

Stock code: 6504

# NAN LIU ENTERPRISE CO., LTD.

2016 Annual Shareholders' Meeting

# Meeting Minutes

Date: June 13, 2016

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THIS IS A TRANSLATION OF THE MINUTES FOR THE 2016 GENERAL SHAREHOLDERS' MEETING ("THE MINUTES") OF UNITED MICROELECTRONICS CORPORATION ("THE COMPANY"). THE TRANSLATION IS INTENDED FOR REFERENCE ONLY AND NO OTHER PURPOSE. THE COMPANY HEREBY DISCLAIMS ANY AND ALL LIABILITIES WHATSOEVER FOR THE TRANSLATION. THE CHINESE TEXT OF THE AGENDA SHALL GOVERN ANY AND ALL MATTERS RELATED TO THE INTERPRETATION OF THE SUBECT MATTER STATED HEREIN.

# NAN LIU ENTERPRISE CO., LTD. 2016 ANNUAL SHAREHOLDERS' MEETING MINUTES

#### (Translation)

Time: 10:00 a.m., Monday, June 13, 2016

Place: No.88 Bixiu Road, Qiaotou Dist., Kaohsiung City (Headquarters conference room 3F)

Total shares represented by shareholders present in person or by proxy: 45,779,168 shares

Percentage of shares held by shareholders present in person or by proxy: 63.05%

Directors present:

Bixiu Investments Co., Ltd. Representative: Huang Chin-san, Tian Zi Ding Investments Co., Ltd.

Representative: Huang Huo-cun, Yang Juei-hua, Wang Chia-nan, Huang Chun-ping,

Supervisor present:

Su Chao-shan, Chung Mao-Chih

Chairperson: Huang Chin-san

Recorder: Chuang Chun-chin

The aggregate shareholding of the shareholders present in person or by proxy constituted a quorum. The Chairman called the meeting to order.

A. Chairperson's Remarks (omitted)

B. Discussion 1

Amendments to Parts of the Articles of Incorporation (Proposed by the Board of Directors)

- Explanation: 1. Amendment to the related ratio of the "Compensation of Directors and Supervisors and Employees" in the Articles of Incorporation. Article 235-1 is added to the Company Act. Please refer to Attachment 1 for a table comparing the Amendments to the Articles of Incorporation pre and post revisions.
  - 2. Please proceed with discussions.

Resolution: Unanimously approved by the shareholders' meeting.

C. Management Presentation

1. 2015 Business Report (Please refer to Attachment 2).

2. Supervisor's Review of the 2015 Financial Statements (Please refer to Attachment 3).

- 3. Distribution of the 2015 Compensation of Employees, Directors and Supervisors (Please refer to the Meeting Handbook).
- D. Proposals
- 1. Adoption of the 2015 Financial Statements and the Business Report (Proposed by the Board of Directors).
- Explanation: (1) The 2015 Financial Statements of the Company were completed according to the Regulations Governing the Preparation of Financial Reports by Securities Issuers. All statements were audited and the Audit Report was completed by independent auditors, Wang Ching-Hsiang and Lin Szu-Ning of Yangtze CPAs & Co. The Business Report and the Financial Statements have been reviewed by the supervisors.
  - (2) For the Audit Report and the 2015 Financial Statements and the Business Report, please refer to pages 13-25 (Attachment 4 & 5) and pages 8-10 (Attachment 2) of the Handbook.
  - (3) Please proceed to adopt the motion.

Resolution: Unanimously adopted by the shareholders' meeting.

- Adoption of the Proposal for the Distribution of the 2015 Profit (Proposed by the Board of Directors)
- Explanation: (1) The after-tax profit in 2015 was NT\$581,430,813. Of that, 10% (i.e., NT\$58,143,081) has been set aside as a legal reserve, subtracted other comprehensive income-defined benefit premeasured amount was NT\$6,162,123, coupled with unappropriated retained earnings of NT\$578,409,609 (including unappropriated retained earnings of NT\$27,960,645 before (1997) and NT\$550,448,964 after (1998)), retained earnings for this year is NT\$1,095,535,218.
  - (2) In terms of the distribution of the 2015 profit, a cash dividend of NT\$3.9 per share is proposed, amounting to NT\$283,140,000 in total. (The distributable cash dividend is calculated in NT\$, and figures are rounded up.) The total fractional amount of distribution under NT\$1 is listed in Shareholders' Equity. After approval at the shareholders' meeting, the Board of Directors is then authorized to set the ex-dividend date and amend distribution matters as required. Please refer to the Profit Distribution Table for details.
  - (3) In the event that the proposed profit distribution is affected by: (1) a change in the number of outstanding shares due to the buyback of shares; (2) issuance of new shares for the transfer of treasury shares to employees; (3) nullifying or

rights offerings, the Board of Directors is authorized to attend to and amend such related matters.

(4) Please proceed to adopt the motion.

Profit Distributio	Unit: NT\$	
Items	Amount (NT\$)	Remarks
Beginning retained earnings	578,409,609	
Other comprehensive income-defined benefit plan	(6,162,123)	
2015 net income	581,430,813	
Legal reserve (10%)	(58,143,081)	
Subtotal of distributable net profit	1,095,535,218	
Distributable items		
Dividend to shareholders-cash dividend (NT\$3.9/share)	283,140,000	
Unappropriated retained earnings	812,395,218	

#### NAN LIU ENTERPRISE CO., LTD. 2015

Chairman: Mr. Huang, Chin-san CEO: Mr. Huang, Huo-cun Chief Accountant: Ms. Chuang Chun-chin

Note 1: 2015 unappropriated retained earnings are distributable first

Speech of Shareholder (Shareholder No 501):

If the NT\$ 3.9 cash dividend proposal is approved in this meeting, could we also decide the exdividend date at this meeting?

Resolution: The chairperson announces that ex-dividend record date is 2016/8/2. This is unanimously adopted by the shareholders' meeting.

E. Discussions 2

Amendments to the Rules for Electing Directors and Supervisors (Proposed by the Board of

Directors)

Explanation: (1) Amendments to Rules for Electing Directors and Supervisors are based on the Company's circumstances. Please proceed with discussions.

(2) Please refer to page 26 of the Handbook (Attachment 6) for a comparison table of the amended Articles.

Resolution: Unanimously approved by the shareholders' meeting.

F. Elections

Election of New Directors and Supervisors (Proposed by the Board of Directors)

Explanation: (1) The terms of directors and supervisors will expire on April 29, 2016. New directors and supervisors are required to be elected at this shareholders' meeting.

