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SAMSUNG
ELECTRO-MECHANICS



Articles of Incorporation

Samsung Electro-Mechanics Co., Ltd.

<https://www.samsungsem.com>

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Articles of Incorporation of Samsung Electro-Mechanics Co., Ltd.

CHAPTER I. GENERAL PROVISIONS

Article 1. (Corporate Name)

The name of the Company shall be "*Samseong Jeongi Jusik Hoesa*", which shall be written in English as SAMSUNG ELECTRO-MECHANICS CO., LTD.

Article 2. (Purpose)

The objective of the Company shall be to manage the following businesses:

1. Manufacture and sale of electrical, electronic, mechanical instruments and components thereof
2. Manufacture and sale of communication mechanical instruments and parts thereof
3. Manufacture and sale of medical devices and parts thereof
4. Manufacture and sale of light source application machinery and parts thereof
5. Manufacture and sale of electronic calculation organization, information system, related products, parts and accessories
6. Production, sale, lease, and maintenance of software
7. Manufacture and sale of industrial products and their accessories, automobile-related parts, electrical equipment and accessories thereof
8. Manufacture, sale, lease and maintenance of automatic control equipment and application equipment
9. Sales of plants such as electronics, electricity, machine tools and facilities, and manufacture and sale of other mechanical devices and parts thereof
10. Manufacture, processing and sale of synthetic resins
11. Refining, processing and sale of metals other than gold
12. Export, import and its agency business
13. Real estate business
14. Cultivation and sale of cash crop
15. Issuance of Commodity Sale Certificate
16. Lease of machines and equipment
17. Provision and service of technology related services and sale and lease of know-how
18. Manufacture and sale of firefighting machinery and parts
19. Manufacture, sale, and construction of electric wires and related equipment
20. Consulting service business related to education and certification
21. Lease and sale of residential housing
22. E-commerce and Internet business, and manufacturing, sales and service of related parts and equipment software
23. Manufacture and sale of semiconductors and related products
24. Manufacturing and sale of semiconductor manufacturing equipment
25. Manufacture and sale of raw and subsidiary materials for semiconductor manufacturing
26. System business, accessories manufacturing, subsidiary business and investment related to each item

Article 3. (Location)

The Company shall have its head office in Suwon, Kyunggi-do and may establish factories, branches, representative offices or business offices at such places in and outside the country, as the Company may from time to time require, as determined by the Board of Directors or such committee as authorized by the Board of Directors of the Company.

Article 4. (Method of Public Notice)

Public notices by the Company shall be given electronically through the Company's website (<https://www.samsungsem.com>), provided, however, that in the event the Company is unable to give its public notice through the website due to network errors or other unavoidable reasons, such notice shall be given in "Maeil Business Newspaper", a daily newspaper circulated in Seoul. (Amended, March 18, 2020)

CHAPTER II. SHARES

Article 5. (The Amount of Authorized Capital)

The total number of shares to be issued by the Company shall be 200,000,000 shares.

Article 6. (Face Value per Share)

The par value of each share issued by the Company shall be 5,000 Won.

Article 7. (Types of Shares)

1. The types of shares to be issued by the Company shall be registered common shares and registered preferred shares.
2. Preferred shares to be issued by the Company shall be non-voting, and the number thereof shall be 20,000,000 shares.
3. A dividend on preferred shares shall be an amount not less than 1% of face value, as determined by the Board of Directors or such committee as authorized by the Board of Directors at the time of issuance of the relevant shares.
4. In case the dividend ratio of the common shares exceeds that of the preferred shares, as determined by the Board of Directors or such committee as authorized by the Board of Directors at the time of issuance of such preferred shares, the additional dividends on preferred shares shall be declared by participating in distribution of dividend at same ratio of dividend on common shares in addition to the dividend ratio of preferred shares as set forth in Paragraph 3 above, or by participating in distribution of dividend at same ratio of dividend on common shares with respect to the dividend ratio of common shares in excess of the dividend ratio of preferred shares.
5. If dividends on preferred shares are not paid from the profits of the relevant fiscal year, such unpaid and accumulated amount shall be preferentially paid to the holders of preferred shares at the time of payment of dividends for the following fiscal year.
6. In the case of rights issue, bonus issue or stock dividend, the holders of common shares shall be entitled to common shares, and the holders of preferred shares shall be entitled to preferred shares, in proportion to their respective shareholdings;
provided that in the case of rights issue and stock dividend the Company may, if necessary, issue only one kind of shares, where all the shareholders shall be entitled to such kind of shares to be issued.

