

Articles of Incorporation of Tahsin Industrial Corporation

Chapter 1 General provisions

Article 1 The Company was incorporated under the Companies Act of the Republic of China as a company limited by shares, and is named "Tahsin Industrial Corporation".

Article 2 The Company is engaged in various businesses as follows:

- (I.) C306010 Outerwear knitting mills
- (II.) C805010 Manufacturing of plastic sheets, pipes and tubes
- (III.) C805020 Manufacturing of plastic films and bags
- (IV.) C805030 Manufacturing of plastic made groceries
- (V.) C805060 Manufacturing of plastic leather products
- (VI.) C805070 Manufacturing of reinforced plastic products
- (VII.) C805990 Manufacturing of other plastic products
- (VIII.) CB01010 Manufacturing of machinery and equipment
- (IX.) CB01020 Manufacturing of office machines
- (X.) CZ99990 Manufacturing of other industrial products not classified elsewhere
- (XI.) F104110 Wholesale of cloths, clothes, shoes, hats, umbrellas and garment accessories
- (XII.) F204110 Retail sale of cloths, clothes, shoes, hats, umbrellas and garment accessories
- (XIII.) F401010 International trade
- (XIV.) H701010 Construction, development and lease of residential and commercial buildings
- (XV.) CF01011 Manufacturing of medical devices
- (XVI.) F108031 Wholesale of medical devices
- (XVII.) F208031 Retail sale of medical devices
- (XVIII.) ZZ99999 Businesses which are not prohibited or not restricted by laws and regulations, in addition to those within the permitted business scope

Article 3 The Company shall have its head office set up in Taichung

City, the Republic of China, and may set up, change, or close a branch office, plant and business office at appropriate places within or outside the territory of the Republic of China when deemed necessary, any of these actions shall be managed in accordance with resolutions of the Board of Directors.

Article 3-1 When the Company makes an outward investment in other company due to business needs through becoming a shareholder of that other company of limited liability, the total amount of investment in such other company shall not exceed 40% of the paid-up capital in the Company, unless it is approved via a resolution by the Board of Directors.

Article 4 Public announcements of the Company shall be made in accordance with the rules promulgated by the competent authority. The Company shall not act as a guarantor of any nature, unless it is a special resolution adopted by the Board of Directors.

Chapter 2 Capital stock

Article 5 The total capital of the company is NT\$2,415,227,100, divided into 241,522,710 shares with a par value of NT\$10 per share. The shares shall be issued in installments. Within the amount of capital referred to in paragraph 1, NT\$30,000,000 is reserved for the issuance of employee stock option certificates, special shares with stock options or corporate bonds with stock options, totaling 3,000,000 shares, at NT\$10 par value each, which may be issued in installments in accordance with the resolution of the Board of Directors. In compliance with related regulations to share repurchasing, the Board is authorized to buy back the issued shares per its discretion. Treasury stock purchased by the Company shall be transferred to the employees of parents or subsidiaries of the Company or controlled by the Company, and whom have met qualification requirements; stock warrants of the Company shall be issued to the employees of parents or subsidiaries of the Company or controlled by the Company, and whom have met qualification requirements; new shares of restricted employee rights shall be issued to the employees of parents or subsidiaries of the Company or controlled by the Company, and whom have met qualification requirements; when the Company issues new shares, the employees who subscribed to the shares shall be employees of parents or subsidiaries of the Company or controlled by the Company, and whom have met qualification requirements. The Board of Directors is authorized to set qualification requirements as

mentioned in the preceding paragraph.

Article 6 The share certificates of the Company shall be in registered form, and shall be affixed with signatures or personal seals of the Director representing the Company and duly certified pursuant to the law before issuance thereof. The Company may be exempted from printing any certificate in respect of the shares issued by it, but shall register with a Centralized Securities Organization as custodian for the shares issued by it.

