

TPEX listed number: 2916

Munsin Garment Corp.

2025 General Shareholders' Meeting

Handbook

May 28, 2025

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[I. Meeting Procedure]

Munsin Garment Corp.
2025 General Shareholders' Meeting Procedure

1. Call Meeting to Order
2. Chairperson's Address
3. Report Items
4. Acknowledged
5. Discussion
6. Election
7. Other Proposals
8. Extemporaneous Motions
9. Adjournment

[II. Meeting Agenda]

Munsin Garment Corp.

2025 General Shareholders' Meeting Agenda

Method of convening: physical shareholders' meeting

Time: Wednesday, May 28, 2025 at 9:00 a.m.

Venue: 8F., No. 18, Wuchuan 6th Rd., Wugu Dist., New Taipei City

1. Call Meeting to Order (Report the total number of shares present)
2. Chairperson's Address
3. Report Items
 - (1) 2024 Annual Business Report and 2025 Business Plan of the Company
 - (2) Audit Committee Review of the 2024 annual financial report
 - (3) Report on the Distribution of Remuneration to Employees and Directors of the Company for 2024
 - (4) Report on Cash Distribution of the Company's 2024 Earnings
 - (5) Report on Directors' Remuneration paid by the Company for 2024
4. Acknowledged

The Company's 2024 financial statements, report on operations, and appropriation of earnings
5. Discussion

Amendments to certain provisions of the "Articles of Incorporation" of the Company
6. Election

Election of directors of the Company
7. Other Proposals

Lifting of restrictions on competition prohibition on new directors of the Company
8. Extemporaneous Motions
9. Adjournment

[III. Report Items]

- (1) Please review 2024 Annual Business Report and 2025 Business Plan of the Company

Description: 2024 Annual Business Report and 2025 Business Plan of the Company.

(Please refer to attachment 1 of this handbook: page 14–page 22)

- (2) Please review the Audit Committee Review of the 2024 annual financial report.

Description: Audit Committee Audit Report

(Please refer to attachment 2 of this handbook: page 23)

- (3) Please review the Report on the Distribution of Remuneration to Employees and Directors of the Company for 2024.

Description: 1. This shall be handled in accordance with the provisions of Article 19 of the Company's Articles of Incorporation.

2. The company's pre-tax profit for 2024, after deducting the distribution for employee and director remuneration, was NT\$326,605,738. Employee remuneration is allocated at 3%, totaling NT\$9,798,173, and director remuneration is allocated at 2%, totaling NT\$6,532,114. All of them are paid in cash.

3. The above amounts are identical to the estimated amount of expenses recognized for the year.

- (4) Please review the Report on Cash Distribution of the Company's 2024 Earnings.

Description: 1. According to Article 19-1 of the Company's Articles of Incorporation, if all or part of the distribution of dividends and bonuses is to be made in cash, the Board of Directors is authorized to make such distribution with the attendance of at least two-thirds of the directors and the approval of a majority of the attending directors, and shall report to the shareholders' meeting.

2. The Company's net income after tax for 2024 is NT\$248,074,240. The total amount of shareholder's dividends to be distributed from the earnings is

NT\$232,656,761, and NT\$3.6 cash dividends will be distributed per share, based on the number of shares held by shareholders as recorded in the shareholders' registers as of the date of the dividend distribution. The amount of dividends distributed per share shall be calculated and rounded down to the nearest dollar. With respect to the aggregated amount of fractional shares less than one dollar, the chairperson is authorized to negotiate adjustments with specific parties.

3. This proposal has been approved by the Board of Directors, and the Chairperson is authorized to determine the ex-dividend date, payment date, and other related matters. Should any changes occur in the number of outstanding common shares that affect the dividend distribution ratio, the Chairperson is also fully authorized to make necessary adjustments.

(5) Please review the Report on Directors' Remuneration paid by the Company for 2024.

Description: 1. Please describe the policy, system, standard, and structure of remuneration for directors and independent directors of the Company, and describe the relationship between the amount of remuneration paid and the responsibilities, risks, and time commitment:

- (1) According to the Company's Articles of Incorporation, the remuneration of the Chairperson and Directors shall be determined by the Board of Directors, taking into account the level of their involvement in the Company's operations, the value of their contributions, and with reference to domestic and international industry standards.
- (2) The Articles of Incorporation also specify that the remuneration for directors shall not exceed 2% of the annual profit. In accordance with the regulations of the Company's Remuneration Committee's Organizational Charter, the payment of directors' remuneration shall be handled in accordance with the "Remuneration Guidelines for Directors and Managers."

2. 2024 Breakdown of Individual Remuneration for Directors.

(Please refer to attachment 3 of this handbook: page 24-page 25)

[IV. Acknowledged]

[Proposed by board of directors]

Summary: Please ratify the Company's 2024 financial statements, report on operations and appropriation of earnings.

Description: 1 The Company's financial statements for the year ended December 31, 2024 have been audited by CPAs CHEN YI CHUN and CHEN YING JU of KPMG Taiwan, and they have issued an unqualified audit report, together with the business report and the statement of appropriations of earnings, which were approved by the board of directors and reviewed by the audit committee, and the audit report has been issued.

2. Independent auditor's audit report and 2024 financial statements

(Please refer to attachment 4 of this handbook: page 26–page 33)

Resolution:

Munsin Garment Corp.

2024

Statement of Appropriations of Earnings

Unit: NT\$

Item	Amount
Beginning retained earnings	30,359,943
Add: Changes in the remeasurement of defined benefit plans for the current period	761,165
Add: Net income after tax for the current period	248,074,240
Amount of current net income after tax, plus items beyond net income that are included in the current year's undistributed earnings	248,835,405
Less: Appropriation of 10% of legal reserve	(24,883,541)
Add: Reversed special reserve	3,875,690
2024 distributable earnings	227,827,554
Accumulated earnings available for distribution	258,187,497
Distribution items	
Dividends to shareholder	
Proposed cash distribution of \$3,600 per 1,000 shares.	(232,656,761)
Total amount to be distributed	(232,656,761)
Ending unappropriated earnings	25,530,736

Chairperson: LI CHIUN LIANG Manager: GOTO KENJI Controller: LEE HSIANG FANG

[V. Discussion]

[Proposed by board of directors]

Summary: Amendments to certain provisions of the “Articles of Incorporation” of the Company.

Description: In order to comply with the Jin Guan Zheng Fa Zi No. 1130385442 dated November 8, 2024 of the Financial Supervisory Commission and the key points to be complied with in setting up and exercising the powers and functions of the board of directors of over-the-counter companies listed on Taipei Exchange, an amendment to certain provisions of the Company's Articles of Incorporation is made. A comparison of the provisions before and after the amendments is set out below:

Munsin Garment Corp.

Comparison of the provisions before and after the amendments

Article number	Amended provision	Original provision	Description
Article 13	The Company shall have seven to thirteen directors, all of whom shall hold office for a term of three years and shall be elected by the shareholders from a list of candidates and shall be eligible for re-election. The number of independent directors among the aforementioned director seats shall not be fewer than <u>three</u> and shall not be less than <u>one-third</u> of the total number of director positions. A nomination system is adopted for directors (including independent directors), and the shareholders' meeting shall elect the directors from the list of nominees. Matters related to the acceptance of nominations for candidates and public	The Company shall have seven to thirteen directors, all of whom shall hold office for a term of three years and shall be elected by the shareholders from a list of candidates and shall be eligible for re-election. The number of independent directors among the aforementioned director seats shall not be fewer than <u>two</u> and shall not be less than <u>one-fifth</u> of the total number of director positions. A nomination system is adopted for directors (including independent directors), and the shareholders' meeting shall elect the directors from the list of nominees. Matters related to the acceptance of nominations for candidates and public	Amendments have been made to comply with the Taipei Exchange Directions for Compliance Requirements for the Appointment and Exercise of Powers of the Boards of Directors of TPEx Listed Companies

Article number	Amended provision	Original provision	Description
	<p>announcements shall be handled in accordance with the Company Act, the Securities and Exchange Act, and other relevant regulations.</p> <p>Independent and non-independent directors shall be elected together, with the number of elected seats calculated separately.</p>	<p>announcements shall be handled in accordance with the Company Act, the Securities and Exchange Act, and other relevant regulations.</p> <p>Independent and non-independent directors shall be elected together, with the number of elected seats calculated separately.</p>	
Article 19	<p>If the Company records a profit for the fiscal year, 2% to 4% of the profit shall be allocated as employee remuneration, and no more than 2% shall be allocated as directors' remuneration. <u>No less than 40% of the aforementioned employee remuneration amount shall be allocated as compensation to the grassroots employees.</u> However, if the Company still has accumulated losses, an amount sufficient to cover such losses shall be retained in advance. The employee remuneration mentioned above shall be distributed in the form of stock or cash, as resolved by the Board of Directors. Eligible recipients may include employees of the Company's parent company or subsidiaries that meet certain criteria. The distribution proposals for employee remuneration and directors' remuneration shall be reported to the shareholders'</p>	<p>If the Company records a profit for the fiscal year, 2% to 4% of the profit shall be allocated as employee remuneration, and no more than 2% shall be allocated as directors' remuneration. However, if the Company still has accumulated losses, an amount sufficient to cover such losses shall be retained in advance. The employee remuneration mentioned above shall be distributed in the form of stock or cash, as resolved by the Board of Directors. Eligible recipients may include employees of the Company's parent company or subsidiaries that meet certain criteria. The distribution proposals for employee remuneration and directors' remuneration shall be reported to the shareholders' meeting.</p>	<p>Amendments were made in accordance with the "Jin Guan Zheng Fa Zi No. 1130385442 Order of the Financial Supervisory Commission dated November 8, 2024".</p>

Article number	Amended provision	Original provision	Description
	meeting.		
Article 22	These Articles of Incorporation were established on June 2, 1984. The first amendment was made on June 28, 1986, ..., the twenty-seventh amendment was made on June 5, 2023, and <u>the twenty-eighth amendment was made on May 28, 2025.</u>	These Articles of Incorporation were established on June 2, 1984. The first amendment was made on June 28, 1986, ..., and the twenty-seventh amendment was made on June 5, 2023.	Addition of date and number of amendments

Resolution:

[VI. Election]

[Proposed by board of directors]

Summary: Election of directors of the Company.

