Stock code: 1435

CHUNG FU TEX-INTERNATIONAL CORPORATION

2024 Second Extraordinary Meeting of Shareholders

Conference Handbook

Meeting Method: Physical Meeting
Time: 9 a.m., December 27 (Friday), 2024
Venue: Zhonghe Civic Activity Center
(Address: No. 74, Zhonghe Road, Zhonghe District, New Taipei City)

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[Meeting Agenda]

Time: 9 A.M., December 27 (Friday), 2024

Location: Zhonghe Civic Activity Center

(No. 74, Zhonghe Road, Zhonghe District, New Taipei City)

Meeting Method: Physical Meeting

I. Call Meeting to Order

II. Address by the Chairman

III. Election: Supplement Election of 1 Independent Director of ChungFu-tex International Co., LTD.

IV. Other Motions: Removal of Competition Restrictions For The Newly Elected Independent Director.

V. Extraordinary Motions

VI. Meeting Adjourned

[Election] Proposal by the board of directors

Subject: Proposal for the Supplement election of 1 Independent Director of ChungFu-tex International Co., LTD.

Description: I. After the second shareholders' meeting of this company in year 2024, where one director and two independent directors were dismissed, the number of directors in the company has vacancies over one-third of the total board members. In order to comply with legal requirements and in reference to the Ministry of Economic Affairs letter No. 09002096490, dated May 16, 2001, which states: "According to Article 201, Paragraph 1 of the Company Act: 'When the number of directors has vacancies over one-third of the total board members, an extraordinary shareholders' meeting must be convened to elect new directors,' and as there is no specific regulation in the Company Act regarding whether the number of directors to be elected must match the number of vacancies, this matter is subject to the company’s internal governance. In case of any dispute, legal avenues should be pursued," the company is therefore calling the second extraordinary shareholders' meeting of 2024 to elect one independent director to fill the vacancy.

II. The term of the elected independent director will begin on December 27, 2024, and end on August 20, 2026, which is the same term as the current directors (including independent directors).

III. Please proceed with the election.

Election results:

[Other Motions] Proposal by the board of directors

Other Subjects: Please discuss the removal of competition restrictions for the newly elected independent director.

Description: I. According to Article 209 of the Company Act, a director who does anything for him/herself or on behalf of another person that is within the scope of the company's business shall explain to the shareholders' meeting the essential contents of the act and obtain the approval.

II. The proposed resolution for the 2nd Extraordinary Meeting of Shareholders of year 2024 is to approve the removal of the non-compete restrictions for the newly appointed independent director, in the event that the director has investments in or operates companies that are engaged in businesses similar to or the same as the company's business scope and holds a directorship in such companies. This proposal is made on the condition that such activities do not harm the interests of the company. According to the law, the proposal to remove the non-compete restriction for the company's newly appointed independent director was approved at the second extraordinary shareholders' meeting of year 2024."

III. Submitting the proposal for resolution.

Resolution:

[Extraordinary Motions]

[Adjournment]

[Attachment I]

Candidate List of the Independent director

(I) Nomination by shareholders holding more than 1% of the shares:

Serial number	Candidate Name	Gender	Education level	Experience	Current employment	Number of shares held (Note)	Reason for being nominated after having served as an independent director of the Company for three consecutive terms
1	Wang, Wen-Yun	Male	Bachelor's degree in Chemistry, Fu Jen Catholic University	1. Senior Researcher, Stock Investment Department, International Securities Investment Trust Co., Ltd. 2. Fund Manager, Global Select 20, International Securities Investment Trust Co., Ltd. 3. Fund Manager, International Fund 1, International Securities Investment Trust Co., Ltd. 4. Fund Manager, International Wanbao Fund, International Securities Investment Trust Co., Ltd. 5. Researcher, Stock Investment Department, International Securities Investment Trust Co., Ltd.	None	0 share	None

[Appendix I]

Chung Fu Tex-International Corporation
Articles of Incorporation

10/25/2024

Chapter 1 General provisions

Article 1: The Company is organized in accordance with the Company Act on companies limited by shares, and is named "Chung Fu Tex-International Corporation", and its English name is "Chung Fu Tex-International Corporation".