7. (Deleted, March 18, 2020)

Article 7-2. (Electronic Registration of the Rights to be indicated on Shares or on Preemptive Right Certificates)

Instead of issuing shares certificates or preemptive right certificates, the Company shall electronically register the rights to be indicated on shares or preemptive right certificates on the electronic registry. (Established, March 18, 2020)

Article 8. (Transfer Agent)

1. The Company shall have a transfer agent.
2. The transfer agent, the location of its services and the scope of its operation are to be determined by the Board of Directors or such committee as authorized by the Board of Directors of the Company and to be announced in public.
3. The Company shall keep the shareholders' registry or a duplicate thereof at the office of the transfer agent and allow the transfer agent to handle shares' electronic register, shareholders' registry, and any other shares related matters thereto. (Amended, March 18, 2020)
4. The procedures for handling transfer operations as stated in Clause 3 shall be executed in accordance with the regulations for securities transfer operation of the transfer agent.

Article 9. (Deleted, March 18, 2020)

Article 10. (Preemptive Rights)

1. New shares to be issued by the Company shall be allocated to the shareholders in proportion to their respective shareholdings in accordance with Article 7 Paragraph 6, and if shares are not subscribed for as a result of waiver or loss of the preemptive right of the shareholders to subscribe for new shares, or if fractional shares remain at the time of allocation of new shares, such shares may be disposed of by a resolution of the Board of Directors in accordance with applicable laws and regulations.
2. Notwithstanding the above Paragraph 1, new shares may be allocated to persons other than shareholders in the following cases:
 - a. If the Company issues new shares or causes underwriters to underwrite new shares by a resolution of the Board of Directors in accordance with applicable laws and regulations including the Financial Investment Services and Capital Markets Act;
 - b. If the Company allocates new shares preferentially to members of the Employee Stock Ownership Association by a resolution of the Board of Directors in accordance with applicable laws and regulations including the Financial Investment Services and Capital Markets Act;
 - c. If the Company issues new shares for the issuance of depositary receipts (DR) by a resolution of the Board of Directors in accordance with the applicable laws and regulations including the Financial Investment Services and Capital Markets Act;
 - d. If the Company issues new shares by public offering in accordance with Article 10 Paragraph 3;
 - e. If new shares are issued by the exercise of stock options in accordance with Article 10 Paragraph 4;
 - f. If the Company issues new shares to the extent of 30% of the total issued and outstanding shares to domestic or foreign financial institutions for the purpose of obtaining financing urgently or to

the relevant partner company for the purpose of inducing technology therefrom, etc., by a resolution of the Board of Directors; *provided* that the issue price of the new shares shall not be less than the price prescribed by the Financial Investment Services and Capital Markets Act and other applicable laws and regulations.

Article 10-2. (Base Date for Allotment of New shares)

In the event that the Company issues new shares in connection with a rights issue, bonus issue or stock dividend, with respect to the distribution of dividends on the new shares, such new shares shall be deemed to have been issued on the last day of the fiscal year immediately preceding the fiscal year during which such new shares were actually issued; *provided*, however, that, with respect to the interim distribution of dividends on the shares issued in connection with a rights issue, bonus issue or stock dividends after the interim distribution record date stipulated in Article 37 Paragraph 3, such new shares shall be deemed to have been issued on the day immediately following the interim distribution record date.