Description: 1. The term of office of the current directors of the Company expires on June 5, 2025, and it is proposed that they be fully reelected at the 2025 General Shareholders' Meeting in advance.

2. Pursuant to Article 13 of the Company's Articles of Incorporation, nine directors (including three independent directors) were elected at the general shareholders' meeting. The election of directors is based on the candidate nomination system, and the shareholders' meeting elects the directors from the list of candidates. The newly appointed director shall assume office from the date of appointment, with a term of three years, and may be re-elected for consecutive terms. The term is from May 28, 2025, to May 27, 2028.

3. The list of candidates for the election of directors (including independent directors) is as follows.

4. Please elect the directors.

The list of candidates for the election of directors (including independent directors)

Number of shares up to March 30, 2025

Title	Name	Gender	Number of shares held	Education	Experience	Current position
Director	LI CHIUN LIANG	Male	3,073,398	Department of Accounting, Fu Jen Catholic University	■President, Munsin Garment Corp.	■Board Chairperson, Munsin Garment Corp. ■Board Chairperson, Munsin (Shanghai) Trading Co., Ltd. ■Director of Bidford Holdings Limited
Director	GOTO KENJI	Male	55,020	Department of Business Administration, Business Administration, Aoyama Gakuin University	■Head of Customer Counseling Office, DESCENTE LTD. (Japan) ■Munsingwear Sales Director, DESCENTE LTD. (Japan) ■Head of Marketing Department, GOLF, DESCENTE LTD. (Japan)	■President, Munsin Garment Corp. ■Director, Munsin Garment Corp.

Title	Name	Gender	Number of shares held	Education	Experience	Current position
Director	LI DERING	Female	2,919,567	Graduate School of Microbiology, Pittsburgh State University Department of Botany, Chinese Culture University	■Supervisor, Munsin Garment Corp. ■Supervisor, China Times Publishing Co. Ltd.	■President, Qunying International Development Co., Ltd. ■Director, Munsin Garment Corp. ■Representative of Corporate Director, China Times Publishing Co. Ltd.
Director	LI JIAN RUEY	Male	2,450,712	Department of Information Management, Huaan University	■Brand Manager, Men's Apparel Sales Department 1, Munsin Garment Corp. ■Senior Engineer, WITS Corp.	■Assistant Manager, Men's Apparel Sales Department 1, Munsin Garment Corp.
Director	DESCENTE LTD.	N/A	8,325,000	N/A	N/A	■Corporate Director, Munsin Garment Corp.
Director	JACKSIYA INVESTMENT CO., LTD.	N/A	6,151,206	N/A	N/A	■Corporate Director, Munsin Garment Corp. ■Corporate Director, China Times Publishing Co. Ltd.
Independent director	HUANG BO CHEN	Male	0	Graduate Institute of Accounting, National Chengchi University	■Certified Public Accountant, HUANG BO CHEN Certified Public Accountant Firm, ■Financial Manager, SIMS TRADING CO., LTD.	■Person in Charge, Bao De Certified Public Accountant Firm ■Independent Director, Munsin Garment Corp.
Independent director	JAN HUNG TU	Male	12,354	EMBA, Department of Business Administration, Ling Tung University	■Board Chairperson, Shin Shin Public Markets Co., Ltd. ■President, Taichung Downtown Lions Club	■Independent Director, Munsin Garment Corp.
Independent director	CHANG HUANG CHUN	Male	0	Department of English, Tamkang University Completion of Advanced Seminar on Modern Economic Management in the Humanities and Social Sciences of Tsinghua University (Beijing)	■Board Chairperson of Nice Match International Co., Ltd. ■Board Chairperson of Nino Riva International Co., Ltd.	None

Election results:

[VII. Other Proposals]

[Proposed by the board of directors]

Summary: Please discuss the proposal of lifting the restriction on non-competition of the Company's new directors.

Description: 1. According to Article 209 of the Company Act: "A director who does anything for himself or on behalf of another person that is within the scope of the company's business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval."

2. Some of the newly elected directors of the Company have invested in or operate other businesses with the same or similar scope of operations as that of the Company. On the condition that there is no damage to the Company's interests, the proposal is made to the shareholders' meeting to approve the lifting of the restriction on engaging in related behaviors.

3. The description of the positions held by the director candidates in other companies is as follows:

Name	Concurrent key positions in other companies
LI CHIUN LIANG	Chairperson of Munsin (Shanghai) Trading Co., Ltd.

Resolution:

[VIII. Extemporary Motions]

[IX. Adjournment]

2024 Annual Business Report

1. Business Strategy

Due to the growing popularity of sports in Taiwan, along with the increasing enthusiasm for both domestic and international travel and leisure, the prevailing trend in personal apparel combines elements of sports, leisure, and fashion. In response, the Company has positioned the integration of sportswear and fashion as its primary development direction.

In terms of channel management, we focus on developing existing shopping malls with potential and maturity, grasping the development trend of the current business district, selecting suitable brands to exhibit in existing department stores, outlets, distributors and franchisees, and eliminating poorly performing counters in order to improve operational performance.

Besides physical channels, the Company integrates online and offline operations by connecting e-commerce sales platforms, developing a membership economy, and providing a seamless consumer experience both online and offline, thereby strengthening member loyalty.

In response to the diversified needs of consumers, the Company observes market consumption trends and introduces appropriate products, formulates different sales strategies based on various market segments, strengthens e-commerce operations, and establishes a comprehensive customer service network to enhance brand value.

2. Operating Results

Here is an overview of the Company's 2024 annual business plan implementation results, budget execution status, financial income and expenditure, profitability analysis, and an explanation of the agency brands as follows:

(1) Results of Business Plan Implementation

The Company's operating revenue for the year 2024 was NT\$1,920,166 thousand, representing an increase of NT\$81,909 thousand compared to the operating revenue for 2023, with a growth rate of 4.46%. The net income after tax for 2024 was NT\$248,074 thousand, showing a decrease of NT\$3,962 thousand compared to the net income after tax

for 2023, with a decline rate of 1.57%. Starting from May 2024, the Company introduced two new brands, SCOTTISH HOUSE and PEARLY GATES, which contributed positively to revenue. However, as consumers shifted their post-pandemic revenue spending from domestic goods to overseas travel, sales performance in department store channels was adversely affected. As a result, the Company's operating revenue and gross profit for 2024 showed modest year-on-year growth of 4.46% and 6.95%, respectively, with increases of NT\$81,909 thousand and NT\$67,650 thousand. In 2024, the recognition of employee remuneration expenses arising from the cash capital increase reserved for employee subscription, along with the expansion of sales counters due to the introduction of new brands, led to an increase in operating expenses including personnel expenses, depreciation, and utility costs by NT\$70,278 thousand. As a result, operating profit decreased by NT\$2,628 thousand compared to the same period last year. Although investment income recognized under the equity method increased in 2024, the decrease in foreign exchange gains and the rise in interest expenses led to a reduction in non-operating income by NT\$1,967 thousand compared to the same period last year. As a result, net income after tax decreased by NT\$3,962 thousand year-on-year.

(2) Budget execution status

Item	Actual amount (thousand dollars)	Budget amount (thousand dollars)	Achievement rate
Operating revenue	1,920,166	1,939,329	99.01%
Operating gross profit	1,041,483	1,034,203	100.70%
Net operating profit	277,428	302,854	91.60%
Net income after tax	248,074	251,706	98.56%

The positive impact of introducing new brands was offset by a decline in department store channel performance due to the surge in outbound travel. As a result, the achievement rates for operating revenue and gross profit in 2024 were 99.01% and 100.70%, respectively. The achievement rates for operating profit and net profit after tax were 91.60% and 98.56%,

respectively, primarily due to a higher-than-expected increase in actual operating expenses during 2024.