Article 2: The business scope of the Company is as follows:

I. A101020 Growing of Crops
II. C501990 Manufacture of other products of wood
III. F101130 Wholesale of Vegetables and Fruits
IV. F102030 Wholesale of Tobacco and Alcohol
V. F104110 Wholesale of Cloths, Garments, Shoes, Hats, Umbrellas and Clothing Accessories
VI. F106010 Wholesale of Hardware
VII. F108040 Wholesale of Cosmetics
VIII. F112040 Wholesale of Petroleum Products
IX. F113050 Wholesale of Computers and Clerical Machinery Equipment
X. F118010 Wholesale of Computer Software
XI. F119010 Wholesale of Electronic Materials
XII. F203010 Retail Sale of Food, Grocery and Beverage
XIII. F203020 Retail Sale of Tobacco and Alcohol
XIV. F208040 Retail Sale of Cosmetics
XV. F212050 Retail Sale of Petrochemical Fuel Products
XVI. F401010 International Trade
XVII. G801010 Warehousing
XVIII. H701010 Housing and Building Development and Rental
XIX. I301010 Information Software Services
XX. I301020 Data Processing Services
XXI. I301030 Electronic Information Supply Services
XXII. IG01010 Biotechnology Services
XXIII. H701020 Industrial Factory Development and Rental
XXIV. H701040 Specific Area Development
XXV. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3: The head office of the Company is located in New Taipei City. If necessary, branch offices both at home or abroad may be established by board resolution.

Article 4: The announcement method of the Company shall be handled in accordance with Article 28 of the Company Act.

Article 5: The Company's investment amount can be converted without being limited by 40% of the Company's paid-in capital.

Chapter 2 Shares

Article 6: The total rated capital of the Company is NT$2 billion, divided into 200 million shares with a par value of NT$10 per share; the Board of Directors is authorized to issue the shares in installments. Among them, NT$100 million that is divided into 10 million shares at NT$10 per share is reserved for employees to exercise the subscription rights of stock option certificates.

Article 6-1: The Company may issue Class A preference shares in registered form, with the rights, obligations and main issuing conditions as follows:

I. The dividend yield of the preference shares is limited to an annual interest rate of 3.5%.
II. The dividend of the preference shares shall be calculated based on the actual issuing price and the actual number of issuance days, and shall be paid in cash in a lump sum after the annual shareholders' meeting's recognition of the financial statements of the previous year and the resolution on the earnings distribution. The Board is authorized to separately determine the ex dividend date for the annual dividend of preference shares.
III. If the Company has a surplus in the annual final accounts, in addition to paying taxes, making up for losses and setting aside legal and special reserves in accordance with the law, the Company shall prioritize the distribution of preferential share dividends from the balance.
IV. Other than the dividends mentioned in paragraph 1 of this article, shareholders of Class A preference shares shall not participate in the distribution of earnings and capital surplus to ordinary shares in cash.
V. If there is no earnings in the annual final accounts or the earnings are insufficient for the distribution of all the dividends of Class A preference shares, the interest on the unpaid dividends shall be calculated based on the compound annual interest rate and accumulated for prioritized payment in future year when there is a surplus in the annual final accounts. However, the accumulated outstanding preferential share dividends shall be paid in full at the expiration of the issuance period.
VI. The maximum issuance period of the preferential shares is 5 years; on the expiration date, they shall be redeemed in cash in one go based on the execution price plus the accumulated outstanding dividends. If due to objective factors or uncontrollable circumstances, the Company is unable to redeem all or part of the preferential shares upon expiration, the rights of outstanding preferential shares shall continue in accordance with the issuance conditions of the issuance measures until full redemption by the Company. The dividend shall also be calculated based on the original dividend rate and the actual extension period.
VII. The preferential shares cannot be converted into ordinary shares during the issuance period.
VIII. The order of distribution of the remaining assets to the preferential shares shall have priority over that of ordinary shares and other preferential shares issued afterwards, but shall not exceed the amount of issuance.
IX. The shareholders of the preferential shares have the right to vote and elect at the general shareholders' meeting, as well as the right to be elected as directors.
X. When the Company issues new shares through capital increase in cash, shareholders of preferential shares shall have the same priority stock option rights as that of shareholders of ordinary shares.
XI. The Board of Directors is authorized to regulate other related matters in accordance with the "Measures for Issuing Class A Registered Preference Shares" at the actual issuance of the shares.

