

Stock code: 6504

NAN LIU ENTERPRISE CO., LTD.

2020 Annual Shareholders' Meeting

Meeting Minutes

Date: May 29, 2020

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THIS IS A TRANSLATION OF THE MINUTES FOR THE 2018 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. 2020 ANNUAL SHAREHOLDERS' MEETING MINUTES

(Translation)

Time: 10:00 a.m., Friday, May 29, 2020

Place: No. 699, Silin Rd., Yanchao Dist., Kaohsiung City (Headquarters conference room 3F)

Attendants: All shareholders and their proxy holders, representing 46,440,552 shares (including 42,766,930 shares casted electronically), or 63.96% of the total 72,600,000 outstanding shares.

Directors present:

Bixiu Investments Co., Ltd. Representative: Huang Chin-san(Chairman), Tian Zi Ding Investments Co., Ltd. Representative: Huang Ho-chun(Director), Director Yang Juei-hua, Director Wang Chin-Hung , Independent Director Huang Tung-rong, Independent Director Huang Jin-feng, Independent Director Huang Chun-ping, Director Su Chao-shan, Director Chung Mao-Chih. Accountant present:

Accountant Liu, Tzu-Meng, Accountant Tien, Chung-Yu

Chairperson: Huang Chin-san Chairman

Recorder: Chuang Chun-chin

- I. The aggregate shareholding of the shareholders present in person or by proxy constituted a quorum. The Chairman called the meeting to order.
- II. Chairman's Remarks (omitted)
- III. Report Items
- 1. To report 2019 Business Report (Please refer to Attachment 1).
- 2. To report Supervisor's Review of the 2019 Financial Statements (Please refer to Attachment 2).
- 3. To report distribution of the 2019 Compensation of Employees, Directors and Supervisors (Please refer to the Meeting Handbook).

IV. Proposed Items

1. To accept 2019 Financial Statements and the Business Report (Proposed by the Board of Directors) Explanatory Notes:

(1) The 2019 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, Hsiang-Ning Hu and Szu-Ning Lin of Yangtze CPAs & Co. The Business Report and the Financial Statements have been reviewed by the Audit Committee.

- (2) For the Audit Report and the 2019 Financial Statements and the Business Report, please refer to Attachment 3 & 4 and Attachment 1.
- (3) Please proceed to adopt the motion.

Resolution:

Voting Results						
Votes in favor : 45,960,488votes, 98.96% of the total representation at the time of						
voting (including 42,417,866 votes casted electronically).						
Votes against : 25votes(including 25 votes casted electronically)						
Votes invalid : 0votes						
Votes abstained : 480,039 votes(including 349,039 votes casted electronically)						

Approved and acknowledged as proposed by Board of Directors.

2. To approve the proposal for the distribution of the 2019 profit (Proposed by the Board of Directors)

Explanatory Notes:

- (1) The after-tax profit in 2019 was NT\$526,005,594. Of that, 10% (i.e., NT\$52,600,559) has been set aside as a legal reserve, subtracted other comprehensive income-defined benefit remeasured amount was NT\$5,849,128, subtracted special reserve amount was NT\$117,593,758, coupled with unappropriated retained earnings of NT\$1,092,385,955 (including unappropriated retained earnings of NT\$27,960,645 before (1997) and NT\$1,064,425,310 after (1998)), retained earnings for this year is NT\$1,442,348,104.
- (2) In terms of the distribution of the 2019 profit, a cash dividend of NT\$4.5 per share is proposed, amounting to NT\$326,700,000 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.

NAN LIU ENTERPRISE CO., LTD. 2019

Profit Distribution	Unit: NT\$				
Items	Amount (NT\$)	Remarks			
Beginning retained earnings	1, 092, 385, 955				
Other comprehensive income-defined benefit plan	(5, 849, 128)				
2019 net income	526, 005, 594				
subtracted : Legal reserve (10%)	(52, 600, 559)				
Subtracted: Special reserve	(117, 593, 758)				
Subtotal of distributable net profit	1, 442, 348, 104				
Distributable items					
Dividend to shareholders-cash dividend (NT\$4.5/share)	326, 700, 000				
Unappropriated retained earnings	1, 115, 648, 104				

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

Note 1: 2019 unappropriated retained earnings are distributable first

Resolution:

Voting Result: 46,440,552 shares were represented at the time of voting.

Voting Results	
Votes in favor : 45,954,488 votes, 98.95% of the total representation at the time of	•
voting (including 42,411,866 votes casted electronically).	
Votes against : 6,025votes (including 6,025 votes casted electronically)	
Votes invalid : 0votes	
Votes abstained : 480,039votes (including 349,039 votes casted electronically)	

Approved and acknowledged as proposed by Board of Directors.

- V. Discussion
- Amendments to parts of the Rules of Procedure for Shareholders Meetings (Proposed by the Board of Directors)

Explanatory Notes:

(1) For the operation need and follow related rules.

(2) Comparison Table for the Articles of Incorporation before and after revision please refer to Attachment 5.

Resolution:

Voting Result: 46,440,552 shares were represented at the time of voting.

Voting Results							
Votes in favor : 45,955,488votes, 98.95% of the total representation at the time of							
voting (including 42,412,866 votes casted electronically).							
Votes against : 25votes (including 25 votes casted electronically)							
Votes invalid : 0votes							
Votes abstained : 485,039votes (including 354,039 votes casted electronically)							
Approved and acknowledged as proposed by Board of Directors.							

- 2. Amendments to parts of the Articles of Incorporation (Proposed by the Board of Directors) Explanatory Notes:
 - (1) Because of COVID-19, service items increase Medical Materials manufacturing, wholesale of medical materials and retailing of medical materials. (CF01011 Medical Materials manufacturing, F108031 wholesale of medical materials, F208031 retailing of medical materials) for environment's need.
 - (2) The original service items: C601040 paper processing change item name. To delete item C103030, F102160, F102010, F102080 and rename to 27. C601040 paper processing, 28. F102170 Other Food manufacturing.
 - (3) Comparison Table for the Regulations for Election of Directors and Supervisors before and after revision please refer to Attachment 6.

Resolution:

Voting Result: 46,440,552 shares were represented at the time of voting.

Voting Results							
Votes in favor : 45,956,488votes, 98.95% of the total representation at the time of							
voting(including 42,413,866 votes casted electronically).							
Votes against : 25votes(including 25 votes casted electronically)							
Votes invalid : 0votes							
Votes abstained : 484,039votes(including 353,039 votes casted electronically)							

Approved and acknowledged as proposed by Board of Directors.

- **VI.** Directors Election: None.
- VII. Other Business and Special Motion: None.
- VIII. Adjournment: Meeting ended at 11:10 am

NAN LIU ENTERPRISE CO., LTD.

2019 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 2019.

A. 2019 Business Report

(1) Achievements of the 2019 Business Plan

The Company's major businesses in 2019 included the sale of spunlace nonwoven fabrics, Air Through & Thermal Bond Nonwoven Fabrics, Disposable surgical gowns fabrics, hygiene consumables (most of sales on baby wet wipes), and facial mask/skin care products. In 2019, net sales was NT\$6,546,829 thousand, down 3.53% compared with 2018. Taking into cost of goods sold of NT\$5,309,526 thousand, total operating expenses of NT\$516,814 thousand, and other non-operating loss and expenses of NT\$70,260 thousand, the income before income tax came in at NT\$790,749 thousand. Estimated income tax expense was NT\$264,744 thousand, and the net income was NT\$526,005 thousand with an EPS of NT\$7.25.

		Un	it: NT\$ thousand
Consolidated Statements of Comprehensive Income	2019	2018	Change %
Net Sales	6, 546, 829	6, 786, 338	-3.53%
Cost of goods sold	5, 309, 526	5, 510, 590	-3.65%
Gross profit	1,237,303	1, 275, 748	-3.01%
Total Operating expenses	516, 814	478, 444	8.02%
Net operating profit	720, 489	797, 304	-9.63%
Other non-operating income and expenses	70, 260	76, 959	-8.70%
Income before income tax	790, 749	874, 263	-9.55%
Net Income	526,005	592, 766	-11.26%

(2) 20198 Consolidated Financial Expenditure and Profitability

(3) Consolidated Profitability Analysis

		Unit: %					
		2018	2017				
Return on assets	5	6.18	8.11				
Return on equit	у	17.05	19.96				
Capital ratio	Net operating profit	99.24	109.82				
Capital latio	Income before income tax	108.92	120.42				
Net profit marg	in	8.03	8.73				
After-tax earnin	gs per share (NT\$)	7.25	8.16				

The company faced some challenges in 2019. Compared to USD, CNY depreciated around 2-3%. Under above challenges, all employees pledged more efforts and consistently develop new products. The capacity utilization was full in 2019.

In general, the sales grew slightly. The China plant contributed positive effects in operation, profit. With the great teamwork and efforts of all employees, the net income in 2019 reached NT\$526,005 thousands (EPS NT\$7.25).

B. Summary of the 2020 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.

(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, delivery and service, so that they are incentivized to purchase even more products from the Company, and thereby looking after the interests of shareholders and employees. In so doing, all four stakeholders — shareholders, employees, and customers, 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 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

General Manager: Mr. Huang, Huo-cun Accounting Manager: Ms. Chuang, Chun-chin

Nan Liu Enterprise Co., Ltd. Audit Committee's Review Report

(Translation)

The Board of Directors has prepared the Company's 2019 Business Report, consolidated Financial Statements. The financial statements includes Balance Sheets, Statements of Comprehensive Income, Statements of Changes in Equity and Statements of Cash Flows. The Financial Statements have been audited by external auditors Hsiang-Ning Hu and Szu-Ning Lin of YANGTZE CPAS & CO., and an opinion and report have been issued on the Financial Statements.

Audit Committee is responsible for overseeing the financial reporting process.

When auditing the 2019 financial Statements, the auditing CPA communicated with Supervisors about following:

- 1. Under planned scope and timing of audit, no significant audit findings are discovered.
- 2. The auditing CPA also provided statements that the auditing team has complied with relevant ethical requirements regarding independence. So far, there's no findings about matters/relationships that might influence the independence of auditing CPA.
- 3. From the matters communicated with auditing CPA, we determined that significant audit matters are to be communicated in the audit report.

The Business Report, Financial Statements and Earnings Distribution Proposal have been reviewed and considered to be complied with relevant rules by the undersigned, the Audit Committee of Nan Liu Enterprise Co., Ltd. According to Article 219 of the Company Law, I hereby submit this report.