Article 10-3. (Public Offering)

1. The Company may issue new shares by public offering to the extent that the new shares do not exceed 30% of the total number of issued and outstanding shares by a resolution of the Board of Directors, pursuant to the Financial Investment Services and Capital Markets Act and other relevant legislation.
2. If the Company issues new shares by public offering, the type, quantity and issue price of the shares to be newly issued shall be determined by a resolution of the Board of Directors; *provided* that the issue price of such new shares shall not be less than the price prescribed by the Financial Investment Services and Capital Markets Act and other applicable laws and regulations.

Article 10-4. (Stock Options)

1. The Company may grant stock options to its officers and employees (including officers and employees of the related companies as set forth in Article 542-3, Paragraph 1 of the Commercial Code; the same shall apply for the purpose of this Article) by a special resolution of the general meeting of shareholders pursuant the Commercial Code and other relevant legislation; *provided, however*, that the Company may grant the stock options to its officers and employees by a resolution of the Board of Directors to the extent determined by the relevant laws and regulations.
2. The person to whom stock options may be granted are the officers and employees who have contributed or have the capacity to contribute to the establishment, management, overseas business, technical innovation, etc. of the Company; *provided, however*, that the officers and employees who may not be entitled to stock options under the relevant laws and regulations shall be excluded.
3. The shares to be issued to the officers or employees by the exercise of their stock options (in case the Company pays, either in cash or treasury shares, the difference between the exercise price of stock options and the market price, they refer to the shares which are the basis for such calculation) shall be common shares in registered form or preferred shares in registered form.
4. Total number of shares to be delivered in accordance with the exercise of stock options shall be up to the extent permitted by the relevant laws and regulations.

5. The stock options may be exercised until an expiry date determined by a resolution of the general meeting of shareholders or the Board of Directors and such expiry date shall be determined within a period not exceeding eight (8) years from the date when two (2) years have elapsed from the date of the general meeting of shareholders or the date of the Board of Directors' meeting at which a resolution to grant such stock options is adopted;
provided, however, that the person to whom a stock option is granted should serve the Company for at least two (2) years after the date of such resolution in order to exercise such stock option, unless otherwise set forth by relevant laws and regulations.
6. The terms and conditions for stock options, such as the contents and exercise price thereof shall be determined by a special resolution of the general meeting of shareholders or by a resolution of the Board of Directors in accordance with the relevant laws and regulations and the Articles of Incorporation; *provided, however,* that such matters which are not provided for as matters reserved for resolutions of the general meeting of shareholders or the Board of Directors' meeting under the relevant laws and regulations or the Articles of Incorporation may be determined by the Board of Directors or a committee authorized by the Board of Directors.
7. The Company may cancel the grant of stock options by a resolution of the Board of Directors in any of the following cases:
 - a. In case the relevant officer or employee voluntarily retires from his/her office or leaves the Company after the grant of stock options;
 - b. In case the relevant officer or employee causes substantial damages to the Company due to his/her willful misconduct or negligence;
 - c. In case any of the causes for cancellation set forth in the stock option agreement occurs.

Article 10-5. (Cancellation of Shares)

The Company may incinerate the Company's shares at the resolution of the Board of Directors, as determined by the relevant laws and regulations, within the range of profits to be allocated to shareholders (*provided, however,* that it shall not exceed the amount prescribed by the relevant laws and regulations within the limit to which profit dividends under the provisions of Article 462 Paragraph 1 of the Commercial Code at the end of the fiscal year).