Article 7: The Company's shares are all in registered form, signed or stamped by directors who represent the Company, and issued after being certified by the competent authority or its authorized securities issuance registration agency. If the issued shares are exempt from printing, the Company shall have the issued shares registered with the securities centralized depository institution and handled in accordance with the regulations of that institution.

Article 8: The handling of the Company's stock affairs, unless otherwise provided by laws or securities regulations, shall be handled in accordance with the “Regulations Governing the Acquisition and Disposal of Assets by Public Companies”.

Article 9: Transfer of share ownership shall be suspended within 60 days prior to a general shareholders' meeting, 30 days prior to an extraordinary shareholders' meeting, or 5 days before the ex-date of dividends or bonuses.

Article 10: The Company’s stock affairs shall be handled in accordance with the regulations of the competent authority.

Chapter 3 Shareholders' Meeting

Article 11: The Company’s shareholders’ meetings are divided into the general shareholders’ meeting and the extraordinary shareholders’ meeting.

I. The general shareholders’ meeting is held at least once a year, within six months after the end of each fiscal year.

II. The extraordinary shareholders’ meeting is held when necessary.

The shareholders should be notified of the date, location, and reason for convening the meeting 30 days prior to a general shareholders' meeting and 15 days prior to an extraordinary shareholders’ meeting.

Article 12: If unable to attend the shareholders' meeting for any reason, a shareholder may appoint a proxy to attend the meeting on their behalf by signing the power of attorney form printed by the Company and stating the scope of powers authorized to the proxy.

Article 13: Each share of the shareholders of the Company has one voting right, except for non-voting share, as specified in Article 179 of the Company Act.

Article 14: Unless otherwise stipulated in the Company Act, resolutions of a shareholders’ meeting shall be adopted at a meeting attended by shareholders representing a majority of the total number of issued shares, with the approval of more than half of these attending shareholders’ voting rights.

Article 15: The resolutions of the shareholders' meeting shall be recorded in the meeting minutes, signed or sealed by the meeting chairman, and distributed to the shareholders within 20 days after the meeting. The production and distribution of the minutes of proceedings referred to in the preceding paragraph and Preserved in accordance with Article 183 of the Company Law Customized processing.

Chapter 4 Directors and Audit Committee

Article 16: The company shall have five to nine directors. The term of office is three years and can be re-elected. Among the number of directors in the preceding paragraph. The number of independent directors shall not be less than three, and shall not be less than One-fifth of the directors’ seats.

Regarding the professional qualifications of independent directors, Shareholding, part-time restrictions, nomination and selection parties procedures and other matters that should be followed, in accordance with the competent authority. Comply with relevant laws and regulations.

Directors of the Company (including independent directors) The election shall be governed by Article 192 of the Company Law Phase 1. Candidate nomination system, which is decided by shareholders selected from the list of candidates. independent director and non-independent directors should be elected together, and calculate the number of elected candidates separately.

The Company has five to nine directors, who shall be elected via a candidate nomination system by the shareholders’ meeting among people with the capacity to do so. The term of office is three years, and re-election is allowed.

The number of independent directors shall not be less than two, and not less than one fifth of the number of total number of directors.

Independent directors' professional qualifications, shareholding, concurrent employment restrictions, nomination method, election method and other compliance issues shall be handled in accordance with the regulations of the competent authority.

The candidate nomination system is adopted in accordance with Article 192-1 of the Company Act for the election of directors, and the directors shall be elected from the list of candidates by shareholders. The election of independent directors and non independent directors should be conducted together, and the elected seats shall be calculated separately.
The total shareholding ratio of all directors of the company shall not be lower than that specified by the securities regulatory authority.

Article 16-1: The company has established an "Audit Committee" in accordance with Article 14-4 of the Securities and Exchange Act. The Audit Committee shall be composed solely of independent directors and is responsible for performing the duties and powers of a supervisor as prescribed by the Company Act, the Securities and Exchange Act, and other relevant laws and regulations.