Submitted to : The Company's 2020 Annual Shareholders' Meeting

Nan Liu Enterprise Co., Ltd. Chairman of the Audit Committee : Huang, Tung-Rung On the Date of March 10, 2020





INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders Nanliu Enterprise Company Limited

Opinion

We have audited the accompanying consolidated financial statements of Nanliu Enterprise Company Limited and subsidiaries (the "Group"), which comprise the consolidated balance sheets as of December 31, 2019 and 2018, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2019 and 2018, and its consolidated financial performance and its consolidated 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 (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants, Financial Supervisory Commission Letter No.1090360805 of February 25, 2020 and auditing standards generally accepted in the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated 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. 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 consolidated financial statements for the year ended December 31, 2019. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters for the Group's consolidated financial statements for the year ended December 31, 2019 are stated as follows:

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Valuation of accounts receivable

Please refer to Notes 4 and 6(2) to the consolidated financial statements for detail information and accounting policy of valuation of accounts receivable. As of December 31, 2019, net accounts and notes receivable of the Group amounted to NT\$ 1,342,759 thousand dollars, accounted for 14.08% of total assets, has significant impact to financial statements of the Group, and the provision for impairment of accounts and notes receivable is inherently judgmental, therefore, we have identified valuation of accounts receivable as a key audit matter.

Our audit procedures to the above key audit matter (including but not limited to) are as the following:

- 1. Performed internal control test on top 10 customers and other major customers, surveyed these customers' background and randomly checked to confirm whether the receivables arising from these customer sales are in line with the Group's credit policy. We inspected how the Group processed breach of the credit policy.
- 2. Performed internal control test by randomly vouching from sales documents to accounts receivable aging report to test accuracy of accounts receivable aging.
- 3. Performed analytical review procedures by comparing the difference in turnover and accounts receivable balance for reasonableness of variances.
- 4. Reviewed subsequent collection of significant receivables after the balance sheet date.
- 5. For the preparation matrix provided by the group, evaluate whether the expected loss rate is reasonable.
- 6. According to the consolidated accounts receivable statement, accounts receivable aging and overdue accounts receivable statement provided by the client, whether the credit period of the accounts receivable customer is consistent with the system login. Perform relevant decimation calculations to confirm that the aging and overdue vesting periods are correct.

Valuation of inventories

Please refer to Notes 4, 5 and 6(3) to the consolidated financial statement for the detail information and accounting policy, uncertainty of valuation of inventories; As of December 31, 2019, inventories of the Group amounted to NT\$941,608 thousand dollars, accounted for 9.87% of total assets, has significant impact to financial statements of the Group, in addition, the principal operating activities of the Group include Air-Through/Thermal-Bonded Nonwovens Fabrics
Spunlace Nonwovens Fabrics
High-tech woodpulp spunlace Fabrics
Wet Wipes Facial Mask and care product, etc., the selling price of these products fluctuates from the supply of upstream suppliers and changes in the market competition, resulted risk of book value exceeding its net realizable value, therefore, we have identified valuation of inventories as a key audit matter.

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Our audit procedures to the above key audit matter (including but not limited to) are as the following:

- 1. Understood inventory valuation process by the management.
- 2. Understood the Group's warehousing management process, reviewed the Group's annual physical inventory count plan and observed the annual inventory count to assess the reasonableness of methods used by the management to identify and monitor obsolescent inventories.
- 3. Randomly checked the inventory movement report for consumption of inventories and compared inventory aging report to that of prior year for reasonableness and accuracy of inventory aging report.
- Conducted analytical review process for inventory balances, turnover and gross margin by 4. products, compared differences to prior year for any unusual variance.
- Compared historical inventory provision and actual write-down to analyze the 5. appropriateness of the accounting policies of the management for inventory provision.
- Verified the reasonableness of the net realizable value of inventory by randomly vouching 6. sales and purchase orders to evaluate adequacy of inventory provision.

Other Matter

We have also audited the parent company only financial statements of Nanliu Enterprise Company Limited as of and for the years ended December 31, 2019 and 2018 on which we have issued an unmodified opinion.

Responsibilities of Management and Those Charged with Governance for the **Consolidated Financial Statements**

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

In preparing the consolidated financial statements, management is responsible for assessing the Group'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 Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance (including Supervisors or members of Audit Committee) are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and

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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 auditing standards generally accepted in the Republic of China 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 consolidated financial statements.

As part of an audit in accordance with the auditing standards generally accepted in the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- 1. Identify and assess the risks of material misstatement of the consolidated 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 control.
- 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 Group's internal control.
- 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 Group'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 auditor's report. However, future events or conditions may cause the Group 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 consolidated only 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 Group 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.

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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 for the year ended December 31, 2019 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.

Hsiang-Ning Hu

Szu-Ning Lin

YANGTZE CPAS & Co., March 10, 2020

Notice to Readers

The accompanying consolidated financial statements are intended only to present the consolidated 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 consolidated financial statements are those generally applied in the Republic of China.

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

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桃園所: 桃園市 350 株園田 350 株園田 350 - 13 Tel: 04-3600-5500 - 13 Tel: 04-3600-6500 - 2000 E-mail:y0001@yzcpa.com.tw

台中所(總所): 桃園市 330 桃園區春日路 656 號 18 樓之 4 台中市 408 五權西路二段 666 號 13 樓之 3 E-mail:stanhuco@ms12.hinet.net

台南所: 台南市 701 東門路一段 358 號 10 樓之 1 Tel:06-236-0606 Fax: 06-236-3838 E-mail:n0083@yzcpa.com.tw





INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders Nanliu Enterprise Company Limited

Opinion

We have audited the accompanying parent company only financial statements of Nanliu Enterprise Company Limited (the "Company"), which comprise the parent company only balance sheets as of December 31, 2019 and 2018, and the parent company only statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the parent company only financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying parent company only financial statements present fairly, in all material respects, the parent company only financial position of the Company as of December 31, 2019 and 2018, and its parent company only financial performance and its parent company only cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants, Financial Supervisory Commission Letter No.1090360805 of February 25,2020 and auditing standards generally accepted in the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements section of our report. We are independent of the Company 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. 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 parent company only financial statements for the year ended December 31, 2018. These matters were addressed in the context of our audit of the parent company only financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters for the Company's parent company only financial statements for the year ended December 31, 2019 are stated as follows:

Valuation of accounts receivable

Please refer to Notes 4 and 6(2) to the parent company only financial statements for detail information and accounting policy of valuation of accounts receivable. As of December 31, 2019, net accounts and notes receivable of the Company amounted to NT\$ 510,829 thousand dollars, accounted for 5.79% of total assets, has significant impact to financial statements of the Company, and the provision for impairment of accounts and notes receivable is inherently judgmental, therefore, we have identified valuation of accounts receivable as a key audit matter.

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台中所(總所): 桃園市 330 桃園區春日路 656 號 18 樓之 4 台中市 408 五權西路二段 666 號 13 樓之 3 $\begin{array}{c} {\sf Tel: 03-357-8341} \\ {\sf Fax: 03-357-8806} \end{array} \qquad -14 \begin{array}{c} {\sf Tel: 04-3600-9906} \\ {\sf Fax: 04-3600-6500} \end{array}$ E-mail:stanhuco@ms12.hinet.net

台南所: 台南市 701 東門路一段 358 號 10 樓之 1 Tel:06-236-0606 Fax: 06-236-3838 E-mail:n0083@yzcpa.com.tw





Our audit procedures to the above key audit matter (including but not limited to) are as the following:

- 1. Performed internal control test on top 10 customers and other major customers, surveyed these customers' background and randomly checked to confirm whether the receivables arising from these customer sales are in line with the Company's credit policy. We inspected how the Company processed breach of the credit policy.
- 2. Performed internal control test by randomly vouching from sales documents to accounts receivable aging report to test accuracy of accounts receivable aging.
- 3. Performed analytical review procedures by comparing the difference in turnover and accounts receivable balance for reasonableness of variances.
- 4. Reviewed subsequent collection of significant receivables after the balance sheet date.
- 5. For the preparation matrix provided by the company, evaluate whether the expected loss rate is reasonable.
- 6. According to accounts receivable statement, accounts receivable aging and overdue accounts receivable statement provided by the client, whether the credit period of the accounts receivable customer is consistent with the system login. Perform relevant decimation calculations to confirm that the aging and overdue vesting periods are correct.

Valuation of inventories

Please refer to Notes 4, 5 and 6(3) to the parent company only financial statements for the detail information and accounting policy, uncertainty of valuation of inventories; As of December 31, 2019, inventories of the Company amounted to NT\$ 407,500 thousand dollars, accounted for 4.62% of total assets, has significant impact to financial statements of the Company, in addition, the principal operating activities of the Company include Air-Through/Thermal-Bonded Nonwovens Fabrics • Spunlace Nonwovens Fabrics , High-tech woodpulp spunlace Fabrics , Wet Wipes , Facial Mask and care product, etc., the selling price of these products fluctuates from the supply of upstream suppliers and changes in the market competition, resulted risk of book value exceeding its net realizable value, therefore, we have identified valuation of inventories as a key audit matter.

Our audit procedures to the above key audit matter (including but not limited to) are as the following:

- 1. Understood inventory valuation process by the management.
- 2. Understood the Company's warehousing management process, reviewed the Company's annual physical inventory count plan and observed the annual inventory count to assess the reasonableness of methods used by the management to identify and monitor obsolescent inventories.
- 3. Randomly checked the inventory movement report for consumption of inventories and compared inventory aging report to that of prior year for reasonableness and accuracy of inventory aging report.
- 4. Conducted analytical review process for inventory balances, turnover and gross margin by products, compared differences to prior year for any unusual variance.
- 5. Compared historical inventory provision and actual write-down to analyze the appropriateness of the accounting policies of the management for inventory provision.

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6. Verified the reasonableness of the net realizable value of inventory by randomly vouching sales and purchase orders to evaluate adequacy of inventory provision.

Responsibilities of Management and Those Charged with Governance for the Parent Company Only Financial Statements

Management is responsible for the preparation and fair presentation of the parent company only financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and for such internal control as management determines is necessary to enable the preparation of parent company only financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the parent company only 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.

Those charged with governance (including Supervisors or members of Audit Committee) are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements

Our objectives are to obtain reasonable assurance about whether the parent company only 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 auditing standards generally accepted in the Republic of China 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 parent company only financial statements.

As part of an audit in accordance with the auditing standards generally accepted in the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- 1. Identify and assess the risks of material misstatement of the parent company only 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 control.
- 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 control.
- 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

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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 parent company only 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 auditor's 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 parent company only financial statements, including the disclosures, and whether the parent company only 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 parent company only 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 parent company only financial statements for the year ended December 31, 2019 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.

Hsiang-Ning Hu

Szu-Ning Lin

YANGTZE CPAS & Co.,

March 10, 2020

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 jurisdiction. The standards, procedures and practices to audit such financial statements are those generally applied in the Republic of China.

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 auditors 'report and financial statements shall prevail.