Article 11. (Deleted, February 28, 1992)

Article 12. (Closing of Register of Shareholders and the Record Date)

1. Entries in the Shareholders Registry due to transfer of shares, creation or cancellation of a pledge or a trust on the shares shall be suspended from January 1 to January 31 of each year;
provided, however, that the Company may adjust the suspension period of the Shareholders Registry within a period not exceeding three (3) months upon giving a public notice two (2) weeks before the beginning of such period.
2. The Company shall let the shareholders who are entered into the Register of Shareholders on the last day of each fiscal year exercise their rights thereof.
3. In case where the Company convenes an extraordinary general meeting of shareholders or where deemed otherwise necessary, the Company may, by resolution of the Board of Directors or such committee as authorized by the Board of Directors, set the record date or close the Register of Shareholders for a certain period not exceeding three (3) months by giving at least two (2) weeks'

prior public notice;

provided that if the Board of Directors or such committee as authorized by the Board of Directors deems it necessary, the Company may close the Register of Shareholders and set the record date at the same time.

Article 13. (Issuance of Convertible Bonds)

1. The Company may issue convertible bonds to persons other than shareholders up to an aggregate par value amount of which shall not exceed 1,500,000,000,000 Won.
2. The Board of Directors may determine that the convertible bonds referred to in Paragraph 1 may be issued on the condition that conversion rights will be attached to only a portion of the convertible bonds.
3. The shares to be issued upon exercise of conversion rights shall be common shares in respect of 1,200,000,000,000 Won of the convertible bonds and preferred shares in respect of 300,000,000,000 Won of the convertible bonds. The issue price shall not be less than the par value of the shares as determined by the Board of Directors at the time of issuance of the relevant convertible bonds.
4. The period in which a bond holder may exercise his/her conversion rights shall be determined at the time of issue of the convertible bonds by the Board of Directors from the day immediately following the date of issuance of convertible bonds to the day immediately before the date of maturity.
5. With respect to dividends of profits or interests on the shares issued as a result of conversion, such shares shall be deemed to have been issued on the last day of the fiscal year immediately preceding the fiscal year during which such new shares were actually issued; *provided*, however, that, with respect to the interim distribution of dividends on the shares issued after the interim distribution record date stipulated in Article 37 Paragraph 3, such new shares shall be deemed to have been issued on the day immediately following the interim distribution record date.

Article 14. (Issuance of Bonds with Warrants)

1. The Company may issue bonds with warrants to persons other than shareholders up to an aggregate par value amount of which shall not exceed 700,000,000,000 Won.
2. The Board of Directors may determine the amount for the exercise of warrants within a range that does not exceed the face value of the bonds.
3. The shares to be issued upon exercise of warrants shall be common shares in respect of 450,000,000,000 Won of the bonds with warrants and preferred shares in respect of 250,000,000,000 Won of the bonds with warrants. The issue price shall not be less than the par value of the shares as determined by the Board of Directors at the time of issuance of the relevant bonds with warrants.
4. The period in which a bond holder may exercise his/her warrants shall be determined at the time of issue of the bonds with warrant by the Board of Directors from the day immediately following the date of issuance of bonds with warrant to the day immediately before the date of maturity.
5. With respect to dividends of profits or interests on the shares issued as a result of exercise of warrants in relation to bonds with warrants, such shares shall be deemed to have been issued on the last day of the fiscal year immediately preceding the fiscal year during which the entire

amount of the issue price of such new shares were paid;
provided, however, that, with respect to the interim distribution of dividends on the shares issued after the interim distribution record date stipulated in Article 37 Paragraph 3, such new shares shall be deemed to have been issued on the day immediately following the interim distribution record date.

Article 14-2. (Electronic Registration of the Rights to be indicated on Bonds or Preemptive Right Certificates)

Instead of issuing bonds certificates or preemptive right certificates, the Company shall electronically register the rights to be indicated on bonds or preemptive right certificates on the electronic registry. (Established, March 18, 2020)

CHAPTER III. GENERAL MEETING OF SHAREHOLDERS

Article 15. (Convening of Meeting)

1. General meetings of the shareholders of the Company shall be ordinary general meeting of shareholders and extraordinary general meeting of shareholders.
2. Ordinary general meetings of shareholders shall be convened within three (3) months after the close of each fiscal year and extraordinary general meeting of shareholders shall be convened when necessary.