Matters related to the number of members, term of office, powers, meeting rules, and other related matters of the Audit Committee shall be governed by the relevant provisions of the "Regulations Governing the Exercise of Powers by the Audit Committee of a Publicly Listed Company," and shall be separately stipulated in the Audit Committee's organizational rules.

Article 17: The Chairman of the board of directors shall be elected by and from among the directors by a majority vote at a meeting attended by over two-thirds of the directors. The same method above shall be employed for the election of the Vice Chairman. However, this restriction shall not apply if a board meeting is convened in accordance with Article 203 of the Company Act.

Article 18: The Chairman of the board of directors is internally the chairman of the shareholders' meeting and the board meeting. If the Chairman is absent or cannot perform his duty for any reasons, his responsibilities shall be undertaken by the Vice Chairman. If there is no Vice Chairman or the Vice Chairman is also absent or cannot perform his duty for any reasons, the Chairman shall appoint a director to act as his proxy. If the Chairman does not designate such a proxy, the directors shall elect a proxy by and from among themselves.

Article 19: The Company may pay remuneration and transportation expenses to its directors while they are performing their duties. The amount shall be determined by the Board of Directors based on the directors' level of participation in the company's operations and the value of their contributions, taking into account the typical standards in the industry.
The aforementioned remuneration and transportation expenses shall be paid regardless of the company's profit or loss.
The Company may purchase liability insurance for its directors and managers during their tenure to cover their duties within the scope of their business execution.

Article 20: The Company's notice of convening the board meeting may be in writing or by e-mail or fax. Except otherwise stated in the Company Act, board resolutions shall be made in a board meeting attended by a majority of all the directors and approved by a majority of the directors present.
When the board of directors meets, the directors shall attend in person. A director who is unable to attend for any reasons may issue a power of attorney listing the scope of authorization on the meeting issues, and entrust another director to attend as his proxy, but the proxy may accept the authorization of only one person. When a director has a

personal interest in a motion of a meeting, in addition to recusing themselves, they should explain at the meeting the important content of their personal interest (and their reasons for recusal).

Article 20-1: If the businesses of the director or independent director of the Company or their related persons (and/or companies or institutions) include the Housing and Building Development and Rental, Industrial Factory Development and Rental, Development of Specific Zones, Investment, Development and Construction in Public Construction, Development of New Towns and Urban Areas, Process Zone Expropriation and Urban Land Readjustment Agency, Urban Renewal Reconstruction, Real Estate Business, Real Estate Leasing, Investment Consulting, Management Consulting, and the peripherals of the businesses above, the director or independent director should actively and fully explain and disclose the important content of their interests in the discussion and decision of the board meeting, avoid the discussion and voting on the proposal, and may not act as the proxy of other directors or independent directors when exercising their voting rights. If there is any evasion or violation, the director or independent director and their related persons (and/or companies or institutions) shall be liable to the Company for a predetermined compensation of three to five times the transaction amount of the proposed case.

Article 21: Except for matters that must be resolved by the shareholders' meeting as required by law or the articles of association, all other matters concerning the management of the company's business shall be decided by the board of directors.

Chapter 5 Managers

Article 22: The Company may appoint executive officers, whose appointment, dismissal, and remuneration shall be governed by Article 29 of the Company Law. The executive officers shall be responsible for the overall operation of the assigned area of responsibility in accordance with the Company's policies, report to the board of directors, and shall comply with the policies of the board of directors as led by the chairman.

Chapter 6 Accounting

Article 23: The Company's fiscal year shall commence on January 1st and end on December 31st of each year. Upon the conclusion of each fiscal year, the board of directors shall prepare the following documents and submit them to the annual general meeting for approval:

1. Operating report
2. Financial statements
3. Proposal for profit distribution or loss appropriation

Article 24: The company's annual settlement, if profitable, shall be allocated in the following manner:

1. Employee compensation: 2% to 3% of profits.
2. Director compensation: Up to 5% of profits.

However, if the company has accumulated losses, provisions must be made in advance to cover the amount needed to offset these losses, after which employee compensation and director compensation shall be allocated based on the percentages specified in the first and second points above.

Employee compensation may be paid in the form of stock or cash, and eligible recipients may include employees of affiliated and subsidiary companies who meet certain criteria.