(3) Analysis of financial income/expenditure and profitability

1. Analysis of financial income and expenditure:

Item	2024 (thousand dollars)	2023 (thousand dollars)	Increase (decrease) ratio
Net operating profit	277,428	280,056	(0.94%)
Non-operating income and expenses	32,847	34,814	(5.65%)
Net income before tax	310,275	314,870	(1.46%)

2. Profitability analysis:

Item		2024	2023
Return on assets		13.67%	16.92%
Return on equity		18.06%	22.99%
Percentage of Paid- in Capital	Operating income	42.93%	51.27%
	Net income before tax	48.01%	57.64%
Net income ratio (after tax)		12.92%	13.71%
Earnings per share (\$)		4.19	4.61

(4) Research and development status

The Company is engaged in the agency of branded apparel for sale in department stores and other shopping malls. Therefore, there is no research and development of related technology, and only the Company's agency and private brands that have been successfully licensed are described as follows:

Brand name	Description
Munsingwear	The Munsingwear golf apparel brand, symbolized by a penguin, originated in the United States and later gained widespread popularity in Japan. With over a hundred years of history, its bold yet refined craftsmanship has created the perfect blend of style and comfort, offering high-quality apparel suitable for both athletic and everyday wear.
le coq sportif GOLF	The le coq sportif GOLF collection offers a complete range of sports gear from golf bags and protective accessories to specialized apparel and shoes designed with a focus on functionality. It showcases a clean and understated casual style, making it perfect not only for the golf course but also for everyday wear.
le coq sportif	Le coq sportif, with the spirit of sports at its core, uses the French national bird, the rooster, as its logo. The brand has created three main collections: French sports, trendy, and retro nostalgia, offering a wider range of products for the general public.
Felix Buhler	The brand, Felix Buhler, originated in Switzerland and primarily focused on selling equestrian sports products. Equestrian sports have long been regarded as activities for the nobility and upper class in Europe. The brand's flagship store in Zurich has become a popular tourist attraction due to its unique décor, featuring antiques and former horse stables. The apparel features a clean and sleek style, emphasizing comfort and soft body contours. Beyond casual wear, it can also be styled to create a professional and fashionable look suitable for the workplace. Perfect for successful individuals who value both efficiency and taste, the design embodies the unique spirit of equestrianism relaxed yet refined, dynamic yet composed ushering in a new wave of fashion for golf and leisurewear.
HAZZYS	HAZZYS is a high-end casual fashion brand focused on the British collegiate style, targeting young and fashionable consumers. It combines the values and lifestyle of British aristocracy, emphasizing

Brand name	Description
	understated elegance, wearable aesthetics, and natural charm, reflecting the modern spirit of fashion and a love for life.
NARA CAMICIE	The NARA CAMICIE brand from Italy offers a variety of beautiful outfits for working women, allowing them to dress stylishly for different times, occasions, and locations. In addition to its elegant line designs, the brand's vibrant colors, tailored styles, and comfortable fabrics are key reasons why it is favored by consumers in the Asian market.
ココデール	The Japanese sweet-style brand COCODEAL blends charming individuality with elegance. Through trendy fashion designs featuring unique prints and garment cuts, it showcases the sweet and romantic charm unique to Japanese women.
POU DOU DOU	With a history of over 35 years, POU DOU DOU was founded in 1982 and named after the sound of birdsong, symbolizing the brand's intention to accompany young women in their daily lives through subtle details in clothing. Its designs have a youthful and charming forest-inspired style. Featuring loose, cute silhouettes and cheerful patterns and colors, the brand encourages effortless styling that allows wearers to express their own sense of fashion.
DANSKIN	The American century-old brand DANSKIN inherits its ballet dance legacy and extends it to a gentle yoga lifestyle. It emphasizes beauty from the inside out, creating a unique taste for modern women, and promotes a confident and joyful urban athletic lifestyle, with the goal of "Awaken Your Beauty live beautifully."
bossini.X	After more than 30 years of development, Bossini is now restarting a new chapter with the brand-new image of "Bossini X." It incorporates a "keep real" attitude and street cool vibes into everyday wear Put on your outfit, and you'll find punchlines everywhere in life.

Brand name	Description
and per se	<p>The Japanese golf apparel brand and per se takes its name from Latin, where the "&" symbol represents "and," and "per se" means "by itself."</p> <p>This signifies the combination of different elements, with "quality, functionality, and fashion" as the core values of the brand, bringing a new level of enjoyment to both golf and fashion.</p>
PEARLY GATES	<p>The fashion-forward golf apparel brand PEARLY GATES from Japan embodies noble spirit and taste, offering high-end, pure, and impeccable fashion charm.</p>
SCOTTISH HOUSE	<p>Established in 2001, SCOTTISH HOUSE embodies the brand spirit through its signature red-and-black tartan patterns and Scottish Terrier motif, infused with elegance, simplicity, and a refined, socialite-inspired style.</p>

Business Plan for 2025

1. Business strategy

In recent years, consumers have placed great emphasis on the comfort of shopping environments, the safety of dining spaces, and the diversity of food options. In light of this trend, department store operators have not only focused on the development of outlet channels, but also responded to efforts by local governments to promote balanced regional development.

These governments have gradually released large-scale development zones and collaborated with department store operators to invest resources and capital in constructing large shopping malls, aiming to attract tourists and boost both sightseeing and shopping consumption. For example, Mitsui Shopping Park LaLaport, set to begin operations this year, has been gradually attracting tenants. Regarding the store counters around the Taipei Dome, which started to be used last year, the Far East SOGO Department Store has also planned for vendors to move in and start operation. In addition, planning for a department store in the development area next to Taichung's Wuri High Speed Rail station has begun, and the construction of the Hanshin Department Store next to Taichung's Intercontinental Baseball Stadium is also in full swing.

Therefore, the Company keeps abreast of the current development of the department store shopping area in its channel operation. In addition to selecting suitable brands to be displayed in existing department stores and new department stores to be established this year, we will also choose to offer more favorable prices and suitable products for sale at the sales floor of the Outlet Mall in order to reduce the inventory, so that consumers can have a wider range of choices. Certainly, the company will also abolish the existing 100 counters which have been operating for many years but with poor performance and will not renew the contracts upon expiry, so as to enhance the operational efficiency. On the other hand, in some second-tier cities where there are no large department stores in the business districts, the Company, after careful consideration and confirming the market potential, will evaluate the possibility of opening stores through a franchise model in collaboration with local operators.

In addition to shopping at physical department store locations, the proportion of sales through online purchases is also steadily increasing. The Company places great importance on the convenience of e-commerce platforms as a sales channel. It takes consumer demand into account when selecting suitable products to be sold on online marketplaces, aiming to boost sales

performance.

By combining its existing physical retail channels with e-commerce platforms, the Company offers a comprehensive online and offline customer service network. It develops different sales strategies based on market segmentation and works to enhance the accuracy of product sourcing from abroad and design planning, thereby strengthening brand value and improving operational performance.

2. Production and marketing policies

For its existing brands, the Company implements rigorous performance evaluation and management practices, including the closure of underperforming sales locations and the continued strengthening of operations at existing outlets. By leveraging data analysis, the Company enhances the precision of product design and procurement. In conjunction with tiered management of retail channels, it formulates targeted sales strategies based on market segmentation, with the goal of increasing gross margins and effectively reducing inventory levels.

The Company is committed to offering high-quality services and well-designed brands and products. Through promotion via traditional media and social media platforms, it seeks to strengthen brand positioning and enhance brand value. At the same time, the Company closely monitors fashion trends and continues to develop a diversified range of products to expand into new markets.

Regarding its policy in mainland China, the Company enters into joint ventures with local partners, with operations managed by the local firms. It implements effective marketing strategies tailored to the needs of local consumers in order to maximize profitability.

3. Business outlook

From a regulatory perspective, the Executive Yuan approved an adjustment to the minimum wage in September 2024. Effective January 2025, the monthly minimum wage will be adjusted to \$28,590, and the hourly minimum wage will be adjusted to \$190. Since the salaries of the Company's regular employees all exceed the minimum wage threshold, and the wages of a small number of part-time employees are adjusted in accordance with the regulations, the adjustment to the minimum wage has no significant impact on the Company's operations.

In terms of the overall business environment, according to statistical data released by the Directorate General of Budget, Accounting and Statistics, Executive Yuan, the economic growth

rate for 2024 is forecasted to be 4.27%. Real wages are expected to grow steadily, contributing to an increase in household disposable income, which will support the momentum of private consumption growth. The economic growth rate for 2025 is projected to be 3.29%, and the growth in public income is expected to boost purchasing power. While outbound travel remains strong, 2025 will also see a peak in the opening of new shopping malls, featuring distinctive business models and industries. This is expected to create increased foot traffic and business opportunities. As a result, the industry is anticipated to experience moderate growth in 2025.

In the highly competitive environment of Taiwan's boutique industry, the Company has a history of over forty years in the fashion and boutique market. Over this period, it has accumulated valuable expertise and extensive industry experience, establishing a strong reputation and goodwill within the industry. Although the fashion and boutique market evolves rapidly, the Company possesses a well-developed marketing strategy and continuously improving management practices, enabling it to effectively respond to changes in the external environment.

Chairperson: LI CHIUN LIANG Manager: GOTO KENJI Controller: LEE HSIANG FANG

Audit Committee's Review Report

The Board of Directors has submitted the Company's financial statements for the 2024. These have been audited and certified by the CPAs CHEN YI CHUN and CHEN YING JU of KPMG Taiwan. Along with the business report and profit distribution proposal for 2024, which were reviewed by the Audit Committee, it has been determined that they comply with the relevant legal requirements. Therefore, in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, a report has been prepared for review and approval.