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NAN LIU ENTERPRISE CO., LTD AND SUBSIDIARIES Consolidated Balance Sheets December 31,2019 and December 31,2018 (All Amounts Expressed In Thousands of New Taiwan Dollars)

NSKETS Amount 9 Amount 9 LAMBURTS ND FQCUTY Noment 9 Amount 9 1000 Coll and cale ageing online in the source online in the pupple inthe s				December 3	1,2019	December 3	1,2018					December 31	2019	December .	31,2018
$ \begin{array}{ $		ASSETS		 Amount	%	Amount	%		LIABILITIES AND EQUITY			Amount	%	Amount	%
1190 Nuter receivable, net 4 + 6(2) 83,590 0.93 87,049 1.07 2100 Stormare linking service 4,6(2) 1.23,190 0.14 2.27,18 0.28 1200 Other receivables 1,0557 0.11 3.933 0.40 2160 Contrast linking service 4,6(2) 3.337 0.14 2.27,18 0.28 1400 Other receivables 4,-5,6(3) 344,118 3.82 370,426 4.5 200 Other receivables 10,1071 0.016 114 2.217 2.02 163,114 2.01 163,114 2.01 163,114 2.01 163,114 2.01 163,114 2.01 176,403 2.20 100 100 100 100 100,117 2.01 163,114 2.01 176,403 2.20 100 100,117 100,117 100,114 100,114 100,114 100,114 100,101 100,117 100,117 100,114 100,101 100,117 100,117 100,117 100,117 100,117 100,117 100,117 100,117 100,117 100,117 100,117 100,117 100,117 <td></td> <td>CURRENT ASSETS</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td>CURRENT LIABILTIES</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td>		CURRENT ASSETS							CURRENT LIABILTIES						
$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$	1100	Cash and cash equivalents	4 • 6(1)	\$ 1,310,313	13.74	\$ 1,089,253	13.42	2100	Short-term loans	6(7)	\$	1,370,000	14.36	\$ 1,070,000	13.18
1200 Other receivables I 10,557 0.11 30,533 0.49 2150 Accounts prophle 4 663,057 6,53 663,057 6,63 1410 Prepsynents 4 + 5 + 63 34,118 3.82 170,426 4.56 2200 Accounts prophle 191,9177 2.01 163,114 2.01 1470 Other current assets 8 1,10,415 4.341 4.020,732 49,65 2200 Lesse fiaiblitis 6(5) 11,857 0.01 178,443 2.20 1470 Other current lashifties 4 + 6(14) 553,257 0.61 178,443 2.20 Lesse fiaiblitis 6(5) 11,857 0.12 - - 220 Lesse fiaiblitis 6(5) 11,857 0.02 - - 2200 Lesse fiaiblitis 6(5) 11,857 0.06 2,752,292 3.390 - - - 250 Decise transmite 5,635 7,68 - - 250 Long-term inshibitis 4 + 6(14) 11,972 0.13 5,433 0.07 1755 Righto-f-sue assets 4 + 5 + 6(1150	Notes receivable, net	4 • 6(2)	88,569	0.93	87,049	1.07	2110	Short-term bills payable, net	6(8)		34,999	0.37	-	-
$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$	1170	Accounts receivable, net	4 • 6(2)	1,254,190	13.15	1,351,276	16.64	2130	Contract liabilities-current			13,237	0.14	22,718	0.28
$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$	1200	Other receivables	. ,	10,557	0.11	39,533	0.49	2150	Notes payable	4		668,764	7.01	563,057	6.93
$ \begin{array}{c c c c c c c c c c c c c c c c c c c $	1310	Inventories	$4 \cdot 5 \cdot 6(3)$	941,608	9.87	1,022,120	12.59	2170		4		553,124	5.80	605,212	7.46
$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$	1410	Prepayments		364,118	3.82	370,426	4.56	2200	Other payable			191,977	2.01	163,114	2.01
$\begin{array}{ c c c c c c c c c c c c c c c c c c c$	1470	Other current assets	8	171,060	1.79	70,075	0.86	2213	Payables on equipment			34,226	0.36	18,925	0.23
$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$		Total current assets		 4,140,415	43.41	 4,029,732	49.63	2230	Current tax liabilities	$4 \cdot 6(14)$		58,521	0.61	178,443	2.20
$ \begin{array}{c c c c c c c c c c c c c c c c c c c $				 <u> </u>		 · · ·		2280	Lease liabilities	. ,		11,857	0.12	-	-
$\begin{array}{c c c c c c c c c c c c c c c c c c c $								2320	Current portion of long-term			394,433	4.14	126,000	1.55
Total current liabilities Total current liabilities S 3,335,224 34,36 2,752,292 33,390 Total current liabilities S 3,335,224 34,3496 2,752,292 33,390 Total current liabilities S 3,335,224 34,3496 2,752,292 33,390 Total current liabilities S 3,335,224 3,4396 2,752,292 3,390 Total current liabilities Colspan="6">Colspan="6">3,335,224 3,4396 2,752,292 3,390 Total current liabilities Colspan="6">Colspan="6"Colspan="6">Colspan="6"Colspan="6"Colspan="6"Colspan="6"Colspan="6"Colspan="6"Colspan="6"Colspan="6"Colspan="6"Colspan="6"Colspan="6"Colspan="6"Col									bank borrowing						
NONCURRENT ASSETS 1600 Property , plant and equipment $4 \cdot 6(4)$ $2,616,828$ 27.44 $2,392,496$ 29.47 NONCURRENT LIABILITIES 1755 Right-of-use assets $4 \cdot 6(5)$ $675,635$ 7.08 $ 2540$ $Long+term bank borrowing$ $6(9)$ $2,505,237$ 26.27 $2,210,825$ 27.23 1765 Investment property $4 \cdot 6(6)$ $16,981$ 0.18 $ 2571$ $Deferred income tax liabilities- 7,386 0.08 7,336 0.09 1780 Intangible assets 4 471 0.00 1,201 0.01 2572 Deferred income tax liabilities- 7,386 0.08 7,386 0.09 1840 Deferred income tax assets 4 \cdot 5 \cdot 6(14) 29,182 0.31 27.651 0.34 2580 Lease liabilities 4 \cdot 6(5) 492,830 5.17 1943,301 20.42 23.01 2464 Accended pension liabilities 4 \cdot 5 \cdot 6(10) 77,924 0.5657$								2399	Other current liabilities			4,086	0.04	4,823	0.06
1600 Property, plant and equipment $4 \cdot 6(4)$ $2,616,828$ 27.44 $2,392,496$ 29.47 NONCURRENT LIABILITIES 1755 Right-of-use assets $4 \cdot 6(5)$ $675,635$ $7,08$ $ 2540$ Long-term bank borrowing $6(9)$ $2,505,237$ 26.27 $2,210,825$ 27.23 1765 Investment property $4 \cdot 6(6)$ $16,981$ 0.18 $ 2571$ Deferred income tax liabilities- Land value increment tax $7,386$ 0.08 $7,386$ 0.09 1780 Intangible assets 4 471 0.00 $1,201$ 0.01 2572 Deferred income tax liabilities- Land value increment tax $4 \cdot 6(14)$ $11,972$ 0.13 $5,433$ 0.07 1840 Deferred income tax assets $4 \cdot 5 \cdot 6(14)$ $29,182$ 0.31 27.651 0.34 2580 Lease liabilities $4 \cdot 6(5)$ $492,830$ 5.17 $ 1943,301$ 20.38 $1,461,965$ 18.01 2640 Accrued pension liabilities $4 \cdot 5 \cdot 6(10)$ $77,924$ 0.82 $76,567$ 0.94 1990 <									Total current liabilities		\$	3,335,224	34.96	 2,752,292	33.90
1755 Right-of-size assets $4 \cdot 6(5)$ $675,635$ 7.08 $ 2571$ Long-term bank borrowing $6(9)$ $2,505,237$ 26.27 $2,210,825$ 27.23 1765 Investment property $4 \cdot 6(6)$ $16,981$ 0.18 $ 2571$ Deferred income tax liabilities- income tax $7,386$ 0.08 $7,386$ 0.09 1780 Intangible assets 4 471 0.00 $1,201$ 0.01 2572 Deferred income tax liabilities- income tax $4 \cdot 6(14)$ $11,972$ 0.13 $5,433$ 0.07 1840 Deferred income tax assets $4 \cdot 5 \cdot 6(14)$ $29,182$ 0.31 $27,651$ 0.34 2580 Lease liabilities $4 \cdot 6(5)$ $492,830$ 5.17 $ -$ 1910 Petrue propendi conte tax assets $4 \cdot 5 \cdot 6(14)$ $29,182$ 0.31 $27,651$ 0.34 2580 Lease liabilities $4 \cdot 5(10)$ $77,924$ 0.82 $76,567$ 0.94 0.01 947 0.01 984 0.01 1984 0.01 947 $0.$		NONCURRENT ASSETS													
1765 Investment property 4 \cdot 6(6) 16,981 0.18 - - 2571 Deferred income tax liabilities- Land value increment tax 7,386 0.08 7,386 0.09 1780 Intangible assets 4 471 0.00 1,201 0.01 2572 Deferred income tax liabilities- Land value increment tax 7,386 0.08 7,386 0.09 1840 Deferred income tax assets 4 \cdot 5 \cdot 6(14) 29,182 0.31 27,651 0.34 2580 Lease liabilities 4 \cdot 6(5) 492,830 5.17 - - 1915 Prepayments for equipment Long-term prepaid rents 1,943,301 20.38 1,461,965 18.01 2640 Accrued pension liabilities 4 \cdot 5 \cdot 6(10) 77,924 0.82 76,567 0.94 1920 Refundable deposit 4 - - 186,796 2.30 5017 - - - 2.844 0.01 2.944 2.301,195 2.834 0.01 2.944 5.053,487 62.24 1990 Other assets 5,396,670 56.59 4.089,758 50.37 EQUITY ATTRIBUTA	1600	Property, plant and equipment	4 \ 6(4)	2,616,828	27.44	2,392,496	29.47		NONCURRENT LIABILTIES						
1765 Investment property 4 \cdot 6(6) 16,981 0.18 - - 2571 Land value increment tax 7,386 0.08 7,386 0.09 1780 Intangible assets 4 471 0.00 1,201 0.01 2572 Deferred income tax liabilities-income tax liabilities 4 \cdot 6(14) 11,972 0.13 5,433 0.07 1840 Deferred income tax assets 4 \cdot 5 \cdot 6(14) 29,182 0.31 27,651 0.34 2580 Lease liabilities 4 \cdot 6(5) 492,830 5.17 - - 1915 Prepayments for equipment 1.943,301 20.38 1,461.965 18.01 2640 Accrued pension liabilities 4 \cdot 5 \cdot 6(10) 77,924 0.82 76,567 0.94 1920 Refundable deposit 40,349 0.42 17,285 0.21 2640 Guarantee deposits 3,096,296 32,48 2,301,195 28,34 1990 Other assets 73,923 0.78 2,364 0.03 Total liabilities 4 \cdot 6(1) 76,600 7,61 726,000 8,94 3100 Capi	1755	Right-of-use assets	$4 \cdot 6(5)$	675,635	7.08	-	-	2540	Long-term bank borrowing	6(9)		2,505,237	26.27	2,210,825	27.23
1780 Intangible assets 4 471 0.00 1,201 0.01 2572 income tax 4 + 6(14) 11,972 0.13 5,433 0.07 1840 Deferred income tax assets $4 + 5 + 6(14)$ 29,182 0.31 27,651 0.34 2580 Lease liabilities $4 + 6(5)$ 492,830 5.17 - - 1915 Prepayments for equipment 1,943,301 20.38 1,461,965 18.01 2640 Accrued pension liabilities $4 + 5 + 6(10)$ 77,924 0.82 76,567 0.94 1920 Refundable deposit 40,349 0.42 17,285 0.21 2640 Accrued pension liabilities $3.096,6296$ 32.48 2,301,195 28.34 1990 Other assets 73,923 0.78 2,364 0.03 Total inbitities $3.096,6296$ 32.48 2,301,195 28.34 1990 Other assets 5,396,670 56.59 4,089,758 50.37 EQUITY ATTRIBUTABLE TO SHAREHOLDERS OF THE PARENT 0.84 3200 Capital stock 6(11) 726,000 7.61 726,000 8.94 <	1765	Investment property	4 • 6(6)	16,981	0.18	-	-	2571				7,386	0.08		0.09
1915 Prepayments for equipment 1,943,301 20.38 1,461,965 18.01 2640 Accrued pension liabilities 4 · 5 · 6(10) 77,924 0.82 76,567 0.94 1920 Refundable deposit 40,349 0.42 17,285 0.21 2645 Guarantee deposits 947 0.01 984 0.01 1985 Long-term prepaid rents 4 - - 186,796 2.30 Total noncurrent liabilities 3,096,296 32.48 2,301,195 28.34 1990 Other assets 73,923 0.78 2,364 0.03 Total noncurrent liabilities 3,096,296 32.48 2,301,195 28.34 Total noncurrent assets 5,396,670 56.59 4,089,758 50.37 EQUITY ATTRIBUTABLE TO SHAREHOLDERS OF THE PARENT Owners equity 3100 Capital stock 6(11) 726,000 7.61 726,000 8.94 3200 Capital stock 6(11) 745,243,467 5.58 5.38 3200 Capital stock 6(11) 431,149 4.52 371,872 4.58 3200 Special reserve 264,937	1780	Intangible assets	4	471	0.00	1,201	0.01	2572		4 • 6(14)		11,972	0.13	5,433	0.07
1920 Refundable deposit 40,349 0.42 17,285 0.21 2645 Guarantee deposits 947 0.01 984 0.01 1985 Long-term prepaid rents 4 - - 186,796 2.30 Total noncurrent liabilities 3.096,296 32.48 2.301,195 28.34 1990 Other assets 73,923 0.78 2,364 0.03 Total inabilities 6.431,520 67.44 5,053,487 62.24 Total noncurrent assets 5,396,670 56.59 4,089,758 50.37 EQUITY ATTRIBUTABLE TO SHAREHOLDERS OF THE PARENT Owners equity 3100 Capital stock 6(11) 726,000 7.61 726,000 8.94 3200 Capital stock 6(11) 726,000 7.61 726,000 8.94 3310 Legal reserve 431,149 4.52 371,872 4.58 3320 Special reserve 264,937 2.78 193,201 2.38 3320 Special reserve 264,937 2.78 193,201 2.38 3320 Special reserve 3400 0ther 16,91	1840	Deferred income tax assets	4 • 5 • 6(14)	29,182	0.31	27,651	0.34	2580	Lease liabilities	4 • 6(5)		492,830	5.17	-	-
1920 Refundable deposit 40,349 0.42 17,285 0.21 2645 Guarantee deposits 947 0.01 984 0.01 1985 Long-term prepaid rents 4 - - 186,796 2.30 Total noncurrent liabilities 3.096,296 32.48 2.301,195 28.34 1990 Other assets 73,923 0.78 2,364 0.03 Total inabilities 6.431,520 67.44 5,053,487 62.24 Total noncurrent assets 5,396,670 56.59 4,089,758 50.37 EQUITY ATTRIBUTABLE TO SHAREHOLDERS OF THE PARENT Owners equity 3100 Capital stock 6(11) 726,000 7.61 726,000 8.94 3200 Capital stock 6(11) 726,000 7.61 726,000 8.94 3310 Legal reserve 431,149 4.52 371,872 4.58 3320 Special reserve 264,937 2.78 193,201 2.38 3320 Special reserve 264,937 2.78 193,201 2.38 3320 Special reserve 3400 0ther 16,91	1915	Prepayments for equipment		1.943.301	20.38	1.461.965	18.01	2640	Accrued pension liabilities	4 > 5 > 6(10)		77,924	0.82	76.567	0.94
1985 Long-term prepaid rents 4 - - 186,796 2.30 Total noncurrent liabilities 3.096,296 32.48 2.301,195 28.34 1990 Other assets 73,923 0.78 2,364 0.03 Total noncurrent liabilities 6,431,520 67.44 5,053,487 62.24 Total noncurrent assets 5,396,670 56.59 4,089,758 50.37 EQUITY ATTRIBUTABLE TO SHAREHOLDERS OF THE PARENT Owners equity 000 7.61 726,000 8.94 3100 Capital surplus 6(11) 726,000 7.61 726,000 8.94 3200 Capital surplus 6(11) 453,467 4.75 453,467 5.58 3300 Retained earnings 6(11) 310 Legal reserve 264,937 2.78 193,201 2.38 3320 Special reserve 264,937 2.78 193,201 2.38 3400 Other 6(11) 16,12,543 16,91 1,586,400 19.54 3400 Other 611 50.31 (4.01) (264,937) (3.26) differences for foreign operati				· · ·						1 5 0(10)		· · · · ·		,	
1990 Other assets 73,923 0.78 2,364 0.03 Total liabilities 6,431,520 67.44 5,053,487 62.24 Total noncurrent assets 5,396,670 56.59 4,089,758 50.37 EQUITY ATTRIBUTABLE TO SHAREHOLDERS OF THE PARENT Owners equity 0.00 7.61 726,000 8.94 3100 Capital stock 6(11) 76,000 7.61 726,000 8.94 3200 Capital surplus 6(11) 453,467 4.75 453,467 5.58 3300 Retained earnings 6(11) 310 Legal reserve 264,937 2.78 193,201 2.38 350 Unappropriated earnings 1,612,543 16.91 1,586,400 19.54 3400 Other 6(11) 6(11) 6(12,543) 16.91 1,586,400 19.54 3400 Other 6(11) 6(11) 6(12,543) 16.91 1,586,400 19.54 3400 Other 6(11) 6(11) 6(11) 6(11) 6(11) 6(12,543) 16.91 1,586,400 19.54 3400 Other			4	-										 	
Owners equity 3100 Capital stock 6(11) 726,000 7.61 726,000 8.94 3200 Capital surplus 6(11) 453,467 4.75 453,467 5.58 3300 Retained earnings 6(11) 431,149 4.52 371,872 4.58 3320 Special reserve 264,937 2.78 193,201 2.38 3350 Unappropriated earnings 1,612,543 16.91 1,586,400 19.54 3400 Other 6(11) 6(11) 6(11) 6(11) 3410 Financial statements translation differences for foreign operations Equity attributable to shareholders of the parent 3,105,565 32.56 3,066,003 37.76	1990	Other assets		73,923	0.78	2,364			Total liabilities			6,431,520	67.44	 5,053,487	62.24
3200 Capital surplus 6(11) 453,467 4.75 453,467 5.58 3300 Retained earnings 6(11) 6(11) 1		Total noncurrent assets		 5,396,670	56.59	 4,089,758	50.37	3100	Owners equity		ERS O		7.61	726.000	8 94
3300 Retained earnings 6(11) 3310 Legal reserve 6(11) 3310 Legal reserve 264,937 2.78 193,201 2.38 3320 Special reserve 264,937 2.78 193,201 2.38 3350 Unappropriated earnings 1,612,543 16.91 1,586,400 19.54 3400 Other 6(11) 6(11) 6(24,937) (3.26) 3410 Firences for foreign operations (382,531) (4.01) (264,937) (3.26) Equity attributable to shareholders of the parent 3,105,565 32.56 3,066,003 37.76									*	. ,				,	
3310 Legal reserve 431,149 4.52 371,872 4.58 3320 Special reserve 264,937 2.78 193,201 2.38 3350 Unappropriated earnings 1,612,543 16.91 1,586,400 19.54 3400 Other 6(11) 6(1										. ,		455,407	H. 75	-55,-07	5.56
3320 Special reserve 264,937 2.78 193,201 2.38 3350 Unappropriated earnings 1,612,543 16.91 1,586,400 19.54 3400 Other 6(11) 6(11) 6(11) 6(11) 1,586,400 19.54 3410 Financial statements translation (382,531) (4.01) (264,937) (3.26) differences for foreign operations Equity attributable to shareholders of the parent 3,105,565 32.56 3,066,003 37.76									5	0(11)		431,149	4.52	371.872	4.58
3400Other6(11)3410Financial statements translation differences for foreign operations Equity attributable to shareholders of the parent(382,531)(4.01)(264,937)(3.26)									2						
3410Financial statements translation differences for foreign operations(382,531)(4.01)(264,937)(3.26)Equity attributable to shareholders of the parent3,105,56532.563,066,00337.76								3350	Unappropriated earnings			1,612,543	16.91	1,586,400	19.54
Equity attributable to shareholders of the parent 3,105,565 32.56 3,066,003 37.76									Financial statements translation	. ,		(382,531)	(4.01)	(264,937)	(3.26)
1xxx Total assets \$ 9,537,085 100.00 \$ 8,119,490 100.00 Total liabilities and equity \$ 9,537,085 100.00 \$ 8,119,490 100.00												3,105,565	32.56	 3,066,003	37.76
	1xxx	Total assets		\$ 9,537,085	100.00	\$ 8,119,490	100.00		Total liabilities and equity	<u>^</u>	\$	9,537,085	100.00	\$ 8,119,490	100.00