The allocation of employee and director compensation shall be decided by the board of directors through a resolution approved by at least two-thirds of the attending directors and a majority of the attending directors, and shall be reported to the shareholders' meeting.

If the company has profits at the end of the year, after paying income taxes and offsetting previous years' losses, 10% of the profits shall be allocated as legal surplus reserves. Additionally, the same amount will be set aside as special surplus reserves to adjust the reduction in shareholder equity for the year. If there are remaining profits, the board of directors shall propose a distribution plan. If the distribution is made through the issuance of new shares, it must be approved by the shareholders' meeting; if made in cash, it shall be decided by the board of directors.

Given the ever-changing industry environment and considering the company's need for funds for future diversified operations and long-term financial planning, as well as shareholder interests, the cash dividend distribution shall not be less than 10% of the total dividend.

The distribution of dividends and bonuses may be authorized by the board of directors through a special resolution, and all or part of the dividends and bonuses to be distributed may be paid in cash, subject to reporting to the shareholders' meeting.

Article 25: (Deleted)

Article 26: (Deleted)

Chapter 7 Supplementary Provisions

Article 27: Matters not covered in these Articles of Incorporation shall be handled in accordance with the Company Act and other relevant laws and regulations.

Article 28: The Articles of Incorporation was established on December 14, 1970.

The 1st amendment was made on July 15, 1971.
The 2nd amendment was made on July 1, 1972.
The 3rd amendment was made on October 10, 1972.
The 4th amendment was made on December 5, 1973.
The 5th amendment was made on August 17, 1977.
The 6th amendment was made on June 22, 1980.
The 7th amendment was made on February 1, 1982.
The 8th amendment was made on March 3, 1982.
The 9th amendment was made on January 3, 1985.
The 10th amendment was made on March 15, 1986.
The 11th amendment was made on June 27, 1986.
The 12th amendment was made on April 2, 1987.
The 13th amendment was made on July 10, 1987.
The 14th amendment was made on April 11, 1988.
The 15th amendment was made on May 26, 1989.
The 16th amendment was made on May 30, 1990.
The 17th amendment was made on June 15, 1991.
The 18th amendment was made on June 30, 1996.
The 19th amendment was made on June 15, 2000.
The 20th amendment was made on October 19, 2000.
The 21th amendment was made on June 15, 2001.
The 22nd amendment was made on June 25, 2002.
The 23rd amendment was made on May 22, 2006.
The 24th amendment was made on August 29, 2008.
The 25th amendment was made on June 25, 2010.
The 26th amendment was made on June 27, 2012.
The 27th amendment was made on June 24, 2014.
The 28th amendment was made on June 23, 2016.
The 29th amendment was made on June 21, 2018.
The 30th amendment was made on June 21, 2019.

The 31st amendment was made on June 22, 2020.
The 32nd amendment was made on August 3, 2021.
The 33nd amendment was made on October 25, 2024.

[Appendix II]

Chung Fu Tex-International Corporation
Rules of Procedure for Shareholder Meetings

10/25/2024

Article 1: Unless otherwise provided by laws and regulations, the shareholders' meeting of the Company shall be handled in accordance with these Rules.

Article 2: The Company shall state in the meeting notice the time and place of the registration of shareholders and other matters that should be noted.

The time for the shareholder's registration referred to in the preceding paragraph shall be at least 30 minutes before the meeting; the registration office shall be clearly marked, and sufficient qualified personnel shall be sent to handle the registration.

At each shareholder's meeting, the shareholder may issue a power of attorney in the form printed by the Company to specify the scope of authorization, and sign or seal it and entrust an agent to attend.

Each shareholder may issue one proxy form and delegate one proxy only. All proxy forms must be received by the Company at least 5 days before the shareholder meeting. In case of duplicate powers of attorney, the one received first shall prevail. However, this excludes situations where the shareholder has issued a proper declaration to withdraw the previous proxy arrangement.

The shareholders themselves or their entrusted agents shall attend the shareholders' meeting based on the attendance card, sign-in card or other attendance certificates. The solicitors of the power of attorney for attending the meeting shall carry an identity certificate for verification.

The number of shares present shall be calculated according to the number of shares registered in the signature book or the sign-in cards submitted.