- (2) According to the Articles of Incorporation, 7 directors (including 3 independent directors) and 3 supervisors must be elected, and their three-year term will start from June 13, 2016 and conclude on June 12, 2019. They may be re-elected for a second term.
- (3) Independent directors must be elected by shareholders from the candidates list via the candidates-nomination system.
- (4) The candidates list of independent directors was reviewed by the Board of Directors on April 28, 2016. Personal information of the nominees are as follows:

Serial Number	Name	Shares held	Education and Experience	
1	Huang	None	Education: Master's degree, Accounting Department, National Chi	
	Tung-		Nan University.	
	rong		Department of Banking and Insurance, Tamkang University.	
			Department of Accounting, Ling Tung College of Business.	
			Current posts: Managing Partner, Universal United CPA (CPA).	
			Supervisor, Lien Chang Electronic Enterprise (stock code:	
			2431).	
			Independent Director, Channel Well Technology (stock code: 3078).	
			Audit Committee Member, United Way.	
			Experience: Accountant, Central Trust of China (May 1974–Jan	
			1979).	
			Auditor, Deloitte (Jan 1979–May 1980).	
			Supervisor, Taiwan Industrial Bank (Jun 2008–Jun 2011).	
2	Huang	None	Education: Ph. D., Textile Science and Technology Management,	
	Jin-feng		North Carolina State University. Ph. D., Textile Science,	
			Illinois University.	
			Bachelor's degree, Department of Textile Engineering, Feng	
			Chia University.	
			Current posts: Drafter and Review Committee member, Customs	
			Officers and Textile Technician Exams, Special Exam of Civil	
			Servants, Ministry of Examination,	
			Executive Yuan (2006-present).	
			Review Committee member of the Technology Development	
			Program, Industrial Development Bureau, Ministry of Economic	
			Affairs (2005-present).	

			Associate Professor, Department of Fiber and Composite	
			Materials, Feng Chia University.	
			Independent Director, Tainan Enterprise (2014-present).	
			Experience: Associate Professor, National Taiwan University of	
			Science and Technology (Aug 2004-Jul 2014).	
			Full-time Associate Professor, Oriental Institute of	
			Technology, (formerly known as Oriental Institute).	
			Dean, Garment Engineering (Aug 1975-Jan 1988).	
3	Huang	None	Education: Ph. D. candidate, Global Business, Institute of China and	
	Jun-ping		Asia-Pacific Studies, National Sun Yat-sen University.	
			Master's degree, Global Business, Institute of China Studies,	
			National Sun Yat-sen University.	
			Bachelor's degree, Department of Applied Mathematics,	
			Department of Finance (secondary), National Sun Yat-sen	
			University.	
			Current post: Deputy Executive Officer, incubation Center, Cheng	
			Shiu University (Jul 2015–present).	
			Independent Director, Nan Liu Enterprise Co., Ltd. (Jun	
			2012–present).	
			Adjunct Lecturer, Department of Business Administration,	
			Cheng Shiu University (May 2011–present).	
			Consultant, Cheng Zhi CPA (Jul 2007–present).	
			Experience: Director, Inda Composite Tech (Shenzhen) (Mar 2004–	
			May 2007).	
			General Manager, Li Yang Development (Mar 2002–Apr	
			2011).	
	1			

(5) Please proceed to vote.

Voting Result:

The list of newly elected Directors (Including Independent Directors) and Supervisors with votes follows:

Title	Name	Votes
Director	Bixiu Investments Co., Ltd. Representative: Huang Chin-san	100,903,963
Director	Tian Zi Ding Investments Co., Ltd. Representative: Huang Huo-cun	71,094,154
Director	Yang, Rui-hua	65,766,268
Director	Wang, Chin-Hung	52,664,575
Independent Director	Huang, Chun-ping	4,122,085
Independent Director	Huang, Tung-rong	3,717,085

Independent Director	Huang, Jin-feng	3,477,085
Supervisor	Su, Chao-shan	50,345,939
Supervisor	Chung, Mao-Chih	41,616,280
Supervisor	Hsieh, Chiu-Lan	32,886,621

#### G. Other Matters

Issues related to the Prohibition of directors from participating in competing businesses. Please proceed with discussions (Proposed by the Board of Directors).

- Explanation: (1) According to Article 209 of the Company Act, a new director who does anything for him/herself or on behalf of another person that is within the scope of the Company's business without damaging the Company's interests must explain to the meeting of shareholders the essential contents of such an act and secure its approval.
  - (2) In order to allow directors more professional experiences, it is proposed that they be released from being prohibited to participate in competing businesses.

To release the newly elected Directors from non-competition restrictions:

Director	Company name	Title
Huang Huo-cun	Nanliu Enterprise(PINGHU) Co., Ltd.	Vice chairman
Yang, Rui-hua	Nanliu Enterprise(PINGHU) Co., Ltd.	Director

Resolution: Unanimously approved by the shareholders' meeting.

H. Questions and Motions: None.

I. Adjournment: Meeting ended at 11:20 am

# NAN LIU ENTERPRISE CO., LTD.

# Comparison of the Amendments to the Articles of Incorporation

Articles amended	Current articles	Explanation
Articles amendedArticle 20:If the Company makes a profit, over 1% shall be set aside as compensation for employees, and less than 2% as compensation for directors and supervisors. However, the Company's accumulated losses shall first have been covered. If the Company makes a profit, taxes shall be paid and accumulated losses shall be covered first, followed by 10% being set aside as a legal reserve. A special reserve shall be set aside if necessary. Based on business conditions at the time, the Board of Directors may then propose to distribute any remaining profit amount, and such proposal shall be submitted for approval at the shareholders' meeting.Employees may be compensated in shares or in cash. Employees who qualify for compensation may include those of the Company's subsidiaries who meet specific criteria.Compensation of the directors and supervisors shall be paid in cash.The preceding two paragraphs shall be adopted by a majority vote at a meeting of the Board of Directors and submitted to the shareholders' meeting.	Current articles Article 20: If the Company generates a profit, taxes shall be paid and accumulated losses shall be covered first, and then 10% shall be set aside for legal reserve. A special reserve shall be set aside if necessary. The Board of Directors may then propose to distribute any remaining profit amount. Once approved at the shareholders' meeting, such profit shall be distributed. The compensation of directors and supervisors, and employee bonuses shall exceed 1% of the distributable amount.	Explanation In compliance with Article 235-1 of the Company Act amended and approved on May 1, 2015
The articles were drawn up on	The articles were drawn up on	Amendment
November 15, 1978 and were revised	November 15, 1978 and amended on	dates are added
on December 30, 1979 for the first	December 30, 1979 for the first	
time,, amended on April 30, 2013	time,, amended on April 30, 2013	
for the 32nd time, and <u>amended on</u>	for the 32nd time.	
June 13, 2016 the 33rd time.		