Article 15-2. (Person Authorized to Convene Meeting)

1. Unless otherwise provided for in the relevant laws and regulations, the general meeting of shareholders shall be convened by the representative director of the Company in accordance with a resolution of the Board of Directors of such committee as authorized by the Board of Directors.
2. If there are several representative directors or the representative director is unable to perform his/her duty, the Board of Directors shall determine.

Article 15-3. (Notice and Public Notice of Convening of General Meeting)

1. When convening a general meeting of shareholders, a written or electronic notice thereof setting forth the time, date, place and agenda of the meeting shall be sent to the shareholders at least two (2) weeks prior to the date of such meeting.
2. The notice requirement of Clause 1 above of convening general meeting of shareholders to shareholders holding not more than one (1) percent of the total number of shares with voting rights issued and outstanding shall be replaced by public notices including the statement that a general meeting will be held and the agenda of the meeting given at least twice in "Joong-Ang Daily News" and "Chosun Ilbo" published in Seoul or by way of electronic notice in accordance with the related legislation in lieu of written notice of convening, two (2) weeks prior to the meeting.

Article 16. (Place of Meeting)

The general meeting of shareholders may be convened in Seoul, as well as at the head office or a place nearby the head office.

Article 17. (Chairman)

1. The representative director shall serve as chairman of the general meeting of shareholders
2. If there are several representative directors or the representative director is unable to perform his/her duty, the Board of Directors shall determine.

Article 17-2. (Chairman's Authority to Maintain Order)

1. The chairman of a general meeting of shareholders may order persons, who intentionally speak or behave obstructively or who disturb the proceedings of the meeting, to stop a speech or leave the place of the meeting.
2. The chairman of a general meeting of shareholders may restrict the time and number of speeches of a shareholder as deemed necessary for the purpose of smooth proceeding of the meeting.

Article 18. (Voting Right)

Except as otherwise provided by the relevant laws and regulations, each shareholder shall have one vote per share.

Article 19. (Method of Adopting Resolutions)

All resolutions of general meetings of shareholders, except as otherwise provided by the relevant laws and regulations, shall be adopted if the approval of a majority vote of the shareholders present at such meeting is obtained and such majority also represents at least one-fourth (1/4) of the total number of shares issued and outstanding.

Article 20. (Voting by Proxy)

1. A shareholder may exercise his/her vote by proxy.
In such case, the proxy shall present a power of attorney to the Company before the opening of the general meeting.
2. In case the legal representative of a shareholder grants a power of attorney to another shareholder under Paragraph 1 above, a qualification document evidencing the power of legal representation shall be attached.
3. A shareholder may, by a single power of attorney, grant a general power of representation with respect to several general meetings of shareholders.

Article 21. (Minutes)

The substance of the proceedings of general meetings of shareholders and the results thereof shall be recorded in the minutes on which the names and seals of the chairman and the directors present at the meetings shall be affixed or which shall be signed by such persons.

CHAPTER IV. DIRECTORS, THE BOARD OF DIRECTORS AND COMMITTEES

Article 22. (Election of Directors)

1. The Company shall have at least three (3) but not more than nine (9) directors and such directors shall be appointed at the general meeting of shareholders;
provided, however, that independent directors shall be elected from the persons recommended by the Independent Director Recommendation Committee.

2. The representative director of the Company shall be elected by the Board of Directors and the representative director shall represent each Company.
3. A number of chairmen, vice chairmen, presidents, executive vice presidents, senior vice presidents, and vice presidents shall be elected by the resolution of the Board of Directors or such committee as authorized by the Board of Directors.
4. Except as otherwise provided for in the relevant laws and regulations, the directors shall be elected at a general meeting of shareholders if the approval of a majority vote of the shareholders present at such meeting is obtained and such majority also represents at least one-fourth (1/4) of the total number of shares issued and outstanding.
5. In case two (2) or more directors are appointed, the cumulative voting system provided for in Article 382 Paragraph 2 of the Commercial Code shall not be applicable.