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 31,2019 and 2018

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

			For the year ended December 31										
			2019		2018								
	Item	Note		Amount	%		Amount	%					
4000	Net Sales	4 \cdot 6(12)	\$	6,546,829	100.00	\$	6,786,338	100.00					
5000	Cost of goods sold	6(3)		(5,309,526)	(81.10)		(5,510,590)	(81.20)					
5900	Gross profit			1,237,303	18.90		1,275,748	18.80					
6000	Operating expenses												
6100	Promotion expenses			(242,295)	(3.70)		(232,539)	(3.43)					
6200	Management expenses			(232,787)	(3.56)		(206,272)	(3.04)					
6300	Research expenses			(36,707)	(0.56)		(29,598)	(0.44)					
6450	Expected credit losses			(5,025)	(0.08)		(10,035)	(0.15)					
6000	Total Operating expenses			(516,814)	(7.90)		(478,444)	(7.06)					
6900	Operating profit			720,489	11.00		797,304	11.74					
	Other non-operating income and expenses												
7020	Other income	6(13)		99,615	1.52		92,553	1.37					
7050	Finance costs	6(13)		(29,355)	(0.45)		(15,594)	(0.23)					
7000	Other non-operating income and expense	es		70,260	1.07		76,959	1.14					
7900	Income before income tax			790,749	12.07		874,263	12.88					
7950	Income tax expense	4 • 6(14)		(264,744)	(4.04)		(281,497)	(4.15)					
8200	Net Income			526,005	8.03		592,766	8.73					
8300	Other comprehensive income (loss)												
8310	Items that will not be reclassified subsequer	tly to profit or l	oss:										
8311	Remeasurement of defined	6(10)		(7,311)	(0.11)		(2,580)	(0.04)					
	benefit obligation												
8349	Income tax (expense) related to	6(14)		1,462	0.02		905	0.01					
	components of the comprehensive income												
8360	Items that may be reclassified subsequently	to profit or loss:											
8361	Exchange differences arising on	6(11)		(117,594)	(1.80)		(71,736)	(1.06)					
	translation of foreign operations												
8300	Other comprehensive income (loss) for the			(123,443)	(1.89)		(73,411)	(1.09)					
	period, net of income tax												
8500	Total comprehensive income for the period		\$	402,562	6.14	\$	519,355	7.64					
8600	Net income attributable to :												
8610	Owners of parent		\$	526,005	8.03	\$	592,766	8.73					
8620	Non-controlling interests			-	-		-	-					
	Net income		\$	526,005	8.03	\$	592,766	8.73					
8700	Comprehensive income attributable to :												
8710	Owners of parent		\$	402,562	6.14	\$	519,355	7.64					
8720	Non-controlling interests			-	-		-	-					
	Total comprehensive income for the period		\$	402,562	6.14	\$	519,355	7.64					
9750	Basic earnings per share(NT dollars)	4 • 6(16)	\$	7.25		\$	8.16						
9850	Diluted earnings per share(NT dollars)	4 \cdot 6(16)	\$	7.24		\$	8.16						
		(-)											