Attachment 2

#### NAN LIU ENTERPRISE CO., LTD.

#### **2015 Business Report**

Thank you for your continuous support and care for Nan Liu. We appreciate it and look forward to your steady support in the years to come.

The following is a report of our business results in 2015.

#### A. 2015 Business Report

(1) Achievements of the 2015 Business Plan

The Company's major businesses in 2015 included the sale of nonwoven fabrics, Disposable surgical gowns fabrics, hygiene consumables, and facial mask/skin care products. In 2015, net sales was NT\$5,922,201,000, up 10.82% compared with 2014. Taking into cost of goods sold of NT\$4,725,558,000, total operating expenses of NT\$445,999,000, and other non-operating income and expenses of NT\$26,995,000, the income before income tax came in at NT\$777,639,000. Estimated income tax expense was NT\$196,208,000, and the net income was NT\$581,431,000 with an EPS of NT\$8.01.

(2) 2015 Consolidated Financial Expenditure and Profitability

Unit: NT\$ 1000

Consolidated Statements of Comprehensive Income	2015	2014	Change %
Net Sales	5,922,201	5,343,991	10.82%
Cost of goods sold	4,725,558	4,304,554	9.78%
Gross profit	1,196,643	1,039,437	15.12%
Total Operating expenses	445,999	440,649	1.21%
Net operating profit	750,644	598,788	25.36%
Other non-operating income and expenses	26,995	(2,831)	-1,053.55%
Income before income tax	777,639	595,957	30.49%
Net Income	581,431	420,512	38.27%

(3) Consolidated Profitability Analysis

			Unit: %
		2015	2014
Return on assets		11.66	9.36
Return on equity		23.20	19.35
Capital ratio	Net operating profit	103.39	82.48

	Income before income tax	107.11	82.09
Net profit margin		9.82	7.86
After-tax earnings per share (NT\$)		8.01	5.79

Our sales kept growing in 2015, based on stable customer relationships. Raw material costs stabilized during the year, as the certification time of new product line from customers were longer, and the capacity utilization rate was higher. However, we continued to develop new functional products, and customers in turn placed orders for high-quality products in the fourth quarter; this resulted in gross margins rising by 0.76% when compared to 2014. Overall, sales growth, coupled with outstanding results from our China subsidiary in 2015 after many years of intense efforts, contributed to improving the Company's operations, profitability and financial conditions. Thanks to the combined efforts of all employees, the net income in 2015 reached NT\$581,431,000 (EPS of NT\$8.01). These results surpassed the level achieved in 2014, and bode well for prospects going forward.

#### **B.** Summary of the 2016 Business Plan

(I) Business Policy and Implementation

- (1) Our new vision is implemented in the Company's daily operations, and our business philosophy is strengthened and fulfilled to achieve the goal of organizational optimization.
- (2) Integration of supply chain management: we aim to have in place competitive and strategic raw materials suppliers, meet our customers' flexible and rapid demands, and reduce inventory costs to increase cash flow.
- (3) Strengthen education and training systems, create a passionate and excellent work environment, improve staff morale, and boost operational efficiency.
- (4) Continue enhancing product development capabilities and production technologies: obtain leading technologies and upgrade production capabilities; become a research and development center for our customers; and cooperate with technology experts at home and abroad, such as technical research and academic institutions.
- (5) Implement green-energy policies and reduce carbon emissions to simultaneously lower costs and protect the environment, exercise social responsibility as a global citizen, and enhance overall image of the Company.
- (6) Persistently implement prudent accounting practices and strengthen financial risk management to improve profitability.
- (7) Earthquakes and information of soil liquefaction and the structure of plants are important for the Company's operations. Such available information indicates that the Company has not been detrimentally affected. The Company will continue to implement plant safety measures and enhance the protection of employees in the working environment.
- (II) Major Marketing Strategies
  - (1) Buildup of capacity: add new production lines and enhance the benefits of economies of scale.
  - (2) Leadership in quality and technology: with customer-oriented approaches and the

development of new products, promote the Company's international branding.

- (3) Automation: consistently improve enterprise resource planning (ERP) systems, strengthen operational controls, and integrations to improve core competitive power.
- (4) Adopt more aggressive strategies to enhance the position of the production base in Asia.
- (III) Future Development Strategy

Uphold the principle of the "cycle of virtues" — that is, to profitably provide customers with outstanding quality and service at fair prices, so that they are incentivized to purchase even more products from the Company, and thereby looking after the interests of employees and shareholders. In so doing, all four stakeholders — customers, employees, shareholders, and the community — can achieve win-win outcomes.

(IV) Competition, the Regulatory Environment, and General Business Conditions

While input prices are rising at home and abroad, the Company has strengthened its cost control measures. At the same time, our international platform offers improved conditions for customer orders through competitive advantages, and fluctuations in raw material prices are incorporated into price negotiations.

The Company will continue to strengthen its knowledge of the market environment; integrate regulatory and customer standards; reinforce accounting and legal requirements; promote environmental and labor protection initiatives; and enhance corporate governance and corporate social responsibility.

With increasing demands for the use of green energy and requirements for carbon reduction, we intend to hold ourselves to world-class standards in the pursuit of of business growth.

Overall, while adverse external environments and rising production costs pose increasingly rigorous challenges, the Company believes that customers' demands can be satisfied through constant innovation and improving processes to maintain a competitive advantage and maximize profits for its shareholders.

With best wishes, and to good health and success for all,

Chairman: Mr. Huang, Chin-san. CEO: Mr. Huang, Huo-cun. Chief Accountant: Ms. Chuang Chun-chin

#### Supervisors' Review Report

The Board of Directors has prepared the Company's 2015 Business Report, Financial Statements and Earnings Distribution Proposal. Nan Liu Enterprise Co., Ltd's Financial Statements have been audited and certified by YANGTZE CPAS & CO. and an audit report relating to the Financial Statements has been issued. The Business Report, Financial Statements and Earnings Distribution Proposal have been reviewed and considered to be complied with relevant rules by the undersigned, the supervisor of Nan Liu Enterprise Co., Ltd. According to Article 219 of the Company Law, I hereby submit this report.

Submitted to :

The Company's 2016 Annual Shareholders' Meeting

Nan Liu Enterprise Co., Ltd.

