

Chung Jye Investment Holding Co., Ltd.

2026 Annual Shareholders' Meeting Minutes

Time: 14:00 on June 15, 2026

Place: Millennium Hotel Taichung, VEE 05 (5th Floor, No. 77, Shizheng Road, Xitun District, Taichung City, Taiwan).

Attendance: The total number of shares represented by the attending shareholders and their proxies is 143,407,710 shares (including 2,521,536 shares cast via electronic voting), accounting for 91.73% of the total issued shares.

Attending directors: Chairman An-Che Liu, Vice Chairman and CHRO Chiung-Wen Liu, Director, General Manager and CEO Yu-Hsuan Liu, Independent Director Cheng-Wen Cheng, Independent Director Kuan-Cheng Ko, Independent Director Fu-Chiang Tsai, Independent Director Ming-Hui Hsieh.

In Attendance: Ching-Hsia Chang, CPA, Deloitte & Touche.

Chairman: An-Che Liu

Record: Yu-Shiuan Tsai

I. Chairman call the meeting to order:

The Chairman called the meeting to order, announcing that the number of shares represented by shareholders present had met the statutory quorum, and officially declared open the Company's 2026 Annual General Meeting of Shareholders.

II. Chairperson remarks: (Omitted)

III. Report items

I. Please review the 2025 business report.

Explanation: Please refer to Appendix I of this handbook for the 2025 business report.

II. Audit Committee's review report on 2025 financial statements. Please review.

Explanation: Please refer to Appendix II of this handbook for the Audit Committee's review report.

III. 2025 distribution of remuneration to directors and employees. Please review.

Explanation:

- (I) The distribution of 2025 remuneration to employees and directors in accordance with Article 14.5 of the Articles of Incorporation.
- (II) Profit declined from the preceding year due to tariff issues in 2025. To exhibit the corporate governance spirit and reflect the connection between the Company's operating performance and sustainability performance, remuneration of employees in cash of approximately 0.1% was distributed in 2025, there was no distribution of remuneration of Directors and managers. The distribution is as follows:
 - Remuneration to non-managerial employees: NT\$750,000
 - Remuneration to managerial personnel: NT\$0
 - Remuneration to directors: NT\$0

IV. 2025 cash dividends distributed from earnings. Please review.

Explanation:

- (I) The Company reported net profit after tax of NT\$536,854,868 for 2025, with accumulated distributable earnings amounting to NT\$4,851,825,900. It is proposed to distribute cash dividends of NT\$5 per share from 2025 earnings, totaling NT\$781,680,000. The proposal was approved at the Board of Directors meeting held on March 9, 2026, in accordance with the Company's Articles of Incorporation, with the resolution passed by more than half of the directors present at a meeting attended by at least two-thirds of all directors.
- (II) The cash dividend for this time is calculated based on the proportion of shares held by shareholders as recorded in the shareholder register on the ex-dividend base date. The fractional amounts less than NT\$1 shall be included in other income of the Company.
- (III) If the number of outstanding shares is affected by the subsequent repurchase of the Company's shares, transfer or cancellation of treasury shares, or cash increase, and the dividend rate to shareholders changes as a result, the chairman of the Board of Directors is authorized to handle the matters with full authority. The chairman is also authorized to determine the ex-dividend base date, payment date, etc.

V. The report on distribution of directors' remuneration in 2025. Please review.

Explanation:

- (I) The Company's remuneration policy, system, standards and structure for general directors and independent directors, and the relevance of the remuneration amount to the responsibilities, risks, time invested, etc. to the remuneration amount:
 - 1. Pursuant to Article 38.3 of the Company's Articles of Incorporation, the remuneration of the Company's directors may be determined by the Board of Directors with reference to the recommendations of the Remuneration Committee and other general standards in the industry, but may only be paid in cash.
 - 2. The Company's Articles of Incorporation also clearly stipulate that the remuneration of directors (excluding independent directors) shall not exceed 3% of the annual profit. In accordance with the Company's Remuneration Committee Charter, the payment of directors' remuneration shall be handled in accordance with the "Regulations Governing the Remuneration of Directors and Managers".
- (II) For the details and amount of individual remuneration for directors, please refer to Appendix III of this handbook.