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 31,2019 and 2018

(All Amounts Expressed In Thousands of New Taiwan Dollars)

	Equity attributable to owners of parent															
	Capital Stock	- Co	mmon Stock					Reta	ined Earnings	5		Other equity items				
	Ordinary shares	· .	Amounts	Capital Surplus		Legal Reserve		Special Reserve		Uı	nappropriated Earnings	Financial statements translation differences for foreign operations		Non- controlling interests		°otal Equity
Balance as of January 1, 2018	72,600	\$	726,000	\$	453,467	\$	317,735	\$	155,667	\$	1,413,680	\$ (193,201)	\$	-	\$	2,873,348
Legal reserve appropriated	-		-		-		54,137		-		(54,137)	-		-		-
Special reserve appropriated	-		-		-		-		37,534		(37,534)	-		-		-
Cash dividends of ordinary share	-		-		-		-		-		(326,700)	-		-		(326,700)
Net income in 2018	-		-		-		-		-		592,766	-		-		592,766
Other comprehensive income for the year	-		-		-		-		-		(1,675)	(71,736)		-		(73,411)
Balance as of December 31, 2018	72,600	\$	726,000	\$	453,467	\$	371,872	\$	193,201	\$	1,586,400	\$ (264,937)	\$	-	\$	3,066,003
Balance as of January 1, 2019	72,600	\$	726,000	\$	453,467	\$	371,872	\$	193,201	\$	1,586,400	\$ (264,937)	\$	-	\$	3,066,003
Legal reserve appropriated	-		-		-		59,277		-		(59,277)	-		-		-
Special reserve appropriated	-		-		-		-		71,736		(71,736)	-		-		-
Cash dividends of ordinary share	-		-		-		-		-		(363,000)	-		-		(363,000)
Net income in 2019	-		-		-		-		-		526,005	-		-		526,005
Other comprehensive income for the year	-		-		-		-		-		(5,849)	(117,594)		-		(123,443)
Balance as of December 31, 2019	72,600	\$	726,000	\$	453,467	\$	431,149	\$	264,937	\$	1,612,543	\$ (382,531)	\$	-	\$	3,105,565

Equity attributable to owners of parent

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 31,2019 and 2018

(All Amounts Expressed In Thousands of New Taiwan Dollars)

	For the year ended December 31							
		2019	2018					
Cash flows from operating activities								
Consolidated Profit before income tax	\$	790,749	\$	874,263				
Adjustments for :								
Depreciation expense		254,948		290,714				
Amortization expense		686		8,224				
Other expense		-		93				
Interest expense		29,355		15,594				
Interest income		(24,504)		(10,110)				
Reversal of expected credit losses		5,025		10,035				
Provision for inventory market price decline		11,800		9,600				
Loss on disposal of inventory		12,474		13,788				
Loss on physical inventory		(1,470)		683				
Loss on disposal of assets		1,891		66				
(Reversal) Impairment of Assets		-		(1,224)				
Foreign exchange (gain) loss		(3,935)		(8,336)				
Total adjustments to reconcile profit or loss		286,270		329,127				
Changes in operating assets and liabilities								
(Increase) in notes receivable		(5,027)		(18,252)				
Decrease (Increase) in accounts receivable		117,085		(40,181)				
Decrease (Increase) in other receivable		32,814		(10,137)				
Decrease (Increase) in inventories		42,757		(82,387)				
Decrease (Increase) in prepayments		1,399		(12,147)				
(Increase) in other current assets		(147,201)		(23,763)				
(Decrease) Increase in contract liabilities-current		(9,481)		13,618				
Increase in notes payable		111,649		71,618				
(Decrease) Increase in accounts payable		(96,852)		3,701				
Increase in other payable		29,410		13,690				
Increase in other current liabilities		-		523				
(Decrease) in accrued pension liabilities		(5,954)		(1,335)				
Total Changes in Operating Assets and Liabilities		70,599		(85,052)				
Cash generated from operating		1,147,618		1,118,338				

(Continued)

	For the year ended December 31				
	2019	2018			
Interest received	20,666	10,100			
Income taxes paid	(378,196)	(198,009)			
Net cash generated by operating activities	790,088	930,429			
Cash flows from investing activities	,				
Acquisition of property , plant and equipment	(422,226)	(509,314)			
Disposal of property, plant and equipment	2,681	10,712			
(Increase) in investment property	(488)	-			
Acquisition of intangible assets	-	(184)			
(Increase) in prepayments for equipment	(535,195)	(936,738)			
Decrease (Increase) in restricted assets	45,834	(5,962)			
(Increase) in long-term prepaid rent	-	(78,322)			
Decrease (Increase) in Instead of payment	382	(189)			
(Increase) Decrease in refundable deposits	(25,083)	578			
(Increase) in other assets	(60,837)	-			
Net cash used in investing activities	(994,932)	(1,519,419)			
Cash Flows From Financing Activities :					
Interest paid	(29,903)	(13,984)			
Increase in short-term loans	300,000	363,565			
Increase (Decrease) in short-term bills payable	35,000	(400,000)			
Increase in long-term bank borrowing	597,956	1,085,015			
Cash dividends	(363,000)	(326,700)			
Repayment of the principal portion of lease liabilities	(12,244)	-			
(Decrease) in guarantee deposits	-	(106)			
(Decrease) in other current liabilities	(737)	(183)			
Net cash used in financing activities	527,072	707,607			
Effect of exchange rate changes on cash and cash equivalents	(101,168)	(44,941)			
Net Increasein cash and cash equivalents	221,060	73,676			
Cash and cash equivalents, beginning of year	1,089,253	1,015,577			
Cash and cash equivalents, end of year	\$ 1,310,313	\$ 1,089,253			

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

NANLIU ENTERPRISE CO., LTD Parent Company Only Balance Sheets December 31,2019 and December 31,2018 (All amounts expressed In Thousands of New Taiwan Dollars)

			D	December 31,	2019]	December 31	1,2018			-	December 31,	2019	December 3	31,2018
	ASSETS		Α	mount	%	1	Amount	%		LIABILITIES AND EQUITY		Amount	%	Amount	%
	CURRENT ASSETS									CURRENT LIABILTIES					
1100	Cash and cash equivalents	4 • 6(1)	\$	152,027	1.72	\$	164,717	2.21	2100	Short-term loans	4 \ 6(7)	\$ 1,370,000	15.54 \$	1,070,000	14.36
1150	Notes receivable, net	4 \ 6(2)		46,710	0.53		46,650	0.63	2110	Short-term bills payable , net	6(8)	34,999	0.40	-	-
1170	Accounts receivable, net	$4 \cdot 6(2) \cdot 7$		464,119	5.26		513,755	6.89	2130	Contract liabilities-current	$4 \cdot 6(12)$	303	0.00	978	0.01
1200	Other receivables			9,381	0.11		16,001	0.21	2150	Notes payable	4	69,854	0.79	104,717	1.41
1310	Inventories	4 \cdot 6(3)		407,500	4.62		359,166	4.82	2170	Accounts payable	4 、 7	295,100	3.35	369,713	4.96
1410	Prepayments			167,180	1.90		175,898	2.36	2200	Other payable		396,812	4.50	82,956	1.11
1470	Other current assets			30,360	0.34		23,709	0.32	2213	Payables on equipment		22,534	0.26	18,253	0.24
	Total current assets		1	1,277,277	14.48		1,299,896	17.44	2230	Current tax liabilities	4	14,836	0.17	43,996	0.59
									2280	Lease liabilities	4 \ 6(6)	11,857	0.13	-	-
									2320	Current portion of long-term	4 \ 6(9)	394,433	4.48	126,000	1.69
										bank borrowing		, , , , , , , , , , , , , , , , , , ,		,	
									2399	Other current liabilities		2,385	0.03	2,945	0.04
										Total current liabilities	-	2,613,113	29.65	1,819,558	24.41
	NONCURRENT ASSETS										-				
	Investments accounted for														
1550	using equity method	4 • 6(4)	3	3,905,426	44.31		3,610,994	48.45		NONCURRENT LIABILTIES					
1600	Property, plant and equipment	$4 \cdot 6(5)$	1	1,143,668	12.98		1,060,735	14.23	2540	Long-term bank borrowing	4 \cdot 6(9)	2,505,237	28.42	2,210,825	29.66
1000	rioperty, plant and equipment	1 0(5)		1,1 15,000	12.90		1,000,755	11.25	2010	6 6	1 0(5)	2,505,257	20.12	2,210,025	27.00
1755	Right-of-use assets	4 • 6(6)		521,617	5.92		-	-	2571	Deferred income tax liabilities-Land value increment tax		7,386	0.08	7,386	0.10
1840	Deferred income tax assets	4 \cdot 6(14)		28,104	0.32		24,319	0.33	2572	Deferred income tax liabilities-	4 . 6(14)	11,972	0.14	5,433	0.07
										income tax					
1915	Prepayments for equipment		1	1,842,849	20.91		1,419,604	19.05	2580	Lease liabilities	4 • 6(6)	492,830	5.59	-	-
1020	D - few 1-11 - 1-w 14			21.172	0.24		11 740	0.16	2(20	Long-term accounts note and	7			2(7.220	3.59
1920	Refundable deposit			21,163	0.24		11,740	0.16	2620	payable to related parties	/	-	-	267,220	3.39
1985	Long-term prepaid rents			-	-		23,340	0.31	2640	Accrued pension liabilities	4 \cdot 6(10)	77,924	0.88	76,567	1.03
1990	Other assets			73,923	0.84		2,364	0.03		Total noncurrent liabilities		3,095,349	35.11	2,567,431	34.45
										Total liabilities	-	5,708,462	64.76	4,386,989	58.86
	Total noncurrent assets		-	7,536,750	85.52		6,153,096	82.56			-				
			-							EQUITY ATTRIBUTABLE TO SHAF	REHOLDERS OF	F THE PARENT			
										Owners equity					
									3100	Capital stock	6(11)	726,000	8.24	726,000	9.74
									3200	Capital surplus	6(11)	453,467	5.14	453,467	6.08
									3300	Retained earnings	6(11)				
									3310	Legal reserve		431,149	4.89	371,872	4.99
									3320	Special reserve		264,937	3.01	193,201	2.59
									3350	Unappropriated earnings	(11)	1,612,543	18.30	1,586,400	21.29
									3400	Other Financial statements translation	6(11)	(202 521)	(4.2.4)	(264.027)	(2 55)
									3410	Financial statements translation differences for foreign operations		(382,531)	(4.34)	(264,937)	(3.55)
										Equity attributable to shareholders of the	e parent	3,105,565	35.24	3,066,003	41.14
1	Total assets		\$ 8	8,814,027	100.00	\$	7,452,992	100.00		Total liabilities and equity		\$ 8,814,027	100.00 \$	7,452,992	100.00