Supervisor : Su Chao-shan

On the Date of March 18, 2016

#### Notice to Readers

For the convenience of readers, the Supervisors' Review Report have been translated into English from the original Chinese version prepared. 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 Supervisors' Review Report shall prevail.

#### Supervisors' Review Report

The Board of Directors has prepared the Company's 2015 Business Report, Financial Statements and Earnings Distribution Proposal. Nan Liu Enterprise Co., Ltd's Financial Statements have been audited and certified by YANGTZE CPAS & CO. and an audit report relating to the Financial Statements has been issued. The Business Report, Financial Statements and Earnings Distribution Proposal have been reviewed and considered to be complied with relevant rules by the undersigned, the supervisor of Nan Liu Enterprise Co., Ltd. According to Article 219 of the Company Law, I hereby submit this report.

Submitted to :

The Company's 2016 Annual Shareholders' Meeting

Nan Liu Enterprise Co., Ltd.

Supervisor : Chung Mao-Chih

On the Date of March 18, 2016

#### Notice to Readers

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#### INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders Nanliu Enterprise Company Limited

We have audited the accompanying parent company only balance sheets of Nanliu Enterprise Company Limited as of December 31, 2015 and 2014 and January 1, 2014 and the related parent company only statements of comprehensive income, changes in equity and cash flows for the years ended December 31, 2015 and 2014. These parent company only financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing standards generally accepted in the Republic of China. Those rules and standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a testbasis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the parent company only financial statements referred to above present fairly, in all material respects, the parent company only financial position of Nanliu Enterprise Company Limited as of December 31, 2015 and 2014 and January 1, 2014, and the results of its operations and its cash flows for the years then ended in conformity with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

The statements of major accounting items listed in the parent company only financial statements of Nanliu Enterprise Company Limited as of and for the year ended December 31, 2015 are presented for the purpose of additional analysis. Such statements have been subjected to the auditing procedures applied in our audits of the financial statements mentioned above. In our opinion, such statements are consistent in all material respects in relation to the financial statements as a whole. YANGTZE CPAS & Co.,

March 18, 2016

#### Notice to Readers

The accompanying financial statements are intended only to present the financial position, results of operations and cash flows in accordance with accounting principles and practices generally accepted in the Republic of China and not those of any other jurisdiction. The standards, procedures and practices to audit such consolidated financial statements are those generally accepted and applied in the Republic of China. For the convenience of readers, the 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 auditors 'report and financial statements shall prevail.

台北一所: 台北市104 中山區民權西路27號8個	1
Tel: 02-2595-8433	
Fax: 02-2595-9979	
E-mail:h0001@yzcpa.com.tw	

台北二所: 乾 台北市104 中山區八總路二段203號6編 皖( Tē):02-8772-2990 Tē Fāx:02-8772-2993 Fāa E-mail:p1001@yzcpa.com.tw E-r

桃圓所: 桃園市330春日銘656號18據之4 Tel: 03-357-8808 Fax: 03-357-8806 F-mail:a32788060ms19.binet.net 台中所(總所): 台中市408五幅西路二段686號10編之3 Tel:04-3600-9906 Fax:04-3600-6500 F-mail:stanhuco@ms12.hinst.net

台兩所: 台南市701東門路一段358號10樓之1 Tel:06-236-0808 Fax:06-236-3838 E-mall:n0083@yzcpa.com.tw

高雄所; 高微市804 鼓山區明羅路339號2讓 Tel:07-552-0148 Fax:07-552-1347 E-mail:k0017@yzcpa.com.hv



#### 揚智聯合會計師事務所 YANGTZE CPAS & CO. http://www.yzcpa.com.tw

#### INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders Nanliu Enterprise Company Limited

We have audited the accompanying consolidated balance sheets of Nanliu Enterprise Company Limited and subsidiaries as of December 31, 2015 and 2014 and January 1, 2014 and the related consolidated statements of comprehensive income, changes in equity and cash flows for the years ended December 31, 2015 and 2014. These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audits.

We conducted our audits in accordance with the Regulations Governing Audit and Attestation of Financial Statements by Certified Public Accountants and auditing standards generally accepted in the Republic of China. Those rules and standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statements presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of Nanliu Enterprise Company Limited and Subsidiaries as of December 31, 2015 and 2014, and the results of their consolidated operations and their consolidated cash flows for the years then ended in conformity with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, the International Financial Reporting Standards, International Accounting Standards, interpretation as well as related guidance translated by Accounting Research and Development Foundation endorsed by the Financial Supervisory Commission of the Republic of China with the effective dates.

We have also audited, in accordance with the Regulations Governing Audit and Attestation of Financial Statements by Certified Public Accountants and auditing standards generally accepted in the Republic of China, the parent company only financial statements of Nanliu Enterprise Company Limited as of and for the years ended December 31,2015 and 2014 and January 1, 2014 on which we have issued an unqualified opinion.

YANGTZE CPAS & Co.,

March 18, 2016

#### Notice to Readers

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For the convenience of readers, the 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 auditors 'report and financial statements shall prevail.