Article 7 In the event of a transfer of shares or the creation of a pledge, the transferor and the transferee or the pledgee and the pledgee shall jointly issue an application form, sign and seal it, and submit it to the Company or the Company's designated stock transfer agent for registration and transfer.

Article 8 The shareholder shall submit a copy of his or her seal to the Company for its records, and the shareholder shall rely on the seal retained by the Company when receiving dividends from the Company or when exercising his or her stock rights in writing in the future. If the shareholder's seal is lost or destroyed, it should be replaced with a new seal in accordance with the "Guidelines on Handling of Public Stock Issuance" published by the Financial Supervisory Commission.

Article 9 If a stock certificate is lost or stolen, the Company must notify the Company in writing of the loss and apply for a replacement in accordance with the "Rules Governing the Handling of Shares of Publicly Traded Companies" published by the Financial Supervisory Commission.

Article 10 The registration of stock transfer shall be closed within 60 days prior to the date of each regular shareholders' meeting or within 30 days prior to the date of an extraordinary shareholders' meeting or within five days prior to the date on which the Company decides to distribute dividends and bonuses or other benefits.

Article 11 The Company's shareholder's rights and interests are handled in accordance with the "Rules Governing the Handling of Stock Issued by Public Companies" issued by the Financial Supervisory Commission.

Chapter 3 Shareholders' meeting

Article 12 There are two types of company's shareholders' meetings: General meetings shall be convened by at least once a year by the Board of Directors within six months after close of each fiscal year. Extraordinary shareholders' meetings: shall be convened whenever necessary in accordance to the

Companies Act. A notice to convene a regular shareholders' meeting shall be given to each shareholder no later than 30 days prior to the scheduled meeting date, and a notice to convene a special shareholders' meeting shall be given to each shareholder no later than 15 days prior to the scheduled meeting date.

Article 12-1 During the Company's shareholders' meeting, video conference meeting or other modes as announced by the Central Supervisory Organization should be used.

Article 13 Except as otherwise provided in the Company Act, resolutions at shareholders' meetings shall be made with the consent of a majority of the shareholders present and voting.

Article 14 If a shareholder is unable to attend in person for any reason, he or she may issue a proxy form issued by the Company and ask the shareholder to sign or seal the proxy form, specifying the scope of authority, and appoint a proxy to attend. If a shareholder is appointed by more than two persons at the same time, the portion of the proxy's voting rights that exceeds 3% of the total voting rights of the outstanding shares shall not be counted. A shareholder shall serve the foregoing proxy to the Company or its designated stock agencies no later than five (5) days prior to the meeting date of the shareholders' meeting.

Article 15 The chairman of the board of directors shall be the chairman of the shareholders' meeting. If the chairman of the board of directors is absent from work or is unable to exercise his or her duties for any reason, the vice chairman of the board of directors shall act on his or her behalf. If the Chairman of the Board fails to designate a chair for the meeting, the directors shall nominate one from among themselves to preside at the meeting.

Article 16 The minutes of the shareholders' meeting shall be prepared, signed or sealed by the chairman, and distributed to the shareholders within 20 days after the meeting, and the minutes shall be distributed by public announcement. The minutes of shareholders' meeting shall record the date and place of the meeting, the name of the chair, the method of adopting resolutions, and a summary of the essential points of the proceedings and the results of the meeting. The minutes, the attendance list bearing the signatures of shareholders present at the meeting and the proxies shall be kept persistently throughout the existence of the Company.