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

NANLIU ENTERPRISE CO., LTD

Parent Company Only Statements of Comprehensive Income

For the Year Ended December 31,2019 and 2018

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

5900 Gross profit 423,431 13.96 428,638 13.61 5910 Unrealized gain on sales . <				For the year ended December 31					
4000 Net Sales $4 + 6(12) \cdot 7$ \$ 3.032,462 100.00 \$ 3.150,067 100.00 5000 Cost of goods sold 6(3) (2,609,031) (86.04) (2,721,429) (86.39) 5910 Unrealized gain on sales - - (7,229) (0,23) 5920 Realized gain on sales - - (7,229) (0,23) 5920 Realized gain on sales - - - - 5950 Net Gross Profit From Operations 427,615 14.10 421,409 13.38 6000 Operating expanses - - - - - 6100 Promotion expenses (142,425) (4.70) (109,719) (3.44) 6200 Management expenses (23,912) (0.79) (20,820) (0.66) 6450 Expected credit losses (5,025) (0.17) 135 0.00 64640 Expected gredit losses (2,3912) (0.79) (20,820) (6.28) 6900 Operating profit Informe expenses (12,92,93) 14.17 443,791 14.09 <th></th> <th></th> <th></th> <th></th> <th>2019</th> <th></th> <th></th> <th>2018</th> <th></th>					2019			2018	
5000 Cost of goods sold 6(3) (2,699,031) (86.04) (2,721,429) (86.39) 5900 Gross profit 428,633 13.61 13.96 428,638 13.61 5910 Gross profit from operations 4,184 0.14 -		Item	Note		Amount	%		Amount	%
5900 Gross profit 423,431 13.96 428,638 13.61 5910 Unrealized gain on sales - - (7,229) (0.23) 5920 Realized gain on sales 4.184 0.14 - - 5950 Net Gross Profit From Operations 427,615 14.10 421,409 13.38 6000 Operating expenses (142,425) (4.70) (109,719) (3.48) 6100 Promotion expenses (23,912) (0.79) (20,820) (0.66 6450 Expected credit losses (5,025) (0.17) 135 0.00 6450 Expected credit losses (249,680) (8.24) (197,822) (6.28) 6900 Operating profit 177,935 5.86 223,517 7.10 Other non-operating income and expenses 390,632 12.88 428,205 13.60 7900 Other non-operating income and expenses 390,632 12.88 428,205 13.60 7900 Income tax copense 4 \cdot 6(14) (42,562) (1.40) (58,956) (1.87) 8200	4000	Net Sales	4 、 6(12) 、 7	\$	3,032,462	100.00	\$	3,150,067	100.00
5910 Unrealized gain on sales - - (7,229) (0.23) 5920 Realized gain on sales 4,184 0.14 - - 5950 Net Gross Profit From Operations 427,615 14.10 421,409 13.38 6000 Operating expenses (78,318) (2.58) (67,488) (2.14) 6100 Promotion expenses (142,425) (4.70) (109,719) (3.48) 6300 Research expenses (142,425) (0.79) (20,820) (0.66) 6450 Expected credit losses (5.025) (0.17) 135 0.00 6000 Operating expenses (249,680) (8.24) (197,892) (6.28) 6900 Operating income and expenses (249,633) 14.17 443,791 14.09 7101 Other non-operating income and expenses 390,652 12.88 428,205 13.60 7900 Income tax expense 4 \c0(14) (42,562) (1.40) (58,956) 18.72 20.70 7910 Income tax 526,005 17.34 592,766 18.83 8300	5000	Cost of goods sold	6(3)		(2,609,031)	(86.04)		(2,721,429)	(86.39)
5920 Realized gain on sales 4,184 0.14 - 5950 Net Gross Profit From Operations 427,615 14.10 421,409 13.38 6000 Operating expenses (78,318) (2.58) (67,488) (2.14) 6200 Management expenses (142,425) (4.70) (109,719) (3.48) 6300 Research expenses (23,912) (0.79) (20,820) (0.66) 6450 Expected credit losses (2025) (0.17) 135 0.00 6600 Total Operating expenses (249,680) (8.24) (197,892) (6.28) 6900 Operating profit 177,935 5.86 223,517 7.10 Other non-operating income and expenses 390,652 12.28 428,205 13.60 7000 Other non-operating income and expenses 390,652 12.28 428,205 13.60 7900 Income tax 568,567 18.74 651,722 20.70 7955 Income tax 568,567 18.74 651,722 20.70 7950 Income 526,005 17	5900	Gross profit			423,431	13.96		428,638	13.61
5950 Net Gross Profit From Operations $427,615$ 14.10 $421,409$ 13.38 6000 Operating expenses (78,318) (2.58) (67,488) (2.14) 6100 Promotion expenses (78,318) (2.58) (67,488) (2.14) 6200 Management expenses (142,425) (4.70) (109,719) (3.48) 6300 Research expenses (23,912) (0.79) (20,820) (0.66) 6450 Expected credit losses (240,680) (8.24) (197,892) (6.28) 6900 Operating profit 177,935 5.86 223,517 7.10 Other non-operating income and expenses 039,0612 (1.28) (428,205) (1.40) 7020 Other rom-operating income and expenses 390,052 12.28 428,205 13.60 7900 Income tax 6(13) (429,633) 14.17 443,791 14.09 7910 Finance costs 6(13) (39,001) (1.29) (15.586) (0.49) 7900 Income tax 6xpense 568,567 18.74 651,722 <td< td=""><td>5910</td><td>Unrealized gain on sales</td><td></td><td></td><td>-</td><td>-</td><td></td><td>(7,229)</td><td>(0.23)</td></td<>	5910	Unrealized gain on sales			-	-		(7,229)	(0.23)
6000 Operating expenses (78,318) (2.58) (67,488) (2.14) 6200 Management expenses (142,425) (4.70) (109,719) (3.48) 6300 Research expenses (23,912) (0.79) (20,820) (0.66) 6450 Expected credit losses (5,025) (0.17) 135 0.00 6000 Total Operating expenses (249,680) (8.24) (197,892) (6.28) 6900 Operating profit 177,935 5.86 223,517 7.10 Other non-operating income and expenses (197,892) (15,586) (0.49) 7020 Other non-operating income and expenses 390,632 12.88 428,205 13.60 7900 Income tax 568,567 18.74 651,722 20.70 7955 Income 526,005 17.34 592,766 18.83 8300 Other comprehensive income (loss) 8311 Remeasurement of defined 6(10) (7,311) (0.24) (2,580) (0.08) 8310	5920	Realized gain on sales			4,184	0.14		-	-
6100 Promotion expenses $(78,318)$ (2.58) $(67,488)$ (2.14) 6200 Management expenses $(142,425)$ (4.70) $(109,719)$ (3.48) 6300 Research expenses $(23,912)$ (0.79) $(20,820)$ (0.66) 6450 Expected credit losses $(23,912)$ (0.79) $(20,820)$ (0.66) 6450 Expected credit losses $(249,680)$ (8.24) $(197,892)$ (6.28) 6900 Operating profit $177,935$ 5.86 $223,517$ 7.10 Other non-operating income and expenses $390,632$ 12.88 $428,205$ 13.60 7900 Other non-operating income and expenses $390,632$ 12.88 $428,205$ 13.60 7900 Income tax $568,567$ 18.74 $651,722$ 20.70 7900 Income tax expense $4 \cdot 6(14)$ $(42,562)$ (1.40) $(58,956)$ (1.87) 8300 Other comprehensive income (loss) 8311 Remeasurement of defined $6(10)$ $(7,311)$ (0.24) $(2,580)$ (0.08)	5950	Net Gross Profit From Operations			427,615	14.10		421,409	13.38
6200 Management expenses $(142,425)$ (4.70) $(109,719)$ (3.48) 6300 Research expenses $(23,912)$ (0.79) $(20,820)$ (0.66) 6450 Expected credit losses $(5,025)$ (0.17) 135 0.00 6400 Total Operating expenses $(249,680)$ (8.24) $(197,892)$ (6.28) 6900 Operating profit $177,935$ 5.86 $223,517$ 7.10 Other non-operating income and expenses $(249,680)$ (8.24) $(197,892)$ (6.28) 7020 Other non-operating income and expenses $900,632$ 12.88 $428,205$ 13.60 7000 Other non-operating income and expenses $390,632$ 12.88 $428,205$ 13.60 7090 Income before income tax $568,567$ 18.74 $651,722$ 20.70 7950 Income before income tax $558,060$ 17.34 $592,766$ 18.83 8310 Items that will not be reclassified subsequently to profit or loss: 8360 Items that may be reclassified subsequently to profit or loss: 8360 Items that may be re	6000	Operating expenses							
6300 Research expenses (23,912) (0.79) (20,820) (0.66) 6450 Expected credit losses (5,025) (0.17) 135 0.00 6000 Total Operating expenses (249,680) (8.24) (197,892) (6.28) 6900 Operating profit 177,935 5.86 223,517 7.10 Other non-operating income and expenses 0 (117,7935) 5.86 223,517 7.10 7010 Other non-operating income and expenses 390,632 12.88 428,205 13.60 7000 Other non-operating income and expenses 390,632 12.88 428,205 13.60 7000 Income tax expense 4 $\cdot 6(14)$ (42,562) (1.40) (58,956) (1.87) 7900 Income tax expense 4 $\cdot 6(14)$ (42,562) (1.40) (58,956) (1.87) 8200 Net income Issa 526,005 17.34 592,766 18.83 8310 Items that will not be reclassified subsequently to profit or loss: 8311 Remeasurement of defined 6(10) (7,311) (0.24) (2,580) (0.08)	6100	Promotion expenses			(78,318)	(2.58)		(67,488)	(2.14)
6450 Expected credit losses (5,025) (0.17) 135 0.00 6000 Total Operating expenses (249,680) (8.24) (197,892) (6.28) 6900 Operating profit 177,935 5.86 223,517 7.10 Other non-operating income and expenses 6(13) 429,633 14.17 443,791 14.09 7510 Finance costs 6(13) (39,001) (1.29) (15,586) (0.49) 7000 Other non-operating income and expenses 390,632 12.88 428,205 13.60 7900 Income before income tax 568,567 18.74 651,722 20.70 7950 Income tax expense 4 $\cdot 6(14)$ (42,562) (1.40) (58,956) (1.87) 8200 Other comprehensive income (loss) 8310 Items that will not be reclassified subsequently to profit or loss: 8311 Remeasurement of defined 6(10) (7,311) (0.24) (2,580) (0.08) benefit obligation 8349 Income tax (expense) related to 6(14) 1,462 0.05 905 0.03 components of the comprehensive inc	6200	Management expenses			(142,425)	(4.70)		(109,719)	(3.48)
6000 Total Operating expenses $(249,680)$ (8.24) $(197,892)$ (6.28) 6900 Operating profit $177,935$ 5.86 $223,517$ 7.10 Other non-operating income and expenses $6(13)$ $429,633$ 14.17 $443,791$ 14.09 7020 Other income $6(13)$ $429,633$ 14.17 $443,791$ 14.09 7510 Finance costs $6(13)$ $(39,001)$ (1.29) $(15,586)$ (0.49) 7000 Other non-operating income and expenses $390,632$ 12.88 $428,205$ 13.60 7900 Income before income tax $568,567$ 18.74 $651,722$ 20.70 7950 Income tax expense $4 \cdot 6(14)$ $(42,562)$ (1.40) $(58,956)$ (1.87) 8200 Other comprehensive income (loss) 8310 Items that will not be reclassified subsequently to profit or loss: 8311 Remeasurement of defined $6(10)$ $(7,311)$ (0.24) $(2,580)$ (0.08) 8349 Income tax (expense) related to $6(14)$ 1.462 0.05 905 <td< td=""><td>6300</td><td>Research expenses</td><td></td><td></td><td>(23,912)</td><td>(0.79)</td><td></td><td>(20,820)</td><td>(0.66)</td></td<>	6300	Research expenses			(23,912)	(0.79)		(20,820)	(0.66)
6900 Operating profit 177,935 5.86 223,517 7.10 Other non-operating income and expenses 6(13) 429,633 14.17 443,791 14.09 7020 Other income 6(13) (39,001) (1.29) (15,586) (0.49) 7000 Other non-operating income and expenses 390,632 12.88 428,205 13.60 7900 Income before income tax 568,567 18.74 651,722 20.70 7950 Income tax expense 4 \cdot 6(14) (42,562) (1.40) (58,956) (1.87) 8200 Other comprehensive income (loss) 8310 Items that will not be reclassified subsequently to profit or loss: 8311 Remeasurement of defined 6(10) (7,311) (0.24) (2,580) (0.08) benefit obligation 8349 Income tax (expense) related to 6(11) (117,594) (3.88) (71,736) (2.28) 8360 Other comprehensive income 6(11) (117,594) (3.88) (71,736) (2.28) 8361 translation of foreign operations 6(11) (117,594) (3.88) (71,736)	6450	Expected credit losses			(5,025)	(0.17)		135	0.00
Other non-operating income and expenses7020Other income $6(13)$ $429,633$ 14.17 $443,791$ 14.09 7510Finance costs $6(13)$ $(39,001)$ (1.29) $(15,586)$ (0.49) 7000Other non-operating income and expenses $390,632$ 12.88 $428,205$ 13.60 7000Income before income tax $568,567$ 18.74 $651,722$ 20.70 7900Income tax expense $4 \cdot 6(14)$ $(42,562)$ (1.40) $(58,956)$ (1.87) 8200Net Income $526,005$ 17.34 $592,766$ 18.83 8310Other comprehensive income (loss)8310Items that will not be reclassified subsequently to profit or loss:8311Remeasurement of defined $6(10)$ $(7,311)$ (0.24) $(2,580)$ (0.08) 8349 Income tax (expense) related to $6(14)$ $1,462$ 0.05 905 0.03 $components of the comprehensive income8360Items that may be reclassified subsequently to profit or loss:8361Exchange differences arising on 6(11)(117,594)(3.88)(71,736)(2.28)o foreign operations6(10)(123,443)(4.07)(73,411)(2.33)8300Other comprehensive income loss) for the(123,443)(4.07)(73,411)(2.33)8300Other comprehensive income for the period§402,56213.27§519,35516.508500Total compre$	6000	Total Operating expenses			(249,680)	(8.24)		(197,892)	(6.28)