			December 31,2015	r 31,2015	Decemb	December 31,2014	[		3	Dec	December 31,2015	015	December 31,2014	31,2014
İ	ASSETS		Amount	%	Amount	%		LIABILITIES AND EQUITY		Amount	unt	%	Amount	%
-	CURRENT ASSETS							CURRENT LIABILTIES						
1100	Cash and cash equivalents	$4 \cdot 6(1)$	\$ 253,723	6.24	\$ 107,124		3.04 2100		6(7) \$	S	10.000	2.70 \$	165 567	4 69
1150	Notes receivable, net	$4 \cdot 6(2) \cdot 7$	50,496	1.24	53,646		1.52 2110		6(8)		164,931		89.952	2.55
1170	Accounts receivable, net	$4 \cdot 6(3) \cdot 7$	502,538	1	516,361		14.64 2150		4		109,726	2.70	146,974	4.17
1200	Other receivables		1,505	0.04	3,702		0.10 2170		4		292,575	7.19	228.252	6.47
1310	Inventories	$4 \cdot 5 \cdot 6(4)$	373,122	9.17	265,136		7.52 22	2200 Other payable			69,516	1.71	67,346	1.91
1410	Prepayments		50,037	1.23	64,026		1.81 22	2230 Current tax liabilities	$4 \cdot 6(11)$		54,391	1.34	52.042	1.48
1470	Other current assets	80	89	,	35,105			2310 Unearned receipts			2.832	0.07	2.633	0.07
	Total current assets		1,231,510	30.28	1,045,100	10		0	6(6)		90,000	2.21	32,000	0.91
							2335	bank borrowing 35 Other current liabilities			1 457	0.04	111	0.04
									[04]		895,428	22.02	786,083	22.29
~	NONCURRENT ASSETS							NONCURRENT LIABILTIES						
1550	Investments accounted for using equity method	4 • 6(5) • 8	2,436,232	59.90	2,116,286	86 59.99	99 2540	10 Long-term bank borrowing	6(9)		408,130	10.03	306,000	8.67
1600	Property , plant and equipment $4 \cdot 6(6) \cdot 8$	4 • 6(6) • 8	286,263	7.04	274,002		7.77 2571	71 Deferred income tax liabilities- Land value increment tax			7,386	0.18	7,386	0.21
1780	Intangible assets	4	r			ī	- 2572	72 Deferred income tax liabilities- income tax	4 • 6(11)		2,744	0.07	2,739	0.08
1840	Deferred income tax assets	$4 \cdot 5 \cdot 6(11)$	22,006	0.54	19,630		0.56 26	2640 Accrued pension liabilities	$4 \cdot 5 \cdot 6(10)$		89,756	2.21	80,093	2.27
1915	Prepayments for equipment		41,181	10.1	17,996		0.51	Total noncurrent liabilities			508,016	12.49	396,218	11.23
1920	Refundable deposit	6	9,904	t 0.24	9,836		0.28	Total liabilities		1,4	1,403,444	34.51	1,182,301	33.52
1985	Prepaid investments Other assets	4 • 8	37,344 2.463	t 0.93 5 0.06	42,012 2.637		1.19 0.07		I					
								EQUITY ATTRIBUTABLE TO SHAREHOLDERS OF THE PARENT	HAREHOLDERS	OF THE P/	ARENT			
	Total noncurrent assets		2,835,393	69.72	2,482,399	99 70.37	37	Owners equity						
							3100	00 Capital stock	6(12)		726,000	17.85	726,000	20.58
							32	3200 Capital surplus	6(12)	7	453,467	11.15	453,467	12.85
							3300	Re	6(12)					
							33				201,355	4.95	159,340	4.52
							3320	20 Special reserve			44,348	1.09	44,348	1.26
							3350			.1	1,153,679	28.37	823,705	23.35
							3400 3410		6(12)		84,610	2.08	138,398	3.92
				1				differences for foreign operations Equity attributable to shareholders of the parent	of the parent	2,6	2,663,459	65.49	2,345,258	66.48
x	1xxx Total assets		\$ 4,066,903	100.00	\$ 3.527.499	99 100.00	00	Total liabilities and equity		4 (	4.066.903	100.00 \$	3 577 559	100.00

# The accompanying notes are an integral part of the standalone financial statements.

NAN LIU ENTERPRISE CO., LTD Parent Company Only Balance Sheets December 31,2015 and December 31,2014 (All amounts expressed In Thousands of New Taiwan Dollars)

#### NAN LIU ENTERPRISE CO., LTD

#### Parent Company Only Statements of Comprehensive Income

#### For the Year Ended December 31,2015 and 2014

#### (All Amounts Expressed In Thousands of New Taiwan Dollars, Except Earnings Per Share)

					the year end	ded De	496 - C. (195	
				2015			2014	
	Item	Note		Amount	%	-	Amount	%
4110	Sales revenue		\$	3,180,007	100.82	\$	2,761,340	100.53
4170	Less: Sales return			(12,491)	(0.40)		(2,019)	(0.07)
4190	Less: Sales allowances			(13,310)	(0.42)		(12,767)	(0.46)
4000	Net Sales			3,154,206	100.00		2,746,554	100.00
5000	Cost of goods sold			(2,630,286)	(83.39)		(2,304,047)	(83.89)
5900	Gross profit			523,920	16.61		442,507	16.11
5910	Unrealized gain on sales			(40,739)	(1.29)		(10,400)	(0.38)
5920	Realized gain on sales			25,537	0.81	50	9,109	0.33
5950	Net Gross Profit From Operations		1778 - 54	508,718	16.13		441,216	16.06
6000	Operating expenses				82 W.F			
6100	Promotion expenses			(70,329)	(2.23)		(84,960)	(3.09)
6200	Management expenses			(111,341)	(3.53)		(94,710)	(3.45)
6300	Research expenses			(18,371)	(0.58)		(13,680)	(0.50)
6000	Total Operating expenses		-	(200,041)	(6.34)		(193,350)	(7.04)
6900	Operating profit			308,677	9.79	-	247,866	9.02
	Other non-operating income and expenses					3 <u></u>		
7020	Other income			32,976	1.05		27,594	1.00
7050	Finance costs			(10,480)	(0.33)		(9,282)	(0.34)
7070	Share of profits of subsidiaries and associ	ates		330,715	10.48		222,701	8.11
7000	Other non-operating income and expens	ses		353,211	11.20	33 <del></del>	241,013	8.77
7900	Income before income tax			661,888	20.99		488,879	17.79
7950	Income tax expense			(80,457)	(2.55)		(68,727)	(2.51)
8200	Net Income			581,431	18.44		420,152	15.28
			8	······		8. <del></del>		
8300	Other comprehensive income (loss)							
8310	Items that will not be reclassified subseque	1810 000	loss:	(7.404)	(0.22)		1 000	0.07
8311	Remeasurement of defined	6(9)		(7,424)	(0.23)		1,880	0.07
	benefit obligation						(0.0.0)	10.041
8349	Income tax (expense) related to	6(10)		1,262	0.04		(320)	(0.01)
	components of the comprehensive incom-							
8360	Items that may be reclassified subsequently Exchange differences arising on							
8361	translation of foreign operations	6(11)		(53,788)	(1.71)		86,715	3.16
8300	Other comprehensive income(loss)for the			(59,950)	(1.90)		88,275	3.22
	period ,net of income tax							
8500	Total comprehensive income for the period		\$	521,481	16.54	\$	508,427	18.50
9750	Basic earnings per share(NT dollars)	4 \ 6(14)	\$	8.01		\$	5.79	

The accompanying notes are an integral part of the standalone financial statements.