Article 22-2. (Independent Directors)

1. An independent director shall mean a director that does not engage in the ordinary course of business.
2. Independent directors shall be selected among persons who have expert knowledge of or sufficient experience in management, economics, law, or relevant technologies.
3. A person described in **Article 542-8 Paragraph 2 of the Commercial Code** shall not be an independent director, and if a person comes to be described therein after becoming an independent director shall lose such position.

Article 23. (Term of Office)

The term of office of a director and an independent director shall be three (3) years; *provided* that the term of office of the directors shall be extended up to the close of the ordinary general meeting of shareholders convened in respect of the last fiscal year of such term of office, in case his/her term of office expires on a date prior to such ordinary general meeting of shareholders.

Article 24. (Election of Directors in Case of Vacancy)

1. Any vacancy in the office of the director shall be filled by a resolution of a general meeting of shareholders; *provided* that if the number of directors does not fall below the number prescribed by Article 22 and there is no difficulty in the administration of business, the foregoing shall not be applicable.
2. In case two (2) or more directors are appointed, the cumulative voting system provided for in Article 382 Paragraph 2 of the Commercial Code shall not be applicable.

Article 25. (Duties of Directors)

1. The representative director shall execute matters decided by the Board of Directors and shall control all affairs of the Company.
2. Executive vice presidents, senior vice presidents, and vice presidents shall assist the representative director and shall perform their respective duties.
In the event that the representative director is unable to perform his/her duties, such duties shall be carried out in proxy as determined by the Board of Directors.

Article 25-2. (Director's Obligation to Report)

If the director is or becomes aware of any facts which are likely to be a detriment to the Company, he/she shall immediately report it to the Audit Committee.

Article 26. (Board of Directors)

1. The Board of Directors shall consist of directors and shall contain the independent director (s) appointed pursuant to the relevant laws and regulations or these Articles of Incorporation.
2. The Board of Directors shall prepare minutes regarding the resolutions of the Board of Directors and write the agenda of the resolution, a summary of the proceedings, the results thereof, persons opposing the result and the reasons for opposition in the minutes, which shall then be affixed with name and seal or the signatures of the Chairman and the directors present and be kept at the headquarters.

Article 26-2. (Committees)

1. The Company may establish the following committees within the Board of Directors by the resolution of the Board of Directors:
 - a. Management Committee;
 - b. Audit Committee;
 - c. Independent Director Recommendation Committee;
 - d. Other committee as deemed necessary by the Board of Directors.
2. Power and operation of each committee shall be determined by the resolution of the Board of Directors, except as otherwise provided for in the relevant laws and regulations.
3. Articles 26 Paragraph 2, Article 28 and Article 29 shall apply *mutatis mutandis* in respect of the committees.

Article 26-3. (Management Committee)

1. The Company may establish the Management Committee as set forth in Article 26 Paragraph 2 by a resolution of the Board of Directors.
2. The Management Committee shall perform its duties in accordance with the resolution and Regulation of the Board of Directors and shall deliberate and resolve any matters delegated by the Board of Directors from time to time.
3. Details concerning composition and operation of the Management Committee shall be determined by the Board of Directors.

Article 26-4. (Audit Committee)

1. The company may establish the Audit Committee as set forth in Article 26 Paragraph 2 by a resolution of the Board of Directors.
2. Details concerning composition and operation of the Audit Committee shall be determined by the Board of Directors.

Article 26-5. (Independent Director Recommendation Committee)

1. The Company may establish the Independent Director Recommendation Committee as set forth in Article 26 Paragraph 2 by a resolution of the Board of Directors.
2. Details concerning composition and operation of the Independent Director Recommendation

Committee shall be determined by the Board of Directors.