To

Munsin Garment Corp. 2025 General Shareholders' Meeting

Convenor of Audit Committee: HUANG BO CHEN

March 12, 2025

Breakdown of Individual Remuneration for Directors

December 31, 2024; Unit: \$ thousand /thousand shares

Title	Name	Remuneration to directors								The total amount of items A, B, C, and D, and their proportion to net income after tax.		Remuneration received by persons who also serve as employees								The total amount of items A, B, C, D, E F and G, and their proportion to net income after tax.		Remuneration received from subsidiaries or from the parent company
		Remuneration (A)		Pension (B)		Director's remuneration (C)		Business execution expenses (D)				Salaries, bonuses, and special allowances, etc. (E)		Pension (F)		Employee remuneration (G)						
		The Company	All companies in the financial report	The Company	All companies in the financial report	The Company	All companies in the financial report	The Company	All companies in the financial report			The Company	All companies in the financial report	The Company	All companies in the financial report	The Company		All companies in the financial report				
Chairperson of the Board	LI CHIUN LIANG	4,194	4,194	None	None	2,178	2,178	540	540	6,912 2.79%	6,912 2.79%	None	None	None	None	None	None	None	None	6,912 2.79%	6,912 2.79%	53
Director and president	GOTO KENJI	None	None	None	None	871	871	324	324	1,195 0.48%	1,195 0.48%	3,569	3,569	None	None	96	None	96	None	4,860 1.96%	4,860 1.96%	None
Director	LI CHIUN MI	None	None	None	None	871	871	324	324	1,195 0.48%	1,195 0.48%	None	None	None	None	None	None	None	None	1,195 0.48%	1,195 0.48%	None
Director	LI DERING	None	None	None	None	871	871	324	324	1,195 0.48%	1,195 0.48%	None	None	None	None	None	None	None	None	1,195 0.48%	1,195 0.48%	None
Corporate Director	JACKSIYA INVESTMENT CO., LTD.	None	None	None	None	871	871	324	324	1,195 0.48%	1,195 0.48%	None	None	None	None	None	None	None	None	1,195 0.48%	1,195 0.48%	None
Representative of corporate director	Representative: TSAI SHIH YUNG	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None
Corporate director	DESCENTE LTD. (Japan)	None	None	None	None	871	871	324	324	1,195 0.48%	1,195 0.48%	None	None	None	None	None	None	None	None	1,195 0.48%	1,195 0.48%	None
Representative of corporate director	Representative: UHEYAMA SHINJI (note)	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None

Title	Name	Remuneration to directors								The total amount of items A, B, C, and D, and their proportion to net income after tax.		Remuneration received by persons who also serve as employees								The total amount of items A, B, C, D, E F and G, and their proportion to net income after tax.		Remuneration received from investee companies other than subsidiaries or from the parent company
		Remuneration (A)		Pension (B)		Director's remuneration (C)		Business execution expenses (D)				Salaries, bonuses, and special allowances, etc. (E)		Pension (F)		Employee remuneration (G)						
		The Company	All companies in the financial report	The Company	All companies in the financial report	The Company	All companies in the financial report	The Company	All companies in the financial report			The Company	All companies in the financial report	The Company	All companies in the financial report	Cash Amount	Share Amount	Cash Amount	Share Amount			
Representative of corporate director	Representative: MIYAYAMA NAOTO (note)	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None	None
Independent director	HUANG BO CHEN	None	None	None	None	None	None	339	339	339 0.14%	339 0.14%	None	None	None	None	None	None	None	None	339 0.14%	339 0.14%	None
Independent director	JAN HUNG TU	None	None	None	None	None	None	339	339	339 0.14%	339 0.14%	None	None	None	None	None	None	None	None	339 0.14%	339 0.14%	None
Independent director	HOSONUMA ISAO	None	None	None	None	None	None	339	339	339 0.14%	339 0.14%	None	None	None	None	None	None	None	None	339 0.14%	339 0.14%	None
<div>1. Please describe the policy, system, standard, and structure of remuneration for independent directors, and describe the relationship between the amount of remuneration paid and the responsibilities, risks, and time commitment of independent directors:</div> <div>(1) According to the Company's Articles of Incorporation, the remuneration of the Chairperson and Directors shall be determined by the Board of Directors, taking into account the level of their involvement in the Company's operations, the value of their contributions, and with reference to domestic and international industry standards.</div> <div>(2) The Articles of Incorporation also specify that the remuneration for directors shall not exceed 2% of the annual profit. In accordance with the regulations of the Company's Remuneration Committee's Organizational Charter, the payment of directors' remuneration shall be handled in accordance with the "Remuneration Guidelines for Directors and Managers."</div> <div>2. In addition to the disclosures in the above table, the remuneration received by the Company's directors for services provided to all companies within the financial report (such as serving as non-employee consultants, etc.) in the most recent fiscal year amounted to \$390,000.</div>																						

Note: On June 1, 2024, DESCENTE, LTD. (Japan) appointed MIYAYAMA NAOTO as the new representative, and the previous representative, UHEYAMA SHINJI, has resigned.

Independent Auditors' Audit Report

To the Board of Directors and Shareholders of Munsin Garment Corp.

Opinion

We have audited the accompanying balance sheets of Munsin Garment Corp. as at December 31, 2024 and 2023, and the related statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the individual financial statements, including a summary of material accounting policies.

In our opinion, the accompanying individual financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2024 and 2023, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations that came into effect as endorsed by the Financial Supervisory Commission.

Basis for opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Group in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. Based on our audits and the reports of other independent auditors, we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Company's 2024 individual financial statements. These matters were addressed in the context of our audit of the individual financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters. The key audit matters that, in our judgment, should be communicated in an audit report are set out below:

I. Revenue recognition

Please refer to Note 4(14), Revenue Recognition, and Note 6(18), Revenue Disclosure, in the Notes to the Financial Statements for the accounting policies related to revenue recognition.

Key audit matters description:

As an TPEx listed company, Munsin Garment Corp. is under pressure from investors who are concerned about revenue achievement, and sales revenue is the main indicator for management to evaluate financial or performance. Due to the significant impact of revenue recognition on the financial statements, revenue recognition is one of the key areas of evaluation in the audit of financial reporting conducted us.

Responsive audit procedures

Our main audit procedures for the aforementioned key audit matter include understanding and testing the effectiveness of the internal controls related to the sales and collection cycle; understanding the revenue recognition accounting treatment of the Company and assess whether it complies with the relevant accounting standards; understanding the sales patterns and transaction models of the top ten customers, and evaluating the reasonableness of the sales revenue and accounts receivable turnover days; performing detailed testing of selected sales transactions to assess the existence of sales revenue; and selecting a sample of sales transactions from the period before and after the financial reporting date to verify related forms, documentation, transaction details, and trade terms, in order to assess the accuracy of the revenue recognition period. Furthermore, we also understand whether there are any significant returns after the reporting period.

Responsibilities of management and those charged with governance for the financial statements

Management is responsible for the preparation and fair presentation of the individual financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations that came into effect as endorsed by the Financial Supervisory Commission. and for such internal control as management determines is necessary to enable the preparation of individual financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the individual financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The governance body of the Company (including the Audit Committee) is responsible for overseeing the financial reporting process.

Auditors' responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the individual financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the standards on auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these individual financial statements.

As part of an audit in accordance with the Standards on Auditing, we exercise professional judgment and professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the individual financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal controls.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure, and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision, and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of 2024 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances,

we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are CHEN YI CHUN and CHEN YING JU.

KPMG

Taipei, Taiwan (Republic of China)
March 12, 2025

Notice to Readers

The accompanying financial statements are intended only to present the financial position, financial performance and cash flows in accordance with accounting principles and practices generally accepted in the Republic of China and not those of any other jurisdictions. The standards, procedures and practices to audit such financial statements are those generally applied in the Republic of China.A

For the convenience of readers, the independent auditors' report and the accompanying financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and financial statements shall prevail.

Munsin Garment Corp.

Balance Sheet

December 31, 2024 and 2023

Unit: NT\$ thousand

Assets		2024.12.31		2023.12.31		Liabilities and equity		2024.12.31		2023.12.31	
		Amount	%	Amount	%			Amount	%	Amount	%
Current Assets:						Current liabilities:					
1100	Cash and cash equivalents	\$ 267,667	13	70,428	4	2100	Short-term loans	\$ 191,809	9	164,659	10
1170	Notes and accounts receivable, net	383,500	18	356,987	22	2170	Accounts payable	27,700	1	27,862	2
130X	Inventories	824,049	39	622,234	39	2180	Accounts payable–related parties	3,549	-	2,570	-
1470	Other current assets	14,451	1	11,073	1	2200	Other payables	144,960	7	136,661	9
		1,489,667	71	1,060,722	66	2230	Current income tax liabilities	28,458	2	58,648	4
Non-current assets:						2280	Lease liabilities – current	2,462	-	1,285	-
1550	Investments accounted for using equity method	146,413	7	123,707	8	2300	Other current liabilities	20,325	1	16,779	1
1600	Property, plant and equipment	363,996	17	351,739	22			419,263	20	408,464	26
1755	Right-of-use assets	2,443	-	1,343	-	Non-current liabilities:					
1760	Investment property, net	21,255	1	21,536	1	2580	Lease liabilities – non-current	-	-	177	-
1780	Intangible assets	30,081	2	5,858	1	2570	Deferred income tax liabilities	24,130	1	22,664	1
1840	Deferred income tax assets	31,750	2	34,113	2	2600	Other non-current liabilities	36,212	2	32,613	2
1900	Other non-current assets	2,624	-	2,904	-			60,342	3	55,454	3
		598,562	29	541,200	34	Total liabilities		479,605	23	463,918	29
						Equity:					
						Capital:					
						3110	Ordinary shares	646,269	31	546,269	34
						Capital surplus:					
						3200	Capital surplus	463,666	22	127,250	8
						Retained earnings:					
						3310	Legal reserve	215,618	10	190,652	12
						3320	Special reserve	11,979	1	9,250	1
						3350	Unappropriated earnings	279,195	13	276,562	17
						Other equity:					
						3410	Exchange differences on translation of foreign financial statements	(8,103)	-	(11,979)	(1)
						Total equity:		1,608,624	77	1,138,004	71
Total assets		\$ 2,088,229	100	1,601,922	100	Total liabilities and equity		\$ 2,088,229	100	1,601,922	100