NAN LIU ENTERPRISE CO., LTD

Parent Company Only Statements of Changes in Equity For the year ended December 31,2015 and 2014

(All amounts expressed In Thousands of New Taiwan Dollars)

	Capital Stock - Common Stock	- Con	mmon Stock			I		ł	Retained	Retained Earnings			Other equ	Other equity items				
	Ordinary shares		Amounts	Ca	Capital Surplus		Legal Reserve		Special	Special Reserve	Une	Unappropriated Earnings	Financial translation for foreign	Financial statements translation differences for foreign operations	3	Non- controlling interests	Τ	Total Equity
Balance as of January 1, 2014	72,600	64	726,000	\$	453,467	8		121,661	s	55,760	\$	587,980	\$	51,683	<b>\$</b>		S	1,996,551
Legal reserve appropriated	ı		ı		'		3,	37,679				(37,679)		,		1		ı
Cash dividends of ordinary share			x		,					,		(159,720)		,		ī		(159,720)
Reversal of special reserve			τ		ľ					(11,412)		11,412						1
Net income in 2014	ï		ì		1			,		,		420,152		1				420,152
Other comprehensive income for the year	r.		î									1,560		86,715		ï		88,275
Balance as of December 31, 2014	72,600	\$	726,000	s	453,467	8		159,340	s	44,348	Ś	823,705	s	138,398	<b>6</b>	ı	\$	2,345,258
Balance as of January 1, 2015	72,600	69	726,000	S	453,467	<del>\$</del>	155	159,340	s	44,348	\$	823,705	s	138,398	<b>6</b>	•	\$	2,345,258
Legal reserve appropriated	ı		ı		T		4.	42,015				(42,015)		ľ		ĩ		ï
Cash dividends of ordinary share	ı		ı		t			ī		I		(203, 280)		,		ı		(203, 280)
Net income in 2015	ì		ì		ı			4		,		581,431		,		i		581,431
Other comprehensive income for the year	æ		r		1							(6,162)		(53,788)		ı		(59,950)
Balance as of December 31, 2015	72,600	\$	726.000	\$	453.467	<del>6</del> 9   5		201.355	5	44 348	6	1.153.679	64	84.610	6		ø	2.663.459

The accompanying notes are an integral part of the standalone financial statements.

### NAN LIU ENTERPRISE CO., LTD

#### Parent Company Only Statements of Cash Flows

For the Year Ended December 31,2015 and 2014

(All Amounts Expressed In Thousands of New Taiwan Dollars)

	For the year end	ed Dece	mber 31
	 2015		2014
Cash flows from operating activities			
Profit before income tax	\$ 661,888	\$	488,879
Adjustments for :			
Depreciation expense	57,037		63,759
Amortization expense	4,767		4,668
Interest expense	10,480		9,282
Interest income	(1,426)		(1,427)
Provision for doubtful accounts	8,477		-
Share of profit of subsidiaries and associates accounted for using equity method	(330,715)		(222,701)
Loss on disposal of assets	682		(365)
Unrealized gain on sales	40,739		10,400
Realized gain on sales	(25,537)		(9,109)
(Profit) Loss on physical inventory	(1,055)		32
Loss on disposal of inventory	3,007		4,574
(Reversal of allowance) Provision for inventory market price decline	-		(2,737)
(Reversal )Impairment of Assets	(1,602)		(1,588)
Other expense	-		327
Foreign exchange(gain)loss	(7,547)	1996 - Sec Sec 1	(6,529)
Total adjustments to reconcile profit or loss	(242,693)	_	(151,414)
Changes in operating assets and liabilities			
Decrease (Increase) in notes receivable	3,150		(21,007)
Decrease (Increase) in accounts receivable	7,577		(121,707)
Decrease in other receivable	2,021		2
(Increase) Decrease in inventories	(109,938)		2,639
Decrease (Increase) in prepayments	14,403		(33,132)
Decrease (Increase) in other current assets	34,863		(26,026)
(Decrease) Increase in notes payable	(37,810)		57,479
Increase in accounts payable	63,676		15,218
(Decrease) Increase in other payable	(623)		2,226
Increase in unearned receipts	199		1,932
Increase in accrued pension liabilities	2,239		2,403
Total Changes in Operating Assets and Liabilities	 (20,243)		(119,973)
Total Changes in Operating Assets and Liabilities	(20,245)		(113,373)

(Continued)

	For the year end	ed December 31
	2015	2014
Interest received	1,602	1,440
Income taxes paid	(79,217)	(36,064)
Net cash generated by operating activities	321,337	182,868
Cash flows from investing activities		
Acquisition of property , plant and equipment	(38,519)	(27,825)
Disposal of property, plant and equipment	1	65
Acquisition of investments accounted for using equity method	(57,580)	(80,717)
(Increase) in prepayments for equipment	(50,815)	(35,183)
Decrease in restricted assets	2 <del>0</del>	29,944
(Decrease) in long-term prepaid rent	-	(46,680)
Decrease in Instead of payment	213	19
(Increase)in other noncurrent assets	./≂t	(1,509)
(Increase) Decrease in refundable deposits	(68)	2,952
Net cash used in investing activities	(146,768)	(158,934)
Cash Flows From Financing Activities:		
Interest paid	(10,431)	(9,568)
(Decrease) Increase in short-term loans	(55,567)	75,363
Increase in short-term bills payable	75,000	40,000
Increase in long-term bank borrowing	160,130	15,200
Cash dividends	(203,280)	(159,720)
Increase in other current liabilities	140	13
Net cash used in financing activities	(34,008)	(38,712)
Effect of exchange rate changes on cash and cash equivalents	6,038	2,350
Net Increase (Decrease) in cash and cash equivalents	146,599	(12,428)
Cash and cash equivalents, beginning of year	107,124	119,552
Cash and cash equivalents, end of year	\$ 253,723	\$ 107,124

The accompanying notes are an integral part of the consolidated financial statements. (Concluded)

NAN LIU ENTERPRISE CO., LTD AND SUBSIDIARIES Consolidated Balance Sheets December 31,2015 and December 31,2014 (All Amounts Expressed In Thousands of New Taiwan Dollars)