Article 3: When shareholders representing more than half of the total number of issued shares are present, the chairman shall call the meeting to order. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chairman may announce a meeting postponement, provided that the number of such postponement is no more than two, and the total time is no more than one hour. If the quorum is not met after two postponements, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to paragraph 1, Article 175 of the Company Act.

Prior to the conclusion of the meeting, if the attending shareholders represent a majority of the total number of issued shares, the chairman may resubmit the tentative resolution for voting at the shareholders' meeting pursuant to Article 174 of the Company Act.

Article 4: Unless otherwise specified by law, shareholder meetings are to be convened by the board of directors.

The Company shall, 30 days before the general shareholders' meeting and 15 days before the extraordinary shareholders' meeting, submit the notice of the shareholders' meeting, the form for the power of attorneys, and the subjects and details of matters for recognition, matters for discussion, election or dismissal of directors, etc., and generate an electronic file of the above and send it to the MOPS. At least 21 days before a general shareholders' meeting and 15 days before an extraordinary shareholders' meeting, an electronic copy of the meeting handbook and supplementary information shall be prepared and posted onto the MOPS. Copies of the shareholders' meeting procedure handbook and supplementary information shall be prepared at least 15 days before the meeting and made accessible to shareholders upon request. These documents must also be placed on the Company's premises and at the stock affairs agent, and distributed on-site during the shareholders' meeting.

Article 5: If a shareholders' meeting is convened by the Board of Directors, the meeting agenda shall be set by the Board of Directors. The meeting shall proceed in the order set in the agenda, which may not be changed without a resolution of the shareholders' meeting.

The above rule also applies to shareholder meetings convened by any authorized party other than the board of directors.

The chairman may not declare the meeting adjourned prior to completion of the meeting agenda (including extraordinary motions) of the preceding two paragraphs except by a resolution of the

shareholders’ meeting.
After the meeting is adjourned, shareholders shall not elect another chairman to continue the meeting at the original address or another venue. However, if the chairman adjourns the meeting in violation of the rules of procedure, the attending shareholders representing more than half of the voting rights may elect a new chairman and continue the meeting.

Article 6: If the shareholders' meeting is convened by the board of directors, the Chairman shall serve as the chairman of the meeting. When the Chairman is on leave or unable to exercise his functions and powers for some reason, the Vice Chairman shall act as the deputy. If there is no Vice Chairman in place or the Vice Chairman is also on leave or unable to exercise his functions and powers for some reason, the Chairman shall appoint a managing director to act as the deputy. If there is no managing director in place, the Chairman shall appoint a director to act as the deputy. If the Chairman fails to appoint a deputy, the managing directors or directors shall elect one person among themselves to act as the deputy.
If the chairman of the preceding paragraph is deputized by a managing director or director, the person shall have served for more than six months and understands the Company's financial and business conditions. The same applies if the chairman is the representative of a corporate director.
If a shareholders’ meeting is convened by the board of directors, it is advisable that more than half of the directors be present.
If the shareholders' meeting is convened by a person with the power to convene other than the board of directors, the convener shall be the chairman of the meeting. If there are two or more conveners, one of them shall be elected to be the chairman.
The Company may appoint its designated lawyers, accountants or related personnel to attend the shareholders’ meeting as non-voting delegates.

Article 7: Before speaking, an attending shareholder shall specify on the speaker's slip their speech summary, shareholder account number (or attendance card number) and account name. The order in which shareholders speak shall be set by the chairman.
An attending shareholder who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.
When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violations.

Article 8: Legal person that are entrusted to attend a shareholders’ meeting may only send one representative to attend.
Where a corporate shareholder has appointed two or more representatives to attend the shareholder meeting, only one representative may speak per motion.

Article 9: Each shareholder shall not make more than two statements for the same proposals without the chairman’s agreement, and each statement shall not exceed five minutes.
If the shareholder’s speech violates the rules above or exceeds the scope of the agenda item, the chairman may terminate the shareholder’s speech. If the shareholder does not stop, the chairman may command the picket (or security personnel) to escort the shareholder to leave the venue.

Article 10: After a shareholder has finished speaking, the chairperson may answer the shareholder's queries personally or appoint any relevant personnel to do so.