VI. The report on the donation of our subsidiary to the Chung Jye Charity Foundation. Please review.

Explanation:

- (I) The Company is an international enterprise. We are committed to fulfilling our corporate social responsibility and sustainable business philosophy, and setting an example for international enterprises. The Company intends to continue to invest in public welfare and charity activities to fulfill its corporate social responsibility.
- (II) In 2026, the Company donated NT\$10 million to its affiliate, "Chung Jye Charity Foundation"

via its subsidiary, Chung Jye Shoes Holdings Limited Taiwan Branch (SAMOA). The donation may be made in one lump sum or in installments.

- (III) Since this donation involves interested parties, in accordance with Subparagraph 4, Paragraph 1, Article 6 of the Company's "Audit Committee Charter" concerning matters involving the interests of directors, and Subparagraph 8, Paragraph 1, Article 12 of the "Rules of Procedure for Board of Directors Meetings", the donation to interested parties has been approved by the Audit Committee and the Board of Directors, and reported to the shareholders' meeting.

VII.The report on the implementation and execution of sustainable development in 2025. Please review.

Explanation:

- (I) Please refer to Appendix IV of this handbook for the Company's implementation and execution of sustainable development in 2025.

IV.Ratification

Proposal 1 Proposed by the Board of Directors

Subject: Please ratify the 2025 business report and consolidated financial statements.

Explanation:

- (I) The Board of Directors has prepared and submitted the Company's 2025 parent company only and consolidated financial statements, which have been audited and certified by Deloitte Taiwan, and the business report has been audited and certified by the Audit Committee.
- (II) For the above-mentioned business report, auditors' report and financial statements, please refer to Appendix I and Appendix V of this handbook.
- (III) Please ratify.

Resolution: The resolution was approved as originally proposed via voting, where the total number of voting rights represented by the attending shareholders was 143,407,710. There were 143,322,152 voting rights cast in favor (including electronic voting), accounting for 99.94% of the attending voting rights; 10,770 voting rights cast against (including electronic voting), accounting for 0.00% of the attending voting rights; 0 invalid voting rights (including electronic voting); and 74,788 abstentions / non-voting rights (including electronic voting), accounting for 0.05% of the attending voting rights.

Proposal 2 Proposed by the Board of Directors

Subject: Please ratify the proposal for 2025 distribution of earnings.

Explanation:

- (I) The Company's 2025 earnings distribution table was reviewed and approved by the Board of Directors on March 9, 2026 and has been reviewed by the Audit Committee. Please refer to Appendix VI of this handbook.
- (II) After making appropriations from the net profit after tax for 2025 according to the relevant requirements, distributable earnings were NT\$4,851,825,900. The Company intends to

appropriate NT\$781,680,000 for the distribution of cash dividends from the abovementioned amount, with a distribution of NT\$5 per share, rounded to NT\$1 (any amount below NT\$1 is not counted), and the sum of fragment amounts that are less than NT1 is included in the Company's other income.

(III) Please ratify.

Resolution: The resolution was approved as originally proposed via voting, where the total number of voting rights represented by the attending shareholders was 143,407,710. There were 143,308,452 voting rights cast in favor (including electronic voting), accounting for 99.93% of the attending voting rights; 24,770 voting rights cast against (including electronic voting), accounting for 0.01% of the attending voting rights; 0 invalid voting rights (including electronic voting); and 74,488 abstentions / non-voting rights (including electronic voting), accounting for 0.05% of the attending voting rights.

V. Discussion

Proposal 1 Proposed by the Board of Directors

Subject: Proposal for the amendments to the “Regulations Governing Acquisition or Disposal of Assets.” Please vote.

Explanation:

(I) The Company intends to amend its "Regulations Governing Acquisition or Disposal of Assets." Please refer to Appendix VII of this handbook for the comparison table for amendments.

(II) Please vote.

Resolution: The resolution was approved as originally proposed via voting, where the total number of voting rights represented by the attending shareholders was 143,407,710. There were 143,309,421 voting rights cast in favor (including electronic voting), accounting for 99.93% of the attending voting rights; 10,771 voting rights cast against (including electronic voting), accounting for 0.00% of the attending voting rights; 0 invalid voting rights (including electronic voting); and 87,518 abstentions / non-voting rights (including electronic voting), accounting for 0.06% of the attending voting rights.

