term. Directors are elected and appointed by the shareholders' meeting from those people with capacity, and followed the candidate nomination system of Article 192-1 of the Company Act. Candidates may continue in office if re-elected.

The Company shall have three independent directors, and the candidate nomination system is adopted by the shareholders' meeting from the list of director candidates.

For the election of directors, independent directors and non-independent directors shall be elected together, and the number of elected candidates shall be calculated separately.

The Company shall purchase liability insurance for the directors in accordance with the law for the scope of their business scope during their tenure of office.

The Board of Directors is authorized to handle all matters related to insurance.

Article 14-1

In compliance with Articles 14-4 of the Securities and Exchange Act, the Corporation shall establish an Audit Committee. The Audit Committee or the members of the Audit Committee shall be responsible for the implementation of the Company Act, the Securities Exchange Act, and other laws stipulate the powers of the supervisor.

Article 14-2

The convening of the Board of Directors shall specify the reasons and notify the directors seven days before. But when there is an emergency, directors can call it at any time. The notice of the convocation of the Board of Directors can be notified in writing, fax or e-mail.

When a director takes a leave, the proxy shall hold on proxy letter and list the authorized scope of the reason for the convening.

The agent shall be entrusted by only one person.

When the Board of Directors meets, if a video conference is used, the directors who participate in the meeting by video shall be deemed to have attended the meeting in person.

Article 15

The Board of Directors consist of directors. Two-thirds or more of the directors present and more than half of the directors agree to elect one of them as chairman and one of them as vice chairman. For all company affairs, the chairman of the board represents the Company externally.

Article 16

When the chairman of the board takes a leave or is unable to exercise his powers for some reason, his proxy shall be handled in accordance with Article 208 of the Company Act.

Article 17

The remuneration of all directors shall be authorized by the Board of Directors to determine based participation in the Company's operations and the value of their contribution to the usual standards of the industry.

**FOREST WATER ENVIRONMENTAL ENG'G CO., LTD.****Chapter Five Manager****Article 18**

The Company may appoint a manager, and the appointment, dismissal and remuneration shall be handled in accordance with Article 29 of the Company Act.

Chapter Six Accounting**Article 19**

After the close of each fiscal year, the following reports shall be prepared by the board of directors and submitted to Audit Committees' at least thirty days before the shareholders' meeting.

1. Business Report.
2. Financial Statements.
3. Proposal Concerning Appropriation of Net Profits or Recovering of Losses.

Article 20

Where the Company has a profit before tax for each fiscal year, the Company shall first reserve certain amount of the profit to recover losses for preceding years, and then set aside no less than 2% of the remaining profit for distribution to the employees of parents or subsidiaries of the Company as remuneration, of which the portion distributed to grassroots workers shall not be less than 50% of the aforementioned employee remuneration amount and no more than 2% of the remaining profit for distribution to directors as remuneration.

Article 20-1

If the Company has a profit in the annual final accounting, the payable profit-seeking enterprise income tax shall be set aside in accordance with the law to make up for the losses of the prior years. 10% of the remaining earnings shall be set aside as a legal reserve, unless the legal reserve has reached the Company's total paid-in capital. Next, a special reserve shall be set aside according to laws or regulations or as required by the competent authority. Based on the balance plus the accumulated undistributed earnings of the prior years, the Board of Directors shall prepare a distribution proposal for the accumulated distributable earnings to be submitted to the shareholders' meeting for resolution. If all or part of the dividends and bonuses are to be distributed in cash, authorization may be passed by a Board of Directors meeting attended by two-thirds of the directors and by a majority of the directors present, and report to the shareholders' meeting.

The Company will consider the environment and growth stage in which the Company is located, and respond to the future capital requirements, financial structure, earnings situation, and balanced and stable dividend policy. The capital requirement and dilution of earnings per share will be appropriately allocated in the form of stock dividends or cash dividends, of which the cash dividend shall not be less than 10% of the total amount of dividends issued, but may be adjusted by the resolution of the shareholders' meeting, as necessary.

Chapter Seven Miscellaneous**Article 21**

If the Company's outward investment exceeds 40% of its paid-up capital, the Board of Directors shall be authorized to execute it



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Article 22

In regard to any matters not provided in this Articles of Incorporation, they shall be in pursuance of Company Act, Securities and Exchange Act and other related laws or regulations.

Article 23

These Articles of Incorporation were enacted on June 1, 2004.

The 1st amendment was made on December 3, 2004

The 2nd amendment was made on December 25,2006.

The 3rd amendment was made on June 18,2008.

The 4th amendment was made on September 12,2008.

The 5th amendment was made on October 25,2010.

The 6th amendment was made on December 12,2010.

The 7th amendment was made on May 25,2011.

The 8th amendment was made on February 25,2013.

The 9th amendment was made on October 29, 2013

The 10th amendment was made on July 15,2014.

The 11th amendment was made on October 29,2014.

The 12th amendment was made on June 22,2015.

The 13th amendment was made on January 27,2016.

The 14th amendment was made on June 13,2016.

The 15th amendment was made on December 13,2016.

The 16th amendment was made on June 13,2017.

The 17th amendment was made on June 11,2018

The 18th amendment was made on June 13,2019

The 19th amendment was made on December 6,2023

The 20th amendment was made on January 6, 2025.

The 21th amendment was made on June 26,2025.