Article 11: When the chairman is of the opinion that a matter has been sufficiently discussed to a degree of putting to a vote, he may announce the discussion terminated and bring the matter to vote.
The persons who supervise and calculate the votes on proposals shall be appointed by the chairman, but the vote supervisor must have the status of shareholder.
The resolutions of the shareholders' meeting shall be recorded in the meeting minutes, signed or sealed by the chairman, and distributed to the shareholders within 20 days after the meeting. Preparation and distribution of meeting minutes can be made in electronic form.
For the distribution of minutes referred to in the preceding paragraph, the Company may enter the minutes on the MOPS for public announcement.
The minutes shall be taken in the order of the date, place, name of the chairman, resolution method, essentials of the proceedings and voting results. The minutes shall be kept permanently

during the existence of the Company.

The Company shall audio and video record the entire process of the shareholders' meeting, and keep the record for one year.

The recording above shall be kept for at least one year. However, should a shareholder raise a litigious claim against the Company in accordance with Article 189 of The Company Act, the abovementioned documents must be retained until the end of the litigation.

Article 12: Other than the proposals listed on the agenda, any proposals or amendments or substitutions to the original proposals proposed by shareholders shall be seconded by other shareholders, and the equity represented by the proposer and the seconders shall reach 1% of the total issued ordinary shares.

Article 13: Unless otherwise provided by the Company Act or the Company’s Articles of Association, a proposal shall be approved with the consent of more than half of the voting rights of the shareholders present. In the resolution process, if there is no objection after consultation by the chairman, the proposal shall be deemed as approved, and its validity shall be the same as that of voting.

The ballot counting process of voting or elections at the shareholders' meeting shall be conducted in a public place at the venue of the shareholders’ meeting, and the voting results, including the number of voting rights, shall be announced on the spot after the completion of the ballot counting and recorded accordingly.

When there is an election of directors at the shareholders' meeting, it shall be handled in accordance with the relevant election rules prescribed by the Company, and the election results, including a list of elected directors and the number of voting rights they receive shall be announced on the spot.

All ballots used in the above election shall be sealed and signed by the ballot examiner, and held in proper custody for at least one year. However, should a shareholder raise a litigious claim against the Company in accordance with Article 189 of The Company Act, the abovementioned documents must be retained until the end of the litigation.

Article 14: When there is an amendment or replacement of a proposal, the chairman shall determine the order of voting together with that of the original proposal. If one of the proposals is approved, the other proposals shall be deemed to be rejected and no more voting shall be needed.

Article 15: During the meeting, the chairperson may, at his or her discretion, announce a recess. In the event of force majeure, the chairperson may decide to suspend the meeting and, depending on the circumstances, announce the time for reconvening the meeting or, upon resolution of the shareholders' meeting, reconvene the meeting within five days without notice or announcement.

Article 16: The chairman may command the picket (or security personnel) to assist in maintaining the order of the meeting venue. When assisting in maintaining order, the picket (or security personnel) shall wear an armband or identification card with the word "picket".

Article 17: Any matter not stipulated in the Rules shall be handled in accordance with the Company Act, the Securities and Exchange Act, the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, the Rules of Procedures for Shareholders' Meetings of Public Companies, the Articles of Association of the Company, and other relevant laws and regulations.

Article 18: The Rules shall come into force after being approved by the shareholders' meeting, and the same shall apply when they are amended.

Article 19: These Rules were established on April 2, 1987

The 1st amendment was made on June 12, 1997.

The 2nd amendment was made on June 25, 2002.

The 3rd amendment was made on June 24, 2011.

The 4th amendment was made on June 27, 2012.

The 5th amendment was made on June 26, 2013.

The 6th amendment was made on June 21, 2018.

The 7th amendment was made on October 25, 2024.

[Appendix III]

Chung Fu Tex-International Corporation
Method for Election of Directors

10/25/2024

Article 1: The election of directors of the Company shall be handled in accordance with the Method, unless otherwise provided for in the Company Act or the Articles of Association of the Company.

Article 2: The election of directors of the Company, shall be carried out at the shareholders' meeting.

