Taiwan Fructose Co., Ltd.

Articles of Incorporation

Chapter 1 General Provisions

Article 1

The Company is incorporated as a company limited by shares under the Company Act, and its name is Taiwan Fructose Co., Ltd.

Article 2

The Company is engaged in the following businesses:

1. Manufacturing, processing and trading of starch, maltose, glucose, fructose, and new compound syrup;
2. Manufacturing, processing and trading of dairy products, ice products, confectionery, biscuits, frozen foods, and dehydrated foods;
3. Manufacturing, processing and trading of canned foods, fruit juices, jams, fruits, vegetables, and quail foods;
4. CA02060 Metal Containers Manufacturing;
5. CC01060 Wired Communication Equipment and Apparatus Manufacturing;
6. CC01070 Telecommunication Equipment and Apparatus Manufacturing;
7. CC01080 Electronic Parts and Components Manufacturing;
8. CD01030 Automobiles and Parts Manufacturing;
9. Import and export trading business of previous products and raw materials (excluding futures).
10. Operation of farms, fishing farms, playgrounds, supermarkets, and hotel restaurants.
11. A102060 Grain Commerce
12. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3

The aggregate total of outward investment by the Company is free of the 40% of the Company's paid-in capital as set forth under Article13 of the Company Act.

Article 4

The Company applies for external guarantees and endorsements of bills to the company organization, and is limited to the business needs of the Company and the invested company's operating projects, or the inter-bank guarantee business.

Article 5
The corporation shall have its head office in Taoyuan city, and may have branches or offices established abroad appropriate as resolved by the Board of Directors.

Chapter 2 Shares

Article 6
Public announcements of the Corporation shall be duly made according to related laws.

Article 7
The total capital of the Company is NT$3,000,000,000 (consisting of 300,000,000 shares at NT$10 per share). The shares are issued in installments.

Article 8
Stocks issued by the Company are not required to be printed. However the corporation shall contact the securities depository and custodian institution for registration of the share certificates.

Article 9
The Company's shareholder services shall performed according to the Criteria Governing Handling of Stock Affairs by Public Stock Companies law and related laws.

Article 10
Transfer of title for stocks shall be suspended within sixty days prior to the regular shareholder's meeting; or within thirty days prior to the special shareholder's meeting; or within five days prior to the base date determined for the distribution of dividends, bonus, or other benefits.

Chapter 3 Shareholder's Meeting

Article 11
Shareholders' meeting shall be of two types: regular meeting and special meeting. Regular meeting shall be convened within six months after the close of each fiscal year. Special meeting shall be convened in accordance with the related laws if necessary.

Article 11-1
The shareholders' meeting can be held by means of visual communication network or other methods promulgated by the central competent authority.

Article 12
In case a shareholder is unable to attend a shareholders' meeting, the shareholder may issue a proxy form to appoint a proxy on his/her behalf to attend such meeting in accordance with Article 177 of the Company Act. Any other matters should be handled in accordance with the Regulations Governing the use of Proxies for Attendance at shareholder Meeting of Public Companies.

Article 13
Each share of stock shall be entitled to one vote.

Article 14
Any resolution at a shareholders' meeting shall be adopted if voted in favor by the majority of votes at a shareholders' meeting at which shareholders of more than one-half of the total issued and outstanding shares are present.

Article 15
The chairman of the shareholders' meeting shall preside in accordance with Article 128-1 and Article 208 of the Company Act.

Article 16
The resolutions of the shareholders' meeting shall be recorded in the minutes, and such minutes shall be signed by the chairman of the meeting, than distributed to every shareholder within 20 days after the meeting. The distributed can be made by way of public announcement. The minutes must detail the date and venue of the meeting, the name of the chairman and the summary and results of meeting agendas. The minutes must be retained indefinitely. Shareholders' attendance sheets and proxy forms shall be retained as required by the relevant Laws.

Chapter 4 Directors and the Audit Committee

Article 17
The Company shall have a total of 9 Directors (including more than 3 independent Directors), who shall be elected by the shareholders' meeting from those with disposing capacity for a term of 3 years.
Directors shall be elected by adopting candidate nomination systems as specified in Article 192-1 of the Company Act.

Article 17-1
In accordance with Article 14-4 of the Securities and Exchange Act, Taiwan Fructose

Co. may establish the independent Board Committee organized by the Independent Directors. Duties, meeting rules, and other matters to be complied with the audit committee should be handled in accordance with relevant laws and the procedures of the audit committee should be establish by the Board of Directors.

Article 18

The resolutions of the Board, unless otherwise required by The Company Act, shall be resolved by a simple majority of the Directors at a Board meeting attended by at least 50% of all the Directors. If the Chairman absence for reasons can't attend to the shareholders' meeting, the Chairman of the Board of Directors need to appoint a representative chairman to convene the shareholders' meeting.

Article 19

In case the Chairman of the Board of Directors absence for reasons can't attend to the shareholders' meeting to exercise his power and authority for any cause, a designate shall be selected according to Article 208 of the Company Act.