10 0/	«		1 5.28	2 1.83	4 10.80	3 11.19	2 3.19	1 0.96				20.05		8 13.49	6 0.15	9 0.06			75 15.34	25 52.17			0 14.81	7 9.25			5 16.80		8 2.82	58 47.83	100.00
Amount	THINGHIN		259,041	89,952	529,444	548,373	156,512	47,221	71,906	13,837	87,388	726 6	1.805.950	661,748	7,386	2,739	80,093	509	752,475	2,558,425			726,000	453,467		45,961 NE NN	823.705		138,398	2,345,258	4.903.683
70	0		3.85 \$	3.06	10.04	9.72	2.98	0.70	1.52	0.18	3.14	70.0	35.25	13.42	0.14	0.05	1.67	0.01	15.29	50.54			13.49	8.42		3. /4	21.42		1.57	49.46	100.00
Amount 0/	TITOTIC		207,307	164,931	540,796	523,562	160,252	37,893	81,986	9,569	169,288	CE0 C	1.898.557	722,425	7,386	2,744	89,756	500	822,811	2,721,368	OF THE PARENT		726,000	453,467		201,240	1.153.679		84,610	2,663,459	5.384.827
	1		\$										64				()	1			DERS O										60
			6(6)	6(7)	4	4			$4 \cdot 6(10)$		6(8)			6(8)		4 • 6(10)	$4 \cdot 5 \cdot 6(9)$				SHAREHOL		6(11)	6(11)	6(11)			6(11)		s of the parer	8
THABIT THES AND FOULTY	CUDENT LINDU THE	CUKKENI LIABILIES	Short-term loans	Short-term bills payable, net	Notes payable	Accounts payable	Other payable	Payables on equipment	Current tax liabilities	Unearned receipts	Current portion of long-term	bank borrowing	Total current liabilities	Long-term bank borrowing	Deferred income tax liabilities- I and value increment tax	Deferred income tax liabilities- income tax	Accrued pension liabilities	Guarantee deposits	Total noncurrent liabilities	Total liabilities	EOUITY ATTRIBUTABLE TO SHAREHOLDERS OF THE PARENT	Owners equity	Capital stock	Capital surplus	Retained earnings	Legal reserve	Special reserve Unappronriated earnings	Other	Financial statements translation	Equity attributable to shareholders of the parent	Total liabilities and equity
			2100	2110	2150	2170	2200	2213	2230	2311	2322	0000	6667	2540	2571	2572	2640	2645					3100	3200	3300	0155	1350	3400	3410		
10	%		6.92	1.20	21.51	0.08	15.72	7.30	1.70	54.43				38.02	5	0.45	4.51	0.32	2.22	0.05	45.57										100 00
Amount 0/	VIIIOIIIV		339,335	58,657	1,055,013	3,686	770,785	357,985	83,335	2,668,796				1,864,367	171	22,175	221,217	15,524	108,796	2,637	2.234.887										4 903 683
10	.0/		9.82 \$	1.09	20.79	0.03	18.42	6.58	0.83	57.56				38.15	ī	0.54	1.41	0.40	1.88	0.06	42.44										100 00 \$
Amonte 01	IUNOUIV		\$ 529,058	58,691	1,119,267	1,495	118,166	354,415	44,938	3,099,675				2.054.428	24	29,230	76,135	21,550	101,322	2,463	2.285.152										TCS 482 2 2
L			4 • 6(1)	$4 \cdot 6(2) \cdot 7$	$4 \cdot 6(3) \cdot 7$		$4 \cdot 5 \cdot 6(4)$	5	8		e.			4 • 6(5) • 8	, 4 ,	4 • 5 • 6(10)		6	4 • 8												
A SCETS	ASSES	CURRENT ASSETS	Cash and cash equivalents	Notes receivable, net	Accounts receivable, net	Other receivables	Inventories	Prepayments	Other current assets	Total current assets				NONCURRENT ASSETS Property . plant and equipment 4 × 6(5) × 8	Intangible assets	Deferred income tax assets	Prepayments for equipment	Refundable deposit	Prepaid investments	Other assets	Total noncritrent assets										Ivvv Total accete
		-27	1100	1150	1170	1200	1310	1410	1470					1600	1780	1840	1915	1920	1985	0661											~~~

The accompanying notes are an integral part of these consolidated financial statements.

#### NAN LIU ENTERPRISE CO., LTD AND SUBSIDIARIES

Consolidated Statements of Comprehensive Income

For the Year Ended December 31 ,2015 and 2014

(All Amounts Expressed In Thousands of New Taiwan Dollars, Except Earnings Per Share)

				For	the year en	ded [	December 31	
			5	2015			2014	
	Item	Note		Amount	%		Amount	%
4110	Sales revenue		\$	5,969,160	100.79	\$	5,376,982	100.62
4170	Less: Sales return			(24,782)	(0.42)		(10,877)	(0.20)
4190	Less: Sales allowances			(22,177)	(0.37)		(22,114)	(0.41)
4000	Net Sales	4 • 6(13) • 7	20	5,922,201	100.00	5	5,343,991	100.01
5000	Cost of goods sold	6(4)		(4,725,558)	(79.79)		(4,304,554)	(80.55)
5900	Gross profit			1,196,643	20.21		1,039,437	19.46
6000	Operating expenses							
6100	Promotion expenses			(215,902)	(3.65)		(222,049)	(4.16)
6200	Management expenses			(201,449)	(3.40)		(184,927)	(3.46)
6300	Research expenses			(28,648)	(0.48)		(33,673)	(0.63)
6000	Total Operating expenses			(445,999)	(7.53)		(440,649)	(8.25)
6900	Operating profit			750,644	12.68		598,788	11.21
	Other non-operating income and expenses							
7020	Other income	6(14)		51,451	0.87		20,951	0.39
7050	Finance costs	6(14)		(24,456)	(0.42)		(23,782)	(0.45)
7000	Other non-operating income and expe	nses		26,995	0.45		(2,831)	(0.06)
7900	Income before income tax		-	777,639	13.13		595,957	11.15
7950	Income tax expense	4 • 6(10)		(196,208)	(3.31)		(175,805)	(3.29)
8200	Net Income			581,431	9.82		420,152	7.86
8300	Other comprehensive income (loss)							
8310	Items that will not be reclassified subsequent	uently to profit or l	oss:					
8311	Remeasurement of defined	6(9)		(7,424)	(0.12)		1,880	0.04
	benefit obligation							
8349	Income tax (expense) related to	6(10)		1,262	0.02		(320)	(0.01)
	components of the comprehensive inco	me						
8360	Items that may be reclassified subsequent	ly to profit or loss:						
8361	Exchange differences arising on translation of foreign operations	6(11)		(53,788)	(0.91)		86,715	1.62
8300	Other comprehensive income(loss)for the			(59,950)	(1.01)		88,275	1.65
	period, net of income tax							
8500	Total comprehensive income for the period		\$	521,481	8.81	\$	508,427	9.51

(Continued)

			For t	he year en	ded De	cember 31	
			2015			2014	
			Amount	%		Amount	%
8600	Net income attributable to :						
8610	Owners of parent		\$ 581,431	9.82	\$	420,152	7.86
8620	Non-controlling interests		 -	-		-	-
	Net income		\$ 581,431	9.82	\$	420,152	7.86
					-		
8700	Comprehensive income attributable to :						
8710	Owners of parent		\$ 521,481	8.81	\$	508,427	9.51
8720	Non-controlling interests		-	-		-	-
	Total comprehensive income for the period		\$ 521,481	8.81	\$	508,427	9.51
9750	Basic earnings per share(NT dollars)	4 • 6(12)	\$ 8.01		\$	5.79	
9850	Diluted earnings per share(NT dollars)	4 • 6(12)	\$ 8.00		\$	5.78	

The accompanying notes are an integral part of these consolidated financial statements.