Board Chairperson: LI CHIUN LIANG

Manager: GOTO KENJI

Controller: LEE HSIANG FANG

Munsin Garment Corp.
Statement of Comprehensive Income
For the years ended December 31, 2024 and 2023

Unit: NT\$ thousand

		2024		2023	
		Amount	%	Amount	%
4110	Sales revenue	\$ 1,920,166	100	1,838,257	100
5110	Cost of goods sold	878,683	46	864,424	47
	Operating gross profit	<u>1,041,483</u>	<u>54</u>	<u>973,833</u>	<u>53</u>
	Operating expenses:				
6100	Selling expenses	680,836	36	617,504	34
6200	Administrative expenses	83,219	4	76,273	4
		<u>764,055</u>	<u>40</u>	<u>693,777</u>	<u>38</u>
	Operating profit	<u>277,428</u>	<u>14</u>	<u>280,056</u>	<u>15</u>
	Non-operating income and expenses:				
7100	Interest income	1,265	-	1,150	-
7010	Other income	5,527	-	6,447	-
7020	Other gains and losses	1,315	-	4,396	-
7050	Financial costs	(5,129)	-	(2,257)	-
7060	Share of profit or loss of associates and joint ventures accounted for using the equity method	29,869	2	25,078	2
		<u>32,847</u>	<u>2</u>	<u>34,814</u>	<u>2</u>
	Pre-tax net profit from continuing operations	310,275	16	314,870	17
7950	Less: Income tax expense	62,201	3	62,834	3
	Net profit for the period	<u>248,074</u>	<u>13</u>	<u>252,036</u>	<u>14</u>
	Other comprehensive income:				
8310	Items that will not be reclassified to profit or loss				
8311	Remeasurement of defined benefit plans	951	-	(2,966)	-
8349	Income tax related to items that will not be reclassified	(190)	-	593	-
	Total of items not reclassified to profit or loss	<u>761</u>	<u>-</u>	<u>(2,373)</u>	<u>-</u>
8360	Items that may be reclassified to profit or loss				
8361	Exchange differences on translation of foreign financial statements	4,845	-	(3,411)	-
8399	Income tax related to items that may be reclassified	(969)	-	682	-
	Total items that may be reclassified to profit or loss	<u>3,876</u>	<u>-</u>	<u>(2,729)</u>	<u>-</u>
	Other comprehensive income (net of tax) for the period	<u>4,637</u>	<u>-</u>	<u>(5,102)</u>	<u>-</u>
	Total comprehensive income for the period	<u><u>\$ 252,711</u></u>	<u><u>13</u></u>	<u><u>246,934</u></u>	<u><u>14</u></u>
	Earnings per share				
	Basic earnings per share (Unit: NT\$)	<u><u>\$ 4.19</u></u>		<u><u>4.61</u></u>	
	Diluted earnings per share (Unit: NT\$)	<u><u>\$ 4.18</u></u>		<u><u>4.59</u></u>	

Board Chairperson:
LI CHIUN LIANG

Manager:
GOTO KENJI

Controller:
LEE HSIANG FANG

Munsin Garment Corp.
Statement of Changes in Equity
For the years ended December 31, 2024 and 2023

Unit: NT\$ thousand

	<u>Capital:</u>		<u>Retained earnings:</u>			<u>Other equity</u> <u>Exchange</u> <u>differences on</u> <u>translation of</u> <u>foreign financial</u> <u>statements</u>	
	<u>Common stock</u>	<u>Capital surplus</u>	<u>Legal reserve</u>	<u>Special reserve</u>	<u>Unappropriated</u> <u>earnings</u>		<u>Total equity:</u>
Balance as of January 1, 2023	\$ 546,269	127,250	172,559	11,113	207,010	(9,250)	1,054,951
Net profit for the period	-	-	-	-	252,036	-	252,036
Other comprehensive income for the period	-	-	-	-	(2,373)	(2,729)	(5,102)
Total comprehensive income for the period	-	-	-	-	249,663	(2,729)	246,934
Appropriation and distribution of earnings:							
Allocation to legal reserve	-	-	18,093	-	(18,093)	-	-
Reversed special reserve for earnings	-	-	-	(1,863)	1,863	-	-
Cash dividends on common stock	-	-	-	-	(163,881)	-	(163,881)
Balance as of December 31, 2023	546,269	127,250	190,652	9,250	276,562	(11,979)	1,138,004
Net profit for the period	-	-	-	-	248,074	-	248,074
Other comprehensive income for the period	-	-	-	-	761	3,876	4,637
Total comprehensive income for the period	-	-	-	-	248,835	3,876	252,711
Appropriation and distribution of earnings:							
Allocation to legal reserve	-	-	24,966	-	(24,966)	-	-
Allocation to special reserve	-	-	-	2,729	(2,729)	-	-
Cash dividends on common stock	-	-	-	-	(218,507)	-	(218,507)
Issue of shares for cash	100,000	318,950	-	-	-	-	418,950
Share-based payment transaction	-	17,466	-	-	-	-	17,466
Balance as of December 31, 2024	\$ 646,269	463,666	215,618	11,979	279,195	(8,103)	1,608,624

Board Chairperson: LI CHIUN LIANG

Manager: GOTO KENJI

Controller: LEE HSIANG FANG

Munsin Garment Corp.
Cash Flow Statement
For the years ended December 31, 2024 and 2023

Unit: NT\$ thousand

	2024	2023
Cash flows from operating activities:		
Pre-tax net income for the period	\$ 310,275	314,870
Adjustments:		
Income and expense items		
Depreciation expense	52,872	49,957
Amortization expense	4,808	2,846
Interest expense	5,129	2,257
Interest income	(1,265)	(1,150)
Share-based payment cost	17,466	-
Share of profit or loss of associates and joint ventures accounted for using the equity method	(29,869)	(25,078)
Loss on disposal and scrapping of property, plant, and equipment	701	-
Total income and expense item	49,842	28,832
Changes in assets/liabilities related to operating activities:		
Net changes in assets related to operating activities:		
Notes and accounts receivable	(26,513)	(33,020)
Inventories	(201,815)	(47,671)
Other current assets	(3,378)	2,981
Total net changes in assets related to operating activities	(231,706)	(77,710)
Net changes in liabilities related to operating activities		
Accounts payable	817	(14)
Other payables	10,734	15,142
Other current liabilities	2,546	4,016
Net defined benefit liability	(2,450)	(2,274)
Total net changes in liabilities related to operating activities	11,647	16,870
Total net changes in assets and liabilities related to operating activities	(220,059)	(60,840)
Total adjustments	(170,217)	(32,008)
Cash inflows from operating activities	140,058	282,862
Interest received	1,265	1,150
Dividends received	12,008	7,940
Interest paid	(5,246)	(1,681)
Payment of income tax	(89,721)	(43,444)
Net cash flows generated from operating activities	58,364	246,827
Cash flows from investing activities:		
Acquisition of property, plant, and equipment	(64,527)	(215,153)
Refundable deposits	280	(91)
Acquisition of intangible assets	(29,031)	(3,600)
Net cash flows used from investing activities	(93,278)	(218,844)
Cash flows from financing activities:		
Short-term loans	27,150	65,576
Guarantee deposits received	8,000	23,500
Repayments of lease principal	(3,440)	(1,801)
Cash dividends paid	(218,507)	(163,881)
Issue of shares for cash	418,950	-
Net cash flows generated (used) from financing activities	232,153	(76,606)
Net increase (decrease) in cash and cash equivalents for the period	197,239	(48,623)
Cash and cash equivalents at beginning of period	70,428	119,051
Cash and cash equivalents at end of period	\$ 267,667	70,428

Board Chairperson: LI CHIUN LIANG

Manager: GOTO KENJI

Controller: LEE HSIANG FANG

Munsin Garment Corp.

Articles of Incorporation

Chapter 1 Articles of Incorporation

Article 1: This Company is organized in accordance with the Company Act and is named Munsin Garment Corp.

Article 2: The business operations of the Company are as follows:

1. C306010 Wearing Apparel
2. C307010 Clothing Accessories
3. C399990 Other Textile and Products Manufacturing
4. CB01010 Mechanical Equipment Manufacturing
5. CN01010 Furniture and Decorations Manufacturing
6. CZ99990 Manufacture of Other Industrial Products Not Elsewhere Classified
7. F102170 Wholesale of Foods and Groceries
8. F104110 Wholesale of Cloths, Garments, Shoes, Hats, Umbrellas and Clothing Accessories
9. F110010 Wholesale of Clocks and Watches
10. F203010 Retail Sale of Food, Grocery and Beverage
11. F204110 Retail Sale of Cloths, Garments, Shoes, Hats, Umbrellas and Clothing Accessories
12. F399990 Retail sale of Other Integrated
13. F401010 International Trade
14. F501030 Beverage Shops
15. G801010 Warehousing
16. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3: The Company establishes its headquarters in New Taipei City. If necessary, a branch office may be established domestically or internationally upon the resolution of the Board of Directors.

Article 4: The Company's method of announcement shall be carried out in accordance with the provisions of Article 28 of the Company Act.

Chapter 2 Shares

Article 5: The total capital of the Company is set at NT\$1 billion, divided into 100 million shares, with a par value of NT\$10 per share. The Board of Directors shall resolve to issue the shares in stages in accordance with the law.