Chapter 4 Director and Audit Committee

- Article 17 The Company has a nine-member board of directors, who are nominated by candidates and are elected by the shareholders' meeting for a term of three years and are eligible for re-election in accordance with the provisions of the Company Act. The Company may, during the term of the Directors, take out liability insurance for the Directors with respect to the liabilities that may arise from the performance of duties during their term of office. In the number of Directors referred to in the preceding paragraph, the number of Independent Directors shall not be less than two and no less than one fifth of the total number of Directors. The professional qualifications, shareholdings, restrictions on concurrent employment, recognition of independence, nomination and election of independent directors and other matters to be complied with shall be in accordance with the relevant laws and regulations. The total number of registered shares held by all Directors shall be handled in accordance with the relevant laws and regulations of the competent authority. Remuneration of Directors of the Company shall be agreed upon by the Board of Directors in accordance with the recommendation of the Remuneration Committee and industry standards.
- Article 17-1 In calling a meeting of the Company's Board of Directors, a notice shall be given to each director no later than seven (7) days prior to the scheduled meeting date. However, in the case of emergency, the meeting may be convened at any time. The notice set forth in the preceding Paragraph may be served in writing, or by email or fax, with subject(s) to be discussed at the meeting contained therein.
- Article 18 The board of directors shall be composed of at least two-thirds of the directors present, and a majority of the directors present shall agree to elect from among themselves a chairman to represent the Company externally, and a vice chairman to assist the chairman in carrying out his duties.
- Article 19 If the chairman of the board of directors is absent from office or is unable to exercise his or her duties for any reason, the vice chairman of the board of directors shall act for him or her; if the vice chairman of the board of directors is also absent from office or is unable to exercise his or her duties for any reason, the chairman of the board of directors shall designate a person to act for him or her; if the chairman of the board of directors does not designate a proxy, the directors shall elect one from among themselves to act for him or her.

In case a director is unable to attend a meeting of the Board of Directors, he or she may appoint another director to in his/her behalf. A director may accept the appointment to act as the proxy of one other director only.

Article 20 The Company shall establish an Audit Committee and may set up other functional committees. The Audit Committee shall be entirely comprised of Independent Directors, with no lesser than three persons, one of whom shall be convener, and at least one of whom shall have accounting or financial expertise.

Article 21 The power and authority of the board of directors are as follows:

- (I.) Review of important rules of the Company.
- (II.) Review of business policies of the Company.
- (III.) Review of proposed budgets and accounts of the Company
- (IV.) Formulation of company's profit distribution.
- (V.) Formulation of company's capital increase or capital reduction.
- (VI.) Appointment and removal of company's key personnel.
- (VII.) Formulation of company's acquisition and disposal of important properties and real estate.
- (VIII.) Review and approval of company's business reports.
- (IX.) Other rights and authorities as conferred by the laws, regulations, rules and Shareholders' Meeting.

Article 22 The functional authority of the Audit Committee are as follows

Responsible for the implementation of the functional authority of Supervisors stipulated in the Company Act, the Securities and Exchange Act and other relevant statutes and the compliance with relevant laws and regulations and the Company's rules.

Chapter 5 Manager

Article 23 Appointment and discharge and the remuneration of manager shall be decided by a resolution to be adopted by a majority vote of the directors at a meeting of the board of directors attended by at least half of the Board of Directors.

Article 24 Appointment and discharge of other employees of the company shall be decided by the General Manager.

Article 25 The General Manager shall, by a resolution adopted by the

Chairman and the Board of Directors, have power to execute all affairs pertaining to the business of the company.

Chapter 6 Accounting

Article 26 The Company's fiscal year is from January 1 to December 31. For final accounts at the end of the year, the Board of Directors shall prepare the following forms and records, submit them to the shareholders' meeting for approval in accordance with the law.

(I.) Business report

(II.) Financial report

(III.) Proposal on profit distribution or provision for loss.

Article 27 If the Company makes a profit during the distribution period, the Company shall set aside not less than 5% of the total amount for employee compensation and not more than 5% of the total amount for director and supervisor compensation. Provided that the company's accumulated losses shall have been covered. The resolution on the compensation of the employees and the remuneration of directors and supervisors in the preceding paragraph shall be approved and adopted by a special resolution of the Board of Directors and submitted to the shareholders' meeting. Employee compensation may be paid in stock or cash to employees of control or subordinate companies who meet certain criteria, which are authorized to be set by the Board of Directors.