Article 27. (Chairman of the Board Directors)

The chairman of the Board of Directors shall be appointed from among the directors by a resolution of the Board of Directors.

Article 28. (Convening of the Meeting of the Board of Directors)

The meeting of the Board of Directors shall be convened by the chairman, and the chairman shall give notice to each director of the date, time and place at least twelve (12) hours prior thereto in writing, electronic document or verbally;
provided that such notice may be omitted with the consent of all directors.

Article 29. (Resolution of the Board of Directors)

A resolution of the Board of Directors shall require presence of the majority of all directors and majority of the votes of the directors in attendance.

A director having a special interest with respect to the resolution shall not exercise his/her voting right.

Article 30. (Prohibition of Competition by Director)

No director shall engage in the same class of business as that of the Company without consent of the Board of Directors or such committee as authorized by the Board of Directors. However, when a director is elected with the knowledge that his business is in competition with the Company, the foregoing shall not apply.

Article 31. (Deleted, March 16, 2000)

Article 31-2. (Deleted, March 16, 2000)

Article 31-3. (Deleted, March 16, 2000)

Article 31-4. (Deleted, March 16, 2000)

Article 32. (Remuneration of Directors)

The remuneration of the directors shall be determined by the resolution of a general meeting of shareholders.

Article 33. (Severance Allowance of Directors)

Severance allowances of the directors shall be handled in accordance with "Officer's Severance Pay Regulations" adopted separately.

Article 34. (Deleted, March 16, 2000)

CHAPTER V. ACCOUNTING

Article 35. (Fiscal Year)

The fiscal year of the Company shall be from January 1 to December 31 of each year, and the account shall be made at the end of each fiscal year.

Article 36. (Disposition of Profits)

The unappropriated retained earnings for each fiscal year of the Company shall be disposed of as follows:

1. Legal Reserves (stipulated in the Commercial Code);
2. Other statutory reserves;
3. Dividends;
4. Voluntary reserve;
5. Other retained earnings to be appropriated;
6. Retained earnings to be carried forward to the subsequent year.

Article 37. (Dividends of Profits)

1. Dividends of profits may be paid in either cash or shares.
2. Dividends mentioned in Paragraph 1 above shall be paid to the shareholders or pledgees registered in the shareholders registry of the Company as of the last day of each fiscal year.
3. The Company may, by the resolution of the Board of Directors, distribute in cash the dividends to the shareholders and pledges registered in the Shareholders Registry of the Company as of the record date which shall be June 30 of each fiscal year, provided that such payment shall be limited only once during each fiscal year.
4. Interest shall not accrue on dividends.
5. In the case of stock dividends, if the Company has issued several classes of shares, different classes of shares may be allotted by a resolution of the general meetings of shareholders.

Article 38. (Extinct Prescription of the Right for Payment of Dividends)

1. Right for payment of dividends shall be extinguished, if the right is not exercised for five (5) consecutive years.
2. Upon the expiry of the prescription of dividends in Paragraph 1, such dividends shall be returned to the Company.

CHAPTER VI. ADDENDA

Article 1. (Adoption of Administrative Regulations)

The Company may adopt administrative regulations necessary for the administration of the business and management of the Company by the resolution of the Board of Directors or such committee as authorized by the Board of Directors when necessary.

Article 2. (Scope of Application)

Matters not specifically provided for herein shall be in conformity with the relevant provisions of the Commercial Code and other laws.

Article 3. (Names and Addresses of Promoters)

The full names and addresses of the promoters for the establishment of the Company are set forth at the end hereof:

For the establishment of Samsung Sanyo Parts Co., Ltd., these Articles of Incorporation have been prepared, and all the promoters have affixed their names and seals herein below.

February 28, 1973 A.D.