7020 Other income $6(13)$ $429,633$ 14.17 $443,791$ 14.09 7510 Finance costs $6(13)$ $(39,001)$ (1.29) $(15,586)$ (0.49) 7000 Other non-operating income and expenses $390,632$ 12.88 $428,205$ 13.60 7000 Income before income tax $568,567$ 18.74 $651,722$ 20.70 7950 Income tax expense $4 \cdot 6(14)$ $(42,562)$ (1.40) $(58,956)$ (1.87) 8200 Net Income $526,005$ 17.34 $592,766$ 18.83 8300 Other comprehensive income (loss) 8311 Remeasurement of defined $6(10)$ $(7,311)$ (0.24) $(2,580)$ (0.08) 8349 Income tax (expense) related to $6(14)$ $1,462$ 0.05 905 0.03 8360 Items that may be reclassified subsequently to profit or loss: $Exchange differences arising on 6(11) (117,594) (3.88) (71,736) (2.28) 8360 Other comprehensive income (loss) for the (123,443) (4.07) (73,411) (2.33) $	6900	Operating profit			177,935	5.86		223,517	7.10
7510 Finance costs $6(13)$ $(39,001)$ (1.29) $(15,586)$ (0.49) 7000 Other non-operating income and expenses $390,632$ 12.88 $428,205$ 13.60 7900 Income before income tax $568,567$ 18.74 $651,722$ 20.70 7950 Income tax expense $4 \cdot 6(14)$ $(42,562)$ (1.40) $(58,956)$ (1.87) 8200 Net Income $526,005$ 17.34 $592,766$ 18.83 8310 Items that will not be reclassified subsequently to profit or loss: 8311 Remeasurement of defined $6(10)$ $(7,311)$ (0.24) $(2,580)$ (0.08) $benefit obligation$ 849 Income tax (expense) related to $6(14)$ $1,462$ 0.05 905 0.03 $components of the comprehensive income 8360 Items that may be reclassified subsequently to profit or loss: 8361 8361 (123,443) (4.07) (73,411) (2.28) 6161 (123,443) (4.07) (73,411) (2.33) period, net of income tax period, net of income tax period, net of income for th$		Other non-operating income and expenses							
7000 Other non-operating income and expenses $390,632$ 12.88 $428,205$ 13.60 7900 Income before income tax $568,567$ 18.74 $651,722$ 20.70 7950 Income tax expense $4 \cdot 6(14)$ $(42,562)$ (1.40) $(58,956)$ (1.87) 8200 Net Income $526,005$ 17.34 $592,766$ 18.83 8300 Other comprehensive income (loss) 8310 Items that will not be reclassified subsequently to profit or loss: 8311 Remeasurement of defined $6(10)$ $(7,311)$ (0.24) $(2,580)$ (0.08) $benefit obligation$ $benefit obligation$ $accentrologie (14)$	7020	Other income	6(13)		429,633	14.17		443,791	14.09
7900 Income before income tax $568,567$ 18.74 $651,722$ 20.70 7950 Income tax expense $4 \cdot 6(14)$ $(42,562)$ (1.40) $(58,956)$ (1.87) 8200 Net Income $526,005$ 17.34 $592,766$ 18.83 8300 Other comprehensive income (loss) $526,005$ 17.34 $592,766$ 18.83 8310 Items that will not be reclassified subsequently to profit or loss: 8311 Remeasurement of defined $6(10)$ $(7,311)$ (0.24) $(2,580)$ (0.08) $benefit obligation$ $benefit obligation$ $accordent accordent accord$	7510	Finance costs	6(13)		(39,001)	(1.29)		(15,586)	(0.49)
7950Income tax expense $4 \cdot 6(14)$ $(42,562)$ (1.40) $(58,956)$ (1.87) 8200Net Income526,00517.34592,76618.838300Other comprehensive income (loss)8310Items that will not be reclassified subsequently to profit or loss:8311Remeasurement of defined $6(10)$ $(7,311)$ (0.24) $(2,580)$ (0.08) benefit obligationbenefit obligation $6(14)$ $1,462$ 0.05 905 0.03 components of the comprehensive income $6(11)$ $(117,594)$ (3.88) $(71,736)$ (2.28) 8360Items that may be reclassified subsequently to profit or loss: 8361 $(123,443)$ (4.07) $(73,411)$ (2.33) 8300 Other comprehensive income (loss) for the $(123,443)$ (4.07) $(73,411)$ (2.33) 9750 Basic earnings per share(NT dollars) $4 \cdot 6(15)$ $\frac{5}{2}$ 7.25 $\frac{5}{8}$ 8.16	7000	Other non-operating income and expen	ises		390,632	12.88		428,205	13.60
8200Net Income $526,005$ 17.34 $592,766$ 18.83 8300Other comprehensive income (loss)8310Items that will not be reclassified subsequently to profit or loss:8311Remeasurement of defined benefit obligation $6(10)$ $(7,311)$ (0.24) $(2,580)$ (0.08) 8349Income tax (expense) related to components of the comprehensive income $6(14)$ $1,462$ 0.05 905 0.03 8360Items that may be reclassified subsequently to profit or loss: Exchange differences arising on translation of foreign operations $6(11)$ $(117,594)$ (3.88) $(71,736)$ (2.28) 8300Other comprehensive income (loss) for the period ,net of income tax $(123,443)$ (4.07) $(73,411)$ (2.33) 8500Total comprehensive income for the period§ $402,562$ 13.27 § $519,355$ 16.50 9750Basic earnings per share(NT dollars) $4 \times 6(15)$ § 7.25 § 8.16	7900	Income before income tax			568,567	18.74		651,722	20.70
8300Other comprehensive income (loss)8310Items that will not be reclassified subsequently to profit or loss:8311Remeasurement of defined $6(10)$ $(7,311)$ (0.24) $(2,580)$ (0.08) benefit obligationbenefit obligation $6(14)$ $1,462$ 0.05 905 0.03 8349Income tax (expense) related to $6(14)$ $1,462$ 0.05 905 0.03 components of the comprehensive income 111 $(117,594)$ (3.88) $(71,736)$ (2.28) 8361Items that may be reclassified subsequently to profit or loss: $123,443)$ (4.07) $(73,411)$ (2.33) of foreign operations $123,443)$ (4.07) $(73,411)$ (2.33) 8300Other comprehensive income (loss) for the period ,net of income tax 13.27 $$ 519,355$ 16.50 9750Basic earnings per share(NT dollars) $4 \cdot 6(15)$ $$ 7.25$ $$ 8.16$	7950	Income tax expense	4 • 6(14)		(42,562)	(1.40)		(58,956)	(1.87)
8310Items that will not be reclassified subsequently to profit or loss:8311Remeasurement of defined $6(10)$ $(7,311)$ (0.24) $(2,580)$ (0.08) benefit obligationbenefit obligation $1,462$ 0.05 905 0.03 8349Income tax (expense) related to $6(14)$ $1,462$ 0.05 905 0.03 components of the comprehensive income $1,462$ 0.05 905 0.03 8360Items that may be reclassified subsequently to profit or loss: $Exchange differences arising ontranslation6(11)(117,594)(3.88)(71,736)(2.28)0 of foreign operations0(123,443)(4.07)(73,411)(2.33)0 other comprehensive income (loss) for theperiod, net of income tax13.27$ 519,35516.509750Basic earnings per share(NT dollars)4 \cdot 6(15)$ 7.25$ 8.16$	8200	Net Income			526,005	17.34		592,766	18.83
8311Remeasurement of defined benefit obligation $6(10)$ $(7,311)$ (0.24) $(2,580)$ (0.08) 8349Income tax (expense) related to components of the comprehensive income $6(14)$ $1,462$ 0.05 905 0.03 8360Items that may be reclassified subsequently to profit or loss: Exchange differences arising on translation of foreign operations $(117,594)$ (3.88) $(71,736)$ (2.28) 8300Other comprehensive income (loss) for the period ,net of income tax $(1123,443)$ (4.07) $(73,411)$ (2.33) 8500Total comprehensive income for the period $\frac{$ 402,562}{13.27}$ $\frac{$ 519,355}{16.50}$ 16.50 9750Basic earnings per share(NT dollars) $4 \times 6(15)$ $\frac{$ 7.25}{5}$ $\frac{$ 8.16}{5}$	8300	Other comprehensive income (loss)							
benefit obligation $1,462$ 0.05 905 0.03 8349Income tax (expense) related to $6(14)$ $1,462$ 0.05 905 0.03 $components of the comprehensive income1,4620.059050.038360Items that may be reclassified subsequently to profit or loss:Exchange differences arising on translation6(11)(117,594)(3.88)(71,736)(2.28)ranslation6(11)(117,594)(3.88)(71,736)(2.28)ranslation6(11)(117,594)(3.88)(71,736)(2.28)ranslation6(11)(117,594)(3.88)(71,736)(2.28)ranslation6(11)(117,594)(3.88)(71,736)(2.28)ranslation6(11)(117,594)(3.88)(71,736)(2.28)ranslation6(11)(117,594)(3.88)(71,736)(2.28)ranslation6(11)(1123,443)(4.07)(73,411)(2.33)ranslation1,2,2,3,3,5,516,5013.275519,35516,509750Basic earnings per share(NT dollars)4 \times 6(15)57.2558.16$	8310	Items that will not be reclassified subsequ	ently to profit or	loss:					
8349Income tax (expense) related to $6(14)$ $1,462$ 0.05 905 0.03 8360Items that may be reclassified subsequently to profit or loss: Exchange differences arising on translation of foreign operations $6(11)$ $(117,594)$ (3.88) $(71,736)$ (2.28) 8300Other comprehensive income (loss) for the period ,net of income tax $(1123,443)$ (4.07) $(73,411)$ (2.33) 8500Total comprehensive income for the period $\frac{\$}{\$}$ $402,562$ 13.27 $\frac{\$}{\$}$ $519,355$ 16.50 9750Basic earnings per share(NT dollars) $4 \times 6(15)$ $\frac{\$}{\$}$ 7.25 $\frac{\$}{\$}$ 8.16	8311	Remeasurement of defined	6(10)		(7,311)	(0.24)		(2,580)	(0.08)
components of the comprehensive income8360Items that may be reclassified subsequently to profit or loss: Exchange differences arising on translation of foreign operations $(117,594)$ (3.88) $(71,736)$ (2.28) (2.28)8300Other comprehensive income (loss) for the period , net of income tax $(1123,443)$ (4.07) $(73,411)$ (2.33) (2.33)8500Total comprehensive income for the period $\frac{\$ 402,562}{\$ 402,562}$ 13.27 $\frac{\$ 519,355}{\$ 8.16}$ 9750Basic earnings per share(NT dollars) $4 \times 6(15)$ $\frac{\$ 7.25}{\$ 8.16}$ $\frac{\$ 8.16}{\$ 8.16}$		benefit obligation							
8360Items that may be reclassified subsequently to profit or loss: Exchange differences arising on translation of foreign operations(117,594)(3.88)(71,736)(2.28)8300Other comprehensive income (loss) for the period ,net of income tax(123,443)(4.07)(73,411)(2.33)8500Total comprehensive income for the period $$ 402,562$ 13.27 $$ 519,355$ 16.509750Basic earnings per share(NT dollars) $4 \cdot 6(15)$ $$ 7.25$ $$ 8.16$	8349	Income tax (expense) related to	6(14)		1,462	0.05		905	0.03
8361Exchange differences arising on translation of foreign operations $6(11)$ $(117,594)$ (3.88) $(71,736)$ (2.28) 8300Other comprehensive income (loss) for the period ,net of income tax $(123,443)$ (4.07) $(73,411)$ (2.33) 8500Total comprehensive income for the period $$ 402,562$ 13.27 $$ 519,355$ 16.50 9750Basic earnings per share(NT dollars) $4 \cdot 6(15)$ $$ 7.25$ $$ 8.16$		components of the comprehensive incom	ne						
8361 translation of foreign operations $6(11)$ $(117,394)$ (3.88) $(71,736)$ (2.28) 8300Other comprehensive income (loss) for the period, net of income tax $(123,443)$ (4.07) $(73,411)$ (2.33) 8500Total comprehensive income for the period $$ 402,562$ 13.27 $$ 519,355$ 16.50 9750Basic earnings per share(NT dollars) $4 \times 6(15)$ $$ 7.25$ $$ 8.16$	8360	Items that may be reclassified subsequently	y to profit or loss	:					
8300Other comprehensive income (loss) for the period ,net of income tax $(123,443)$ (4.07) $(73,411)$ (2.33) 8500Total comprehensive income for the period\$ 402,56213.27\$ 519,35516.509750Basic earnings per share(NT dollars) $4 \cdot 6(15)$ \$ 7.25\$ 8.16	8361		6(11)		(117,594)	(3.88)		(71,736)	(2.28)
period ,net of income tax $\$$ $402,562$ 13.27 $\$$ $519,355$ 16.50 9750Basic earnings per share(NT dollars) $4 \cdot 6(15)$ $\$$ 7.25 $\$$ 8.16		of foreign operations							
8500Total comprehensive income for the period $$ 402,562$ 13.27 $$ 519,355$ 16.50 9750Basic earnings per share(NT dollars) $4 \cdot 6(15)$ $$ 7.25$ $$ 8.16$	8300	Other comprehensive income (loss) for the			(123,443)	(4.07)		(73,411)	(2.33)
9750 Basic earnings per share(NT dollars) $4 \cdot 6(15)$ $\$$ 7.25 $\$$ 8.16		period, net of income tax							
	8500	Total comprehensive income for the period		\$	402,562	13.27	\$	519,355	16.50
9850 Diluted earnings per share(NT dollars) 4 \cdot 6(15) \$ 7.24 \$ 8.16	9750	Basic earnings per share(NT dollars)	4 • 6(15)	\$	7.25		\$	8.16	
	9850	Diluted earnings per share(NT dollars)	4 • 6(15)	\$	7.24		\$	8.16	