- Article 5-1: The Company may issue restricted new shares to employees or offer shares for purchase by employees. The recipients of such issuance or transfer may include employees of the Company's affiliated or subsidiary companies who meet certain conditions. The conditions and method of purchase shall be authorized by the Board of Directors.
- Article 6: The Company's shareholder affairs and the exercise of all its rights shall be conducted in accordance with the "Regulations Governing the Administration of Shareholder Services of Public Companies" issued by the competent authority, unless otherwise specified by laws, regulations, or securities rules.
- Article 7: The Company's shares shall be registered, signed or stamped by the director representing the Company, and issued after being certified by a bank authorized to act as a stock issuance certifier in accordance with the law.
- The Company may, for its public offering of shares, either print and issue the total number of shares for the offering as a single batch with legal certification, or issue shares without printing, provided that they are registered with a securities central depository organization.
- Article 8: Changes to the shareholder register may not be made within 60 days prior to the general shareholders' meeting, 30 days prior to a special shareholders' meeting, or 5 days prior to the record date for the distribution of dividends, bonuses, or other benefits.

Chapter 3 Shareholders' Meeting

- Article 9: The shareholders' meeting consists of general meetings and special meetings. The general meeting shall be convened at least once a year, within six months after the end of each year, by the Board of Directors in accordance with the law. Special meetings shall be convened as necessary in accordance with the law.
- The Company may hold shareholders' meetings via video conference or other methods announced by the competent authority.
- Article 10: If a shareholder is unable to attend the shareholders' meeting, they may issue a proxy letter provided by the Company, specifying the scope of authority, and appoint a proxy to attend the meeting on their behalf. In addition to the provisions of Article 177 of the Company Act, the method for shareholders to attend shareholders' meetings by proxy shall be in accordance with the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies" promulgated by the competent authorities.
- Article 11: The shareholders of the Company shall have one vote per share, unless otherwise provided by law.
- Article 12: Unless otherwise provided in the Company Act, resolutions of the shareholders' meeting shall be made by a majority of the shareholders representing a majority of the total number of issued shares and shall be executed with the approval of a majority of the voting rights of the shareholders present.

Chapter 4 Board of Directors and Audit Committee

- Article 13: The Company shall have seven to thirteen directors, all of whom shall hold office for a term of three years and shall be elected by the shareholders from a list of candidates and shall be eligible for re-election.
- The number of independent directors among the aforementioned director seats shall not be fewer than two and shall not be less than one-fifth of the total number of director positions. A nomination system is adopted for directors (including independent directors),

and the shareholders' meeting shall elect the directors from the list of nominees. Matters related to the acceptance of nominations for candidates and public announcements shall be handled in accordance with the Company Act, the Securities and Exchange Act, and other relevant regulations. Independent and non-independent directors shall be elected together, with the number of elected seats calculated separately.

Article 13-1: The Company shall establish an audit committee in accordance with the provisions of the Securities and Exchange Act, and the audit committee shall be composed of all independent directors. The exercise of the duties and responsibilities of the Audit Committee and its members, as well as related matters, shall be handled in accordance with the relevant laws and regulations of the securities authorities.

Article 14: The board of directors shall be organized by the directors, with more than two-thirds of the directors present, and with the consent of a majority of the directors present, to elect a chairperson from among themselves, who shall represent the Company externally.

Article 15: When the Chairperson takes leave or is otherwise unable to perform their duties, a proxy shall act on their behalf in accordance with Article 208 of the Company Act. When a board meeting is held via video conference, directors who participate through video conferencing shall be deemed to have attended in person.

If a director is unable to attend a meeting, they may issue a proxy letter specifying the scope of authorization and appoint another director to attend on their behalf.

The notice of a board meeting shall specify the agenda and be delivered to all directors at least seven days in advance. However, in the event of an emergency, a meeting may be convened at any time.

The aforementioned notice may be delivered in writing, by fax, or electronically.

Article 16: The remuneration of the Chairperson and the Directors shall be determined by the Board of Directors based on the extent of their involvement in the Company's operations and the value of their contributions, with due consideration given to prevailing remuneration standards within the industry.

Chapter 5 Managers

Article 17: The Company may establish a manager, whose appointment, termination, and remuneration shall be in accordance with the provisions of the Company Act.

Chapter 6 Accounting

Article 18: At the end of each fiscal year, the Company's Board of Directors shall prepare the following documents: (1) Business Report (2) Financial Statements (3) Proposals for Earnings Distribution or Loss Compensation. These documents shall be submitted to the Audit Committee for review no later than thirty days prior to the convening of the general shareholders' meeting of and shall be submitted to the Shareholders' Meeting in accordance with the law for approval.

Article 19: If the Company records a profit for the fiscal year, 2% to 4% of the profit shall be allocated as employee remuneration, and no more than 2% shall be allocated as director remuneration. However, if the Company still has accumulated losses, an amount sufficient to cover such losses shall be retained in advance.

The employee remuneration mentioned above shall be distributed in the form of stock or cash, as resolved by the Board of Directors. Eligible recipients may include employees

of the Company's parent company or subsidiaries that meet certain criteria.

The distribution proposals for employee remuneration and directors' remuneration shall be reported to the shareholders' meeting.

Article 19-1: If the Company has surplus in its annual financial statements, it shall be distributed in the following order:

- (1) Payment of taxes.
- (2) Offset losses.
- (3) Allocate 10% to statutory surplus reserve, and then allocate or reverse special surplus reserves as required by law or regulations set by the competent authorities.
- (4) If there is still a surplus, combined with the accumulated undistributed earnings from previous years, the board of directors shall propose a profit distribution plan. If the distribution is to be made by issuing new shares, it shall be subject to the approval of the shareholders' meeting.

If all or part of the distribution of dividends and bonuses is to be made in cash, the Board of Directors is authorized to make such distribution with the attendance of at least two-thirds of the directors and the approval of a majority of the attending directors, and shall report to the shareholders' meeting.

The Company's dividend policy is aligned with current and future development plans, considering the investment environment, future funding needs, long-term financial planning, and balancing the interests of shareholders. Each year, no less than 50% of the distributable earnings for the year will be allocated as dividends to shareholders. However, if the accumulated distributable earnings are less than 10% of the paid-in capital, no dividend distribution will be made. Cash dividends shall not be less than 20% of the total dividend. However, if the cash dividend per share is less than one dollar, the entire dividend may be distributed in the form of stock dividends.

Chapter 7 Supplementary Provisions

Article 20: The company's external investments shall not be restricted to exceed 40% of the paid-in capital. However, the investment in a single investee company shall not exceed 50% of the paid-in capital.

Article 20-1: The Company may provide guarantees to external parties as required by its business operations.

Article 21: Matters not provided for herein shall be handled in accordance with the provisions of the Company Act.

Article 21: This Articles of Incorporation was established on June 2, 1984

The first amendment was made on June 28, 1986.

The second amendment was made on March 19, 1988.

The third amendment was made on October 2, 1989.

The fourth amendment was made on October 27, 1989.

The fifth amendment was made on December 22, 1989.

The sixth amendment was made on March 1, 1990.

The seventh amendment was made on June 20, 1990.

The eighth amendment was made on August 5, 1991.
The ninth amendment was made on June 12, 1992.
The tenth amendment was made on June 11, 1994.
The eleventh amendment was made on September 10, 2001.
The twelfth amendment was made on May 29, 2002.
The thirteenth amendment was made on June 16, 2003.
The fourteenth amendment was made on June 29, 2004.
The fifteenth amendment was made on June 6, 2005.
The sixteenth amendment was made on May 30, 2006.
The seventeenth amendment was made on June 21, 2007.
The eighteenth amendment was made on June 10, 2009.
The nineteenth amendment was made on June 15, 2010.
The twentieth amendment was made on October 5, 2011.
The twenty-first amendment was made on June 8, 2012.
The twenty-second amendment was made on June 7, 2016.
The twenty-third amendment was made on June 8, 2018.
The twenty-fourth amendment was made on June 5, 2019.
The twenty-fifth amendment was made on June 9, 2020.
The twenty-sixth amendment was made on June 6, 2022.
The twenty-seventh amendment was made on June 5, 2023.

Munsin Garment Corp. Rules of Procedure for Shareholders' Meetings

Article 1 The rules of procedures for the Company's shareholders' meetings, except as otherwise provided by law, regulation, or the articles of incorporation, shall be as provided in these Rules.

Article 2 Unless otherwise provided by law or regulation, the Company's shareholders' meetings shall be convened by the board of directors.

The Company shall prepare electronic versions of the shareholders' meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors, and upload them to the Market Observation Post System (MOPS) before 30 days before the date of a general shareholders' meeting or before 15 days before the date of a special shareholders' meeting. The Company shall prepare electronic versions of the shareholders meeting agenda and supplemental meeting materials and upload them to the MOPS before 21 days before the date of the general shareholders' meeting or before 15 days before the date of the special shareholders meeting. The Company shall also have prepared the shareholders meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby.

The Company shall make the meeting agenda and supplemental meeting materials in the preceding paragraph available to shareholders for review in the following manner on the date of the shareholders meeting:

1. For physical shareholders meetings, to be distributed on-site at the meeting.
2. For hybrid shareholders' meetings, to be distributed on-site at the meeting and shared electronically on the virtual meeting platform.
3. For virtual-only shareholders meetings, electronic files shall be shared on the virtual meeting platform.

The reasons for convening a shareholders meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form.

Election or dismissal of directors or supervisors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the company by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new shares, the dissolution, merger, or demerger of the corporation, or any matter under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities Exchange Act, Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders meeting. None of the above matters may be raised by an extraordinary motion.

Where re-election of all directors as well as their inauguration date is stated in the notice of the reasons for convening the shareholders meeting, after the completion of the re-election in said meeting such inauguration date may not be altered by any extraordinary motion or otherwise in the same meeting.