Article 3: The composition of the Board of Directors shall reflect diversity. Except that the number of directors who concurrently serve as company executives shall not exceed one-third of the total number of directors, the Board shall formulate appropriate diversity policies based on its operations, business model, and development needs. These policies should include, but are not limited to, the following two dimensions:

1.Basic qualifications and values: Gender, age, nationality, and culture, with a target of at least one-third of the board seats held by female directors.

2.Professional knowledge and skills: Professional background (such as law, accounting, industry, finance, marketing, or technology), professional skills, and industry experience.

All board members shall possess the knowledge, skills, and qualifications necessary to perform their duties. To achieve the ideal goal of corporate governance, the Board as a whole shall possess the following capabilities:

1. Operational judgment
2.Accounting and financial analysis
3.Management skills
4.Crisis management
5.Industry knowledge
6.International market perspective
7.Leadership
8.Decision-making

More than half of the directors shall not have a spousal or lineal relationship within two degrees.

Article 4: The election of directors of the Company shall be conducted through a cumulative voting system using individual ballots. The shareholder's name may be represented by the shareholder account number or attendance certificate number printed on the ballot. Each share shall have the number of votes equal to the number of directors to be elected, and may be cast for one or more candidates.

The election of directors (including independent directors) of the Company shall be conducted through a nomination system as prescribed in Article 192-1 of the Company Law.

Independent directors and non-independent directors shall be elected separately, and the number of elected directors for each category shall be calculated separately. The qualifications and election of independent directors of the Company shall comply with the relevant regulations of the competent authority.

Article 5: Directors and independent directors of the Company shall be elected in accordance with the quota specified in the Company's Articles of Association, and those who have more voting rights shall be elected in order. If two or more persons have the same number of votes but the specified number of persons to be elected is exceeded, the winners shall be determined by lot drawing, and the lots of the ones not present shall be drawn by the chairman on their behalf.

Those who are elected as directors in accordance with the preceding paragraph shall decide to act as directors at their own discretion

Article 6: The company shall prepare ballots, on which the shareholder's account number or attendance certificate number and the number of voting rights shall be indicated.

Article 7: Before the commencement of the election, the chairperson shall designate shareholders to serve as ballot inspectors and several others as tellers to perform their respective duties.

Article 8: The ballot chest for the election (box) shall be prepared by the Company, and shall be opened by the scrutineer in public for verification before voting.

Article 9: A ballot shall be considered invalid and discarded if any of the following circumstances apply:

1. The ballot does not conform to the requirements of these regulations.
2. A blank ballot is cast into the ballot box.
3. The handwriting is unclear or illegible, or the ballot has been altered.
4. The candidate marked on the ballot does not match the list of nominated directors.
5. The ballot contains any writing or drawing other than the distribution of voting rights.
6. The ballot has not been cast into the ballot box.

Article 10: After the voting is completed, the scrutineer and the vote counter shall open the ballot box together, and the chairman shall announce the voting results on the spot.

Article 11: The Method shall be implemented after the approval of the board meeting and the resolution of the shareholders' meeting, and the same shall apply to the amendments.

Article 12: The Method was established on April 2, 1987

The 1st amendment was made on June 25, 2002.

The 2nd amendment was made on May 22, 2006.

The 3rd amendment was made on June 21, 2018.

The 4rd amendment was made on October 25, 2024.

[Appendix IV]

Chung Fu Tex-International Corporation

All Directors' Shareholdings

Title	Name	Shareholdings recorded in the shareholder register on the book-close date (November 28, 2024)	Shareholding ratio
Chairman	Lida Capital Co., Ltd. Representative: Chen, Chian	88,000	0.06%
Directors	Lida Capital Co., Ltd. Representative: LU, Jung-Mu		
Directors	Lida Capital Co., Ltd. Representative: Tsai, Pei-Shan		
Independent director	Kao, Jung-Chih	0	0%
Independent director	Wu, Chin-Cheng	0	0%
The shareholding of all directors is		88,000	0.06%

Note 1: The minimum required shareholding of all directors is 8,386,804 shares. Based on the information disclosed in the commercial registration of the Department of Commerce, Ministry of Economic Affairs, all directors held 88,000 shares as of November 28, 2024.

Note2: The Company has set up an audit committee, so the statutory minimum shareholding of supervisors is not applicable.