Article 27-1 The Company's earnings distribution or loss recovery shall be made after the end of each semi-annual accounting period. If there is any surplus in the semi-annual accounting period, the Company shall first make a tax contribution, make up for the accumulated deficit, and then set aside 10% of the legal reserve as legal reserve, except when the accumulated legal reserve has reached the Company's total capital. If there is any surplus, the remaining balance shall be added to the accumulated undistributed earnings of the previous half of the fiscal year, and the Board of Directors shall prepare a proposal for distribution, and if the proposal is made by issuing new shares, the proposal shall be submitted to the shareholders' meeting for resolution. In accordance with Article 240(5) of the Companies Act, the Board of Directors is authorized to distribute dividends and bonuses or all or part of the legal reserve and capital surplus required by Article 241(1) of the Company Act in cash by a resolution of at least two-thirds of the directors present

and a majority of the directors present, and to report such distribution to the shareholders' meeting. The Company has diverse products so it is difficult to define our stages of growth. With steady profitability and a sound financial structure, on yearly basis, the Company is able to distribute dividends and bonuses in cash at a ratio of 20% to 100% as a basis. However, when there is an important investment plan, the Company may reallocate all dividends and bonuses for a capital increase.

Chapter 7 supplementary articles

Article 28 The Company's organizational rules and enforcement rules shall be established separately by the Board of Directors.

Article 29 Matters not prescribed under this Article of Incorporation shall be governed by and construed in accordance with the Companies Act and other relevant laws and regulations.

Article 30 This Articles of Incorporation were established on August 31, 1966.

The 1st amendment took place on December 22, 1967

The 2nd amendment took place on October 27, 1968

The 3rd amendment took place on December 24, 1969

The 4th amendment took place on April 20, 1970

The 5th amendment took place on April 20, 1971

The 6th amendment took place on April 10, 1972

The 7th amendment took place on May 15, 1973

The 8th amendment took place on June 14, 1974

The 9th amendment took place on November 29, 1975

The 10th amendment took place on July 15, 1978

The 11th amendment took place on June 1, 1979

The 12th amendment took place on May 12, 1980

The 13th amendment took place on July 22, 1981

The 14th amendment took place on September 4, 1981

The 15th amendment took place on October 20, 1981

The 16th amendment took place on March 20, 1982

The 17th amendment took place on April 7, 1984

The 18th amendment took place on May 16, 1984

The 19th amendment took place on June 22, 1984

The 20th amendment took place on June 13, 1987

The 21st amendment took place on October 8, 1987

The 22nd amendment took place on November 10, 1987

The 23rd amendment took place on June 13, 1988

The 24th amendment took place on October 11, 1988

The 25th amendment took place on November 26, 1988

The 26th amendment took place on May 20, 1989

The 27th amendment took place on November 10, 1989
The 28th amendment took place on May 23, 1990
The 29th amendment took place on August 9, 1990
The 30th amendment took place on June 1, 1991
The 31st amendment took place on June 23, 1992
The 32nd amendment took place on August 31, 1992
The 33rd amendment took place on June 15, 1993
The 34th amendment took place on June 15, 1994
The 35th amendment took place on June 15, 1995
The 36th amendment took place on June 15, 1996
The 37th amendment took place on June 24, 1997
The 38th amendment took place on June 25, 1998
The 39th amendment took place on June 22, 1999
The 40th amendment took place on June 29, 2000
The 41st amendment took place on June 29, 2001
The 42nd amendment took place on June 28, 2002
The 43rd amendment took place on May 20, 2005
The 44th amendment took place on June 2, 2006
The 45th amendment took place on June 6, 2008
The 46th amendment took place on June 25, 2010
The 47th amendment took place on June 24, 2011
The 48th amendment took place on June 15, 2012
The 49th amendment took place on June 20, 2014
The 50th amendment took place on June 17, 2016
The 51st amendment took place on June 14, 2019
The 52nd amendment took place on June 5, 2020
The 53rd amendment took place on June 17, 2022

Tahsin Industrial Corporatoin

Chairman: Wu, Zi-Cong