Article 20

The Board of Directors exercises the following authorities:

1. Drafts the Company's business strategies and plans.
2. Drafts the Company's earnings appropriation proposals.
3. Decides the increase/decrease of raised capital.
4. Approval of major policies within The Company.
5. Dismissal of company managers and important personnel.
6. Subsidiaries setting and abolition.
7. Preparation of budget review and final accounts.
8. Other legally mandated rules and authority conferred by the shareholders' meeting.

Article 21

(Deleted)

Article 22

Over half of the Directors shall attend a Board of Directors meeting unless otherwise provided by the Company Act, and consent shall be passed by the majority of the attending Directors. If a Director cannot attend, the Director shall issue a power of attorney and list the scope or authorization for the convening matter to entrust other Directors to attend by proxy. However, one proxy may only attend on behalf of one absentee.

Article 23
(Deleted)

Article 24
Where all Directors attend the Company's duties, the Company shall pay them with remuneration disregarding whether the Company operates at a profit or loss. The amount of the remuneration shall be duly determined with reference to the extent of their contribution and also with reference to the rate normally prevalent in the horizontal trades.

Article 25
The Company may set up managerial officers who shall be duly appointed, discharged and paid in accordance with Article 29 of the Company Act.

Chapter 5 Accounting

Article 26
The fiscal year of the Company shall be from January 1 to December 31 of each year. After the end of each fiscal year, the following reports shall be prepared by the Board of Directors, which deliver the same to the Audit Committee for 30 days before the convention of the general shareholders' meeting, and such documents, as well as the audit report made by the Audit Committee, shall be submitted to the general shareholders' meeting for acceptance.
1. Business Report.
2. Financial statement.
3. Earnings distribution or loss reimbursement proposal.

Article 27
If the Company makes profits for current year, over 2% shall be set aside as compensation for employees, and less than 2% as compensation for Directors. However, if the company has accumulated losses, such losses shall be covered first. At least 60% of the employee compensation amount shall be allocated for salary adjustments or compensation distribution to frontline employees.
Employee compensation may be distributed in the form of stocks or cash. The recipients may include employees of subsidiary companies who meet certain conditions, with such conditions and distribution methods determined by the Board of Directors.
The aforementioned compensation shall be resolved by the Board of Directors and reported to the Shareholders' Meeting.

Article 27-1

After paying taxes in accordance with the law and making up for the accumulated losses, 10% will be added to the statutory surplus reserve, and the special surplus reserve shall be set aside or reverted to the special surplus reserve in accordance with Article 41 of the Securities and Exchange Law.

If there is a balance, the same shall be accumulated after undistributed surplus, the board of directors drafts a surplus distribution plan; when dividends and bonuses are distributed by issuing new shares, they should be distributed after the resolution of the shareholders' meeting; when dividends and bonuses are distributed by cash, in accordance with Article 240, Item 5 of the Company Act, It is required to authorize the board of directors to attend the meeting of more than two-thirds of the directors and the resolutions of more than half of the directors present and then report to the annual shareholders' meeting.

The company's dividend policy, in order to cope with business expansion and consider the company's capital expenditures and operating turnover needs, a residual dividend policy is adopted. The future dividend policy is based on the principle that not less than 40% of the distributable surplus of the current year is the principle, but the distributable surplus is less than 2% of the paid-in share capital will not be distributed; the company's future capital expenditure budget will measure the capital needs and take into account For the interests of shareholders, the distribution of surpluses can be made in the form of cash dividends or stock dividends, in which the cash dividends shall not be less than 10% of the total dividends.

Chapter 6 Additional Rules

Article 28

For matters not specified in the Articles, all must comply with the Company Act.

Article 29

These Articles were enacted on June 27, 1984.
The 1st amendment was made on July 17, 1984.
The 2nd amendment was made on April 18, 1987.
The 3rd amendment was made on October 24, 1987.
The 4th amendment was made on November 28, 1989.
The 5th amendment was made on July 24, 1990.
The 6th amendment was made on June 29, 1991.
The 7th amendment was made on May 26, 1922.
The 8th amendment was made on June 24, 1995.
The 9th amendment was made on December 12, 1995.
The 10th amendment was made on June 22, 1996.

The 11st amendment was made on December 12, 1998.
The 12nd amendment was made on June 15, 2000.
The 13rd amendment was made on June 22, 2001.
The 14th amendment was made on May 30, 2002.
The 15th amendment was made on June 12, 2003.
The 16th amendment was made on June 15, 2006
The 17th amendment was made on January 16, 2007.
The 18th amendment was made on June 11, 2008.
The 19th amendment was made on June 26, 2009.
The 20th amendment was made on June 15, 2010.
The 21st amendment was made on June 15, 2011
The 22nd amendment was made on June 5, 2012.
The 23rd amendment was made on June 25, 2013.
The 24th amendment was made on June 16, 2014.
The 25th amendment was made on June 25, 2015.
The 26th amendment was made on June 24, 2016.
The 27th amendment was made on June 27, 2019.
The 28th amendment was made on June 23, 2020.
The 29th amendment was made on July 5, 2021.
The 30th amendment was made on June 23, 2022.
The 31st amendment was made on June 21, 2023.
The 31nd amendment was made on June 25, 2024.
The 33rd amendment was made on June 25, 2025.