A shareholder holding one percent or more of the total number of issued shares may submit to the Company a proposal for discussion at a regular shareholders meeting. The number of items so proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. A shareholder may propose a recommendation for urging the Company to promote public interests or fulfill its social responsibilities, provided procedurally the number of items so proposed is limited only to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item will be included in the meeting agenda. When the circumstances of any subparagraph of Article 172-1, paragraph 4 of the Company Act apply to a proposal put forward by a shareholder, the board of directors may exclude it from the agenda.

Prior to the book closure date before a regular shareholders meeting is held, the Company shall publicly announce its acceptance of shareholder proposals in writing or electronically, and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days.

Shareholder-submitted proposals are limited to 300 words, and no proposal containing more than 300 words will be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the general shareholders meeting and take part in discussion of the proposal.

Prior to the date for issuance of notice of a shareholders meeting, the Company shall inform the shareholders who submitted proposals of the proposal screening results, and shall list in the meeting notice the proposals that conform to the provisions of this article. At the shareholders meeting the board of directors shall explain the reasons for exclusion of any shareholder proposals not included in the agenda.

Article 3 For each shareholders meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Company and stating the scope of the proxy's authorization.

A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders meeting, and shall deliver the proxy form to the Company before five days before the date of the shareholders meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.

After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to the Company before two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

If, after a proxy form is delivered to the Company, a shareholder wishes to attend the shareholders meeting online, a written notice of proxy cancellation shall be submitted to the Company two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

Article 4 The venue for a shareholders meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a shareholders meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m.

The restrictions on the place of the meeting shall not apply when the Company convenes

a virtual-only shareholders meeting.

Article 5 The Company shall specify in its shareholders' meeting notices the time during which attendance registrations for shareholders, solicitors and proxies will be accepted, the place to register for attendance, and other matters for attention.

The time during which shareholder attendance registrations will be accepted, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations. For virtual shareholders meetings, shareholders may begin to register on the virtual meeting platform 30 minutes before the meeting starts. Shareholders completing registration will be deemed as attend the shareholders meeting in person.

Shareholders shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification. The Company shall furnish the attending shareholders with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in.

The Company shall furnish attending shareholders with the meeting agenda book, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors or supervisors, pre-printed ballots shall also be furnished. When the government or a juristic person is a shareholder, it may be represented by more than one representative at a shareholders meeting. When a juristic person is appointed to attend as proxy, it may designate only one person to represent it in the meeting.

In the event of a virtual shareholders meeting, shareholders wishing to attend the meeting online shall register with the Company two days before the meeting date.

In the event of a virtual shareholders meeting, the Company shall upload the meeting agenda book, annual report and other meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

Article 5-1 To convene a virtual shareholders meeting, the Company shall include the follow particulars in the shareholders meeting notice:

1. How shareholders attend the virtual meeting and exercise their rights.
2. Actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events, at least covering the following particulars:
 - (1) To what time the meeting is postponed or from what time the meeting will resume if the above obstruction continues and cannot be removed, and the date to which the meeting is postponed or on which the meeting will resume.
 - (2) Shareholders not having registered to attend the affected virtual shareholders meeting shall not attend the postponed or resumed session.
 - (3) In case of a hybrid shareholders meeting, when the virtual meeting cannot be continued, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, meets the minimum legal requirement for a shareholders' meeting, then the shareholders meeting shall continue. The shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting,

and the shareholders attending the virtual meeting online shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders meeting.

(4) Actions to be taken if the outcome of all proposals have been announced and extraordinary motion has not been carried out.

3. To convene a virtual-only shareholders meeting, appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders meeting online shall be specified.

Article 6 If a shareholders meeting is convened by the board of directors, the meeting shall be chaired by the chairperson of the board. When the chairperson of the board is on leave or for any reason unable to exercise the powers of the chairperson, the vice chairperson shall act in place of the chairperson; if there is no vice chairperson or the vice chairperson also is on leave or for any reason unable to exercise the powers of the vice chairperson, the chairperson shall appoint one of the directors to act as chair. Where the chairperson does not make such a designation, the directors shall select from among themselves one person to serve as chair.

If a shareholders meeting is convened by a party with power to convene but other than the board of directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves.

The Company may appoint its attorneys, certified public accountants, or related persons retained by it to attend a shareholders meeting in a non-voting capacity.

Article 7 The Company, beginning from the time it accepts shareholder attendance registrations, and the recorded materials of the preceding paragraph shall be retained for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

Where a shareholders meeting is held online, the Company shall keep records of shareholder registration, sign-in, check-in, questions raised, votes cast and results of votes counted by the Company, and continuously audio and video record, without interruption, the proceedings of the virtual meeting from beginning to end.

The information and audio and video recording in the preceding paragraph shall be properly kept by the Company during the entirety of its existence, and copies of the audio and video recording shall be provided to and kept by the party appointed to handle matters of the virtual meeting.

In case of a virtual shareholders meeting, the Company is advised to audio and video record the back-end operation interface of the virtual meeting platform.

Article 8 Attendance at shareholders meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, and the shares checked in on the virtual meeting platform, plus the number of shares whose voting rights are exercised by correspondence or electronically.

The chair shall call the meeting to order at the appointed meeting time and disclose information concerning the number of nonvoting shares and number of shares represented by shareholders attending the meeting.

However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than one hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent

less than one third of the total number of issued shares, the chair shall declare the meeting adjourned. In the event of a virtual shareholders meeting, the Company shall also declare the meeting adjourned at the virtual meeting platform.

If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within one month. In the event of a virtual shareholders meeting, shareholders intending to attend the meeting online shall re-register to the Company in accordance with Article 5.

When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders meeting pursuant to Article 174 of the Company Act.

Article 9 If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. Votes shall be cast on each separate proposal in the agenda (including extraordinary motions and amendments to the original proposals set out in the agenda). The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.

The provisions of the preceding paragraph apply *mutatis mutandis* to a shareholders' meeting convened by a party with the power to convene that is not the board of directors.

The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the shareholders meeting. If the chair declares the meeting adjourned in violation of the rules of procedure, the other members of the board of directors shall promptly assist the attending shareholders in electing a new chair in accordance with statutory procedures, by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting.

The chair shall allow ample opportunity during the meeting for explanation and discussion of proposals and of amendments or extraordinary motions put forward by the shareholders; when the chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed, call for a vote, and schedule sufficient time for voting.

Article 10 Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair.

A shareholder in attendance 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.

Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.

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 violation.

When a juristic person shareholder appoints two or more representatives to attend a shareholders meeting, only one of the representatives so appointed may speak on the same proposal.

After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.

Where a virtual shareholders' meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting open until the chair declaring the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. The regulations in paragraphs 1 to 5 do not apply.

As long as questions so raised in accordance with the preceding paragraph are not in violation of the regulations or beyond the scope of a proposal, it is advisable the questions be disclosed to the public at the virtual meeting platform.

Article 11 Voting at a shareholders meeting shall be calculated based the number of shares.

With respect to resolutions of shareholders meetings, the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares.

When a shareholder is an interested party in relation to an agenda item, and there is the likelihood that such a relationship would prejudice the interests of the Company, that shareholder may not vote on that item, and may not exercise voting rights as proxy for any other shareholder.

The number of shares for which voting rights may not be exercised under the preceding paragraph shall not be calculated as part of the voting rights represented by attending shareholders.

With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed three percent of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.

Article 12 A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Article 179, paragraph 2 of the Company Act.

When the Company holds a shareholders' meeting, it shall adopt exercise of voting rights by electronic means and may adopt exercise of voting rights by correspondence. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders meeting notice. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting; it is therefore advisable that the Company avoid the submission of extraordinary motions and amendments to original proposals.

A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to the Company before two days before the date of the shareholders meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent unless a declaration is made to cancel the previous proxy appointment.

After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders' meeting in person or online, a

written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to the Company, by the same means by which the voting rights were exercised, before two business days before the date of the shareholders meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders meeting, the voting rights exercised by the proxy in the meeting shall prevail.

Except as otherwise provided in the Company Act and in the Company's articles of incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders.

After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.

When there is an amendment or an alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.

Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of the Company.

Vote counting for shareholders' meeting proposals or elections shall be conducted in public at the place of the shareholders meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote.

When the Company convenes a virtual shareholders meeting, after the chair declares the meeting open, shareholders attending the meeting online shall cast votes on proposals and elections on the virtual meeting platform before the chair announces the voting session ends or will be deemed abstained from voting.

In the event of a virtual shareholders meeting, votes shall be counted at once after the chair announces the voting session ends, and results of votes and elections shall be announced immediately.

When the Company convenes a hybrid shareholders meeting, if shareholders who have registered to attend the meeting online in accordance with Article 5 decide to attend the physical shareholders meeting in person, they shall revoke their registration two days before the shareholders meeting in the same manner as they registered. If their registration is not revoked within the time limit, they may only attend the shareholders meeting online.

When shareholders exercise voting rights by correspondence or electronic means, unless they have withdrawn the declaration of intent and attended the shareholders meeting online, except for extraordinary motions, they will not exercise voting rights on the original proposals or make any amendments to the original proposals or exercise voting rights on amendments to the original proposal.

Article 13 The election of directors at a shareholders' meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names of those elected as directors

and supervisors and the numbers of votes with which they were elected, and the names of directors and supervisors not elected and number of votes they received.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

Article 14 Matters relating to the resolutions of a shareholders' meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form.