330 Maetan-dong, Suwon-si
Samsung Sanyo Electro-Mechanics Co., Ltd.
Representative Director Cho Wu-dong
71-2 Hyehwa-dong, Jongro-gu, Seoul
Cho Wu-dong
15-33 Sibeom Apartments, 1-45 Yeoeuido-dong, Yeongdeungpo-gu, Seoul
Jang Gi-ju
166-1 Myeongryun-dong 2-ga, Jongro-gu, Seoul
Shin Hun-cheol
326-4 Sangdo 1-dong, Gwanak-gu, Seoul
Lee Nyeon-wu
254-14 Huam-dong, Yongsan-gu, Seoul
Kim Dong-cheol
419-2 Sadang-dong, Gwanak-gu, Seoul
Choi Gyeong-taek

Article 4. (Date of Enforcement)

These Articles of Incorporation shall take effect as of February 22, 1996. However, the amendments in Articles 9, 19, 21, 22, 25-2, 26, 30, 31-2, 31 and 37 shall take effect as of October 1, 1996, and the amendments in Article 10-2 shall take effect as of fiscal year immediately following the amendments to these Articles of Incorporation are amended.

Article 5. (Interim Matters)

With respect to the non-cumulative preferred shares without voting rights issued before February 27, 1997, the dividend thereon shall be an amount equivalent to the dividend on each common share plus one (1) percent per annum of the face value of each share and shall be paid in cash, and dividend on such preferred shares shall not necessarily be declared in case no dividend is paid on common shares.

In case the preferred shares are issued as bonus issue or otherwise with respect to the above preferred shares, the new preferred shares as described in Article 7 (Types of Shares and Share Certificates) shall be allotted.

Article 6. (Date of Enforcement)

These Articles of Incorporation shall take effect as of March 20, 1998.

Article 7. (Date of Enforcement)

These Articles of Incorporation shall take effect as of March 19, 1999.

However, Articles 22 Paragraph 5 (Cumulative voting of Election of Directors) and Article 24 Paragraph 2 (Cumulative voting of Election of Directors in Case of Vacancy) shall take effect as of June 29, 1999.

Article 8. (Date of Enforcement)

These Articles of Incorporation shall take effect as of March 16, 2000.

(Newly established on March 16, 2000)

Article 9. (Interim Measures on Independent Director)

1. The independent directors elected at a general meeting of shareholders convened at the date of the amendment of these Articles of Incorporation shall be deemed to have been recommended by the Independent Director Recommendation Committee. (Newly established on March 16, 2000)
2. The amended Article 23 shall apply to independent directors to be elected in the shareholders meeting which will be convened after the amendment to these Articles of Incorporation is effective. (Newly established on March 16, 2000)

Article 10. (Date of Enforcement)

These Articles of Incorporation shall take effect as of March 18, 2020.

(Newly established on March 18, 2020)

Adopted on February 28, 1973
1st Amended on August 11, 1973
2nd Amended on September 3, 1973
3rd Amended on September 28, 1973
4th Amended on March 20, 1974
5th Amended on May 1, 1977
6th Amended on November 10, 1977
7th Amended on November 9, 1978
8th Amended on November 23, 1978
9th Amended on February 26, 1979
10th Amended on February 27, 1984
11th Amended on February 26, 1985
12th Amended on February 26, 1987
13th Amended on February 26, 1988
14th Amended on February 27, 1989
15th Amended on February 26, 1990
16th Amended on February 25, 1991
17th Amended on February 28, 1992
18th Amended on February 24, 1994
19th Amended on February 23, 1995
20th Amended on February 22, 1996
21st Amended on February 27, 1997
22nd Amended on March 30, 1998
23rd Amended on March 19, 1999
24th Amended on March 16, 2000
25th Amended on March 9, 2001
26th Amended on February 28, 2002
27th Amended on February 28, 2005
28th Amended on March 19, 2010
29th Amended on March 11, 2016
30th Amended on March 18, 2020