NAN LIU ENTERPRISE CO., LTD AND SUBSIDIARIES

Consolidated Statements of Changes in Equity For the year ended December 31,2015 and 2014

(All Amounts Expressed In Thousands of New Taiwan Dollars)

The accompanying notes are an integral part of these consolidated financial statements.

#### NAN LIU ENTERPRISE CO., LTD AND SUBSIDIARIES

Consolidated Statements of Cash Flows

For the Year Ended December 31,2015 and 2014

(All Amounts Expressed In Thousands of New Taiwan Dollars)

20152014Cash flows from operating activities2015Consolidated Profit before income tax777,639Adjustments for :2014	595,957 262,196
Consolidated Profit before income tax 777,639 \$	
A divertments for '	262,196
Aujustments for .	262,196
Depreciation expense 261,124	
Amortization expense 6,445	6,379
Other expense (465)	344
Interest expense 24,456	23,782
Interest income (2,871)	(2,706)
Provision for doubtful accounts 6,255	5,468
(Reversal of allowance) Provision for inventory	(3,415)
Loss on disposal of inventory 9,188	23,958
(Profit) Loss on physical inventory (1,059)	29
Loss on disposal of assets 4,290	950
(Reversal) Impairment of Assets (2,188)	(2,170)
Foreign exchange (gain) (7,985)	(7,676)
Changes in operating assets and liabilities	
(Increase) in notes receivable (34)	(19,430)
(Increase) in accounts receivable (68,278)	(220,793)
Decrease in other receivable 2,015	14,914
(Increase) in inventories (229,155)	(142,112)
Decrease in prepayments 12,702	4,655
Decrease (Increase) in other current assets 37,832	(29,509)
Increase in notes payable 10,790	86,046
(Decrease) Increase in accounts payable (25,458)	95,393
Increase (Decrease) in other payable 3,938	(23,532)
(Decrease) Increase in unearned receipts (4,268)	984
Increase in accrued pension liabilities 2,239	2,403
Cash generated from operating 817,152	672,115
Interest received 3,047	2,723
Income taxes paid (191,916)	(151,200)
Net cash generated by operating activities 628,283	523,638

(Continued)

	For the year end	ed Decem	ber 31
	2015		2014
Cash flows from investing activities			
Acquisition of property , plant and equipment	(168,240)		(105,801)
Disposal of property, plant and equipment	840		1,540
(Increase) in prepayments for equipment	(190,110)		(238,500)
(Increase) in long-term prepaid rent	-		(46,680)
(Increase) Decrease in restricted assets	(336)		21,570
Decrease (Increase) in Instead of payment	901		(705)
(Increase)in other noncurrent assets	-		(1,509)
(Increase) in refundable deposits	(6,135)		(79)
Net cash used in investing activities	 (363,080)		(370,164)
Cash Flows From Financing Activities :			
Interest paid	(24,675)		(24,592)
(Decrease) Increase in short-term loans	(51,734)		12,540
Increase in short-term bills payable	75,000		40,000
Increase (Decrease) in long-term bank borrowing	135,647		(120,285)
Cash dividends	(203,280)		(159,720)
Increase in other current liabilities	697		302
Net cash used in financing activities	(68,345)		(251,755)
Effect of exchange rate changes on cash and cash equivalents	(7,135)		39,199
Net Increase (Decrease) in cash and cash equivalents	 189,723		(59,082)
Cash and cash equivalents, beginning of year	 339,335		398,417
Cash and cash equivalents, end of year	\$ 529,058	\$	339,335

The accompanying notes are an integral part of the consolidated financial statements. (Concluded)

# NAN LIU ENTERPRISE CO., LTD.

# Comparison of the Amendments to the Rules for Electing Directors and Supervisors

Articles amended	Current articles	Explanation
Articles amended Article 6 (deleted)	Article 6. Election of the	-
Anticle o ( <u>deleted</u> )	Company's directors, supervisors,	Amendments made to
	shall comply with the candidates-	reflect the Company's
	nomination system of Article 192-	current practices.
Artisle 7. Electione of dimension	1 in the Company Act.	
Article 7. Elections of directors and supervisors adopt a	Article 7. Elections of directors and supervisors adopt a	Amendments made to
cumulative <u>voting system</u> ; one	cumulative voting system; one	reflect the Company's
share shall have the same voting	share shall have the same voting	current practices.
rights as the number of directors	rights as the number of directors	current practices.
and supervisors to be elected, and	and supervisors to be elected, and	
the total number of votes per share may be consolidated for the	the total number of votes per share may be consolidated for the	
election of one candidate or may	election of one candidate or may	
be split for the election of several	be split for the election of two or	
candidates.	more candidates.	
Article 10. Before the start of the	Article 10. Before the start of the	
election, the Chairperson shall	election, the Chairman shall	Amendments made to
appoint voting supervisors who	appoint voting supervisors who	reflect the Company's
are shareholders <u>and</u> several	are shareholders and several	current practices.
qualified tellers to perform related duties. The ballot boxes shall be	qualified tellers to perform related duties. The ballot boxes shall be	F
prepared by the Board of	prepared by the Board of	
Directors and publicly checked by	Directors and publicly checked by	
the vote monitoring personnel	the vote monitoring personnel	
before voting commences.	before voting commences.	
Article 11. If the candidate is a shareholder, voters should fill in	Article 11. If the candidate is a shareholder, voters should fill in the	Amendments made to
the account name and shareholder	account name and shareholder	reflect the Company's
account number of the candidate.	account number of the candidate in	
If the candidate is not a	the ballot. If the candidate is not a	current practices.
shareholder, voters should fill in	shareholder, voters should fill in the	
the candidate's name and the identity document number. When	candidate's name and the identity document number. When the	
the government or a juristic	government or a juristic person is a	
person shareholder is the	shareholder, not only the name of the	
candidate, not only the name of	government or the juristic person but	
the government or the juristic	also the names of their	
person but also the name of their representatives should be filled in	representatives shall be filled in as the account name of the candidate in	
as the account name of the	the ballot; if there are more than two	
candidate in the ballot; if there are	representatives, their names should	
more than two representatives,	be filled in separately.	
their names should be filled in		
separately.		