Proposal 2 Proposed by the Board of Directors

Subject: Proposal for the amendments to the “Regulations Governing Loaning of Funds to Others and Making of Endorsements and Guarantees.” Please vote.

Explanation:

(I) Proposal for the formulation of the “Regulations Governing Loaning of Funds to Others and Making of Endorsements and Guarantees.” For the comparison table of the amended provisions, please refer to Appendix VIII of this handbook.

(II) Please vote.

Resolution: The resolution was approved as originally proposed via voting, where the total number of voting rights represented by the attending shareholders was 143,407,710. There were 143,308,341 voting rights cast in favor (including electronic voting), accounting for 99.93%

of the attending voting rights; 11,851 voting rights cast against (including electronic voting), accounting for 0.00% of the attending voting rights; 0 invalid voting rights (including electronic voting); and 87,518 abstentions / non-voting rights (including electronic voting), accounting for 0.06% of the attending voting rights.

Proposal 3 Proposed by the Board of Directors

Subject: Proposal for the amendments to the “Regulations Governing Derivative Transactions.”

Please vote.

Explanation:

- (I) The Company intends to amend its "Regulations Governing Derivative Transactions." Please refer to Appendix IX of this handbook for the comparison table for amendments.
- (II) Please vote.

Resolution: The resolution was approved as originally proposed via voting, where the total number of voting rights represented by the attending shareholders was 143,407,710. There were 143,309,421 voting rights cast in favor (including electronic voting), accounting for 99.93% of the attending voting rights; 11,771 voting rights cast against (including electronic voting), accounting for 0.00% of the attending voting rights; 0 invalid voting rights (including electronic voting); and 86,518 abstentions / non-voting rights (including electronic voting), accounting for 0.06% of the attending voting rights.

VI.Election

Proposed by the Board of Directors

Subject: Proposal for the re-election of all directors of the Company, submitted for election.

Explanation:

- (I) The term of office of the Company’s Directors expires on June 14, 2026. In accordance with Article 34 of the Articles of Incorporation, the Company intends to carry out the full re-election of seven Directors (including four Independent Directors) at the annual shareholders' meeting by adopting the candidate nomination system, with a term of office of three years, effective on the election date; the term of office is from June 15, 2026 to June 14, 2029.
- (II) For the list of Director (including Independent Director) candidates, please refer to Appendix X of this handbook.
- (III) Please proceed with the election.

This proposal was submitted for election. The list of newly elected Directors and Independent Directors is as follows:

List of Newly Elected Directors		
No.	Name	Elected Voting Rights
1	An-Che Liu	281,704,765 voting rights
2	Chiung-Wen Liu	241,056,538 voting rights
3	Yu-Hsuan Liu	220,826,418 voting rights

List of Newly Elected Independent Directors		
No.	Name	Elected Voting Rights
1	Ming-Hui Hsieh	64,489,752 voting rights
2	Cheng-Wen Cheng	64,450,609 voting rights
3	Fu-Chiang Tsai	64,437,445 voting rights
4	Kuan-Cheng Ko	64,426,942 voting rights

VII.Other proposals

Proposal 1 Proposed by the Board of Directors

Subject: Removal of non-competition restriction on the Company's new directors, please vote.

Explanation:

- (I) According to Article 47.4 of the Company's Article of Incorporation, "When a director performs an act for himself or others that falls within the scope of the Company's business, he/she shall explain the important details of his/her act to the shareholders' meeting and obtain permission."
- (II) It is proposed to release the non-competition restrictions on new Directors. For concurrent positions of new Directors (including Independent Directors) in other companies, please refer to Appendix XI of this handbook.
- (III) Please vote.

Resolution: The resolution was approved as originally proposed via voting, where the total number of voting rights represented by the attending shareholders was 143,407,710. There were 143,279,264 voting rights cast in favor (including electronic voting), accounting for 99.91% of the attending voting rights; 31,433 voting rights cast against (including electronic voting), accounting for 0.02% of the attending voting rights; 0 invalid voting rights (including electronic voting); and 97,013 abstentions / non-voting rights (including electronic voting), accounting for 0.06% of the attending voting rights.

VIII.Extraordinary motions: None.

IX.Adjournment

(There were no shareholder inquiries during this Annual General Meeting.)