The Company may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the MOPS.

The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their voting results (including the number of voting rights), and disclose the number of voting rights won by each candidate in the event of an election of directors or supervisors. The minutes shall be retained for the duration of the existence of the Company.

Where a virtual shareholders meeting is convened, in addition to the particulars to be included in the meeting minutes as described in the preceding paragraph, the start time and end time of the shareholders meeting, how the meeting is convened, the chair's and secretary's name, and actions to be taken in the event of disruption to the virtual meeting platform or participation in the meeting online due to natural disasters, accidents or other force majeure events, and how issues are dealt with shall also be included in the minutes.

When convening a virtual-only shareholders' meeting, other than compliance with the requirements in the preceding paragraph, the Company shall specify in the meeting minutes alternative measures available to shareholders with difficulties in attending a virtual-only shareholders meeting online.

Article 15 On the day of a shareholders' meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation, the number of shares represented by proxies and the number of shares represented by shareholders attending the meeting by correspondence or electronic means, and shall make an express disclosure of the same at the place of the shareholders' meeting. In the event a virtual shareholders meeting, the Company shall upload the above meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

During the Company's virtual shareholders' meeting, when the meeting is called to order, the total number of shares represented at the meeting shall be disclosed on the virtual meeting platform. The same shall apply whenever the total number of shares represented at the meeting and a new tally of votes is released during the meeting.

If matters put to a resolution at a shareholders' meeting constitute material information under applicable laws or regulations or under Taiwan Stock Exchange Corporation (or Taipei Exchange Market) regulations, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.

Article 16 Staff handling administrative affairs of a shareholders' meeting shall wear identification cards or arm bands.

The chair may direct the proctors or security personnel to help maintain order at the

meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor."

At the place of a shareholders' meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by the Company, the chair may prevent the shareholder' from so doing.

When a shareholder violates the rules of procedure and defies the chair's correction, obstructing the proceedings and refusing to heed calls to stop, the chair may direct the proctors or security personnel to escort the shareholder from the meeting.

Article 17 When a meeting is in progress, the chair may announce a break based on time considerations. If a force majeure event occurs, the chair may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.

If the meeting venue is no longer available for continued use and not all of the items (including extraordinary motions) on the meeting agenda have been addressed, the shareholders' meeting may adopt a resolution to resume the meeting at another venue.

A resolution may be adopted at a shareholders' meeting to defer or resume the meeting within five days in accordance with Article 182 of the Company Act.

Article 18 In the event of a virtual shareholders' meeting, the Company shall disclose real-time results of votes and election immediately after the end of the voting session on the virtual meeting platform according to the regulations, and this disclosure shall continue at least 15 minutes after the chair has announced the meeting adjourned.

Article 19 When the Company convenes a virtual-only shareholders' meeting, both the chair and secretary shall be in the same location, and the chair shall declare the address of their location when the meeting is called to order.

Article 20 In the event of a virtual shareholders meeting, the Company may offer a simple connection test to shareholders prior to the meeting, and provide relevant real-time services before and during the meeting to help resolve communication technical issues.

In the event of a virtual shareholders' meeting, when declaring the meeting open, the chair shall also declare, unless under a circumstance where a meeting is not required to be postponed to or resumed at another time under Article 44-20, paragraph 4 of the Regulations Governing the Administration of Shareholder Services of Public Companies, if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events before the chair has announced the meeting adjourned, and the obstruction continues for more than 30 minutes, the meeting shall be postponed to or resumed on another date within five days, in which case Article 182 of the Company Act shall not apply.

For a meeting to be postponed or resumed as described in the preceding paragraph, shareholders who have not registered to participate in the affected shareholders meeting online shall not attend the postponed or resumed session.

For a meeting to be postponed or resumed under the second paragraph, the number of shares represented by, and voting rights and election rights exercised by the shareholders who have registered to participate in the affected shareholders' meeting and have successfully signed in the meeting, but do not attend the postpone or resumed session, at the affected shareholders' meeting, shall be counted towards the total number of shares, number of voting rights and number of election rights represented at the postponed or resumed session.

During a postponed or resumed session of a shareholders' meeting held under the second

paragraph, no further discussion or resolution is required for proposals for which votes have been cast and counted and results have been announced, or list of elected directors and supervisors.

When the Company convenes a hybrid shareholders meeting, and the virtual meeting cannot continue as described in second paragraph, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, still meets the minimum legal requirement for a shareholders' meeting, then the shareholders meeting shall continue, and not postponement or resumption thereof under the second paragraph is required.

Under the circumstances where a meeting should continue as in the preceding paragraph, the shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, provided these shareholders shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders' meeting.

When postponing or resuming a meeting according to the second paragraph, the Company shall handle the preparatory work based on the date of the original shareholders meeting in accordance with the requirements listed under Article 44-20, paragraph 7 of the Regulations Governing the Administration of Shareholder Services of Public Companies.

For dates or period set forth under Article 12, second half, and Article 13, paragraph 3 of Regulations Governing the Use of Proxies for Attendance at shareholders' meetings of Public Companies, and Article 44-5, paragraph 2, Article 44-15, and Article 44-17, paragraph 1 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall handle the matter based on the date of the shareholders' meeting that is postponed or resumed under the second paragraph.

Article 21 When convening a virtual-only shareholders meeting, the Company shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders meeting online.

Article 22 These Rules shall take effect after having been submitted to and approved by a shareholders meeting. Subsequent amendments thereto shall be effected in the same manner.

Munsin Garment Corporation

Regulations for Election of Directors

- Article 1 The election of directors (including independent directors) of the Company shall be conducted in accordance with the provisions of these Regulations.
- Article 2 The election of the Company's directors (including independent directors) shall adopt the cumulative voting method with a single-name ballot. Voters may substitute their printed attendance certificate number on the ballot in place of their name. In the election of the Company's directors (including independent directors), each share carries voting rights equivalent to the number of directors to be elected. These votes may be cast entirely for a single candidate or distributed among multiple candidates. Independent and non-independent directors shall be elected together, with the number of elected seats calculated separately.
- Article 3 The number of directors (including independent directors) will be as specified in the Company's articles of incorporation, with voting rights separately calculated for independent and non-independent director positions. Those receiving ballots representing the highest numbers of voting rights will be elected sequentially according to their respective numbers of votes. When two or more persons receive the same number of votes, thus exceeding the specified number of positions, they shall draw lots to determine the winner, with the chair drawing lots on behalf of any person not in attendance.
- Article 3-1 The Company adopts a nomination system for directors (including independent directors), and the shareholders' meeting shall elect the directors from the list of nominees.
- The Company shall, before the book closure date prior to the shareholders' meeting, announce the nomination period for director candidates (including independent directors), the number of seats to be elected, the place of acceptance, and other necessary matters. The acceptance period shall not be less than ten days.
- The Company's board of directors or shareholders holding 1% or more of the total issued shares may provide a list of candidates for the next term of directors (including independent directors) as a reference for the election. However, the number of nominations shall not exceed the number of seats available for election.
- Other matters to be complied with shall be handled in accordance with relevant laws and regulations, as well as the requirements of the securities regulatory authority.
- Article 4 Before the election begins, the chair shall appoint a number of persons with shareholder status to perform the respective duties of vote monitoring and counting personnel.
- Article 5 Ballots shall be issued by the Company, numbered according to the attendance certificate number, and shall indicate the voting rights.
- Article 6 A ballot is invalid under any of the following circumstances:
- (1) The ballot was not prepared by a person with the right to convene.
 - (2) A blank ballot is placed in the ballot box.
 - (3) The writing is unclear and indecipherable or has been altered.
 - (4) The candidate whose name is entered in the ballot does not conform to the director candidate list.

(5) Other words or marks are entered in addition to the number of voting rights allotted.

Article 7 The voting rights shall be calculated on site immediately after the end of the poll, and the results of the calculation, including the list of persons elected as directors and the numbers of votes with which they were elected, shall be announced by the chair on the site.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

Article 8 The Company shall issue election notifications separately to the elected directors.

Article 9 Matters not provided for herein shall be handled in accordance with the provisions of the Company Act and relevant laws and regulations.

Article 10 These Regulations shall take effect after having been submitted to and approved by a shareholders' meeting. Subsequent amendments thereto shall be effected in the same manner.

Munsin Garment Corp.
Table of Shares Held by Directors

As of the book closure date on March 30, 2025, the number of shares held by individual and all directors as recorded in the shareholders' register:

Title	Name	The number of shares held as recorded in the shareholders' register on the book closure date	Shareholding (%).
Chairperson of the Board	LI CHIUN LIANG	3,073,398	4.76%
Director	GOTO KENJI	55,020	0.09%
Director	LI CHIUN MI	839,323	1.30%
Director	LI DERING	2,919,567	4.52%
Director	DESCENTE LTD. Representative: MIYAYAMA NAOTO	8,325,000	12.88%
Director	JACKSIYA INVESTMENT CO., LTD. Representative: TSAI SHIH YUNG	6,151,206	9.52%
Independent director	HUANG PAO CHENG	0	0.00%
Independent director	JAN HUNG TU	12,354	0.02%
Independent director	HOSONUMA ISAO	0	0.00%

1. The paid-in capital of the Company is NT\$646,268,780, consisting of 64,626,878 shares.
2. The minimum number of shares to be held by all directors is 5,170,150 shares.
3. As of the record date for suspension of share transfer, the shareholder register is as follows:
The total number of shares held by all directors and independent directors is 21,375,868 shares, accounting for 33.08% of the total shares of the Company.