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

NANLIU ENTERPRISE CO., LTD

Parent Company Only Statements of Changes in Equity

For the year ended December 31,2019 and 2018

(All amounts expressed In Thousands of New Taiwan Dollars)

		Equity attributable to owners of parent															
	Capital Stock	- Coi	mmon Stock					Reta	ained Earnings			Oth	Other equity items				
	Ordinary shares		Amounts	Caj	pital Surplus	Le	gal Reserve	Sp	ecial Reserve	Uı	nappropriated Earnings	transl	ancial statements ation differences oreign operations		Non- controlling interests	Т	Cotal Equity
Balance as of January 1, 2018	72,600	\$	726,000	\$	453,467	\$	317,735	\$	155,667	\$	1,413,680	\$	(193,201)	\$	-	\$	2,873,348
Legal reserve appropriated	-		-		-		54,137		-		(54,137)		-		-		-
Special reserve appropriated	-		-		-		-		37,534		(37,534)		-		-		-
Cash dividends of ordinary share	-		-		-		-		-		(326,700)		-		-		(326,700)
Net income in 2018	-		-		-		-		-		592,766		-		-		592,766
Other comprehensive income for the year	-		-		-		-		-		(1,675)		(71,736)		-		(73,411)
Balance as of December 31, 2018	72,600	\$	726,000	\$	453,467	\$	371,872	\$	193,201	\$	1,586,400	\$	(264,937)	\$	-	\$	3,066,003
Balance as of January 1, 2019	72,600	\$	726,000	\$	453,467	\$	371,872	\$	193,201	\$	1,586,400	\$	(264,937)	\$	-	\$	3,066,003
Legal reserve appropriated	-		-		-		59,277		-		(59,277)		-		-		-
Special reserve appropriated	-		-		-		-		71,736		(71,736)		-		-		-
Cash dividends of ordinary share	-		-		-		-		-		(363,000)		-		-		(363,000)
Net income in 2019	-		-		-		-		-		526,005		-		-		526,005
Other comprehensive income for the year	-		-		-		-		-		(5,849)		(117,594)		-		(123,443)
Balance as of December 31, 2019	72,600	\$	726,000	\$	453,467	\$	431,149	\$	264,937	\$	1,612,543	\$	(382,531)	\$	-	\$	3,105,565

Equity attributable to owners of parent

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

NANLIU ENTERPRISE CO., LTD

Parent Company Only Statements of Cash Flows

For the Year Ended December 31,2019 and 2018

(All Amounts Expressed In Thousands of New Taiwan Dollars)

	For the year ended December 31				
		2019	2018		
Cash flows from operating activities					
Profit before income tax	\$	568,567 \$	651,722		
Adjustments for :					
Depreciation expense		65,142	55,724		
Amortization expense		-	4,668		
Interest expense		39,001	15,586		
Interest income		(1,320)	(1,369)		
Reversal of expected credit losses (profit)		5,025	(135)		
Share of profit of subsidiaries and associates accounted for using equity method		(377,842)	(414,408)		
(Profit) on disposal of assets		(780)	(707)		
Unrealized gain on sales		-	7,229		
Realized gain on sales		(4,184)	-		
Provision for inventory market price decline		11,800	8,750		
Loss on physical inventory		(189)	601		
Loss on disposal of inventory		4,245	6,280		
(Reversal) Impairment of Assets		-	(1,224)		
Foreign exchange (gain) loss		(3,251)	(6,016)		
Total adjustments to reconcile profit or loss		(262,353)	(325,021)		
Changes in operating assets and liabilities					
(Increase) Decrease in notes receivable		(3,567)	7,796		
Decrease (Increase) in accounts receivable		43,849	(159,148)		
Decrease in other receivable		7,015	13,381		
(Increase) in inventories		(64,190)	(68,784)		
Decrease (Increase) in prepayments		8,718	(52,732)		
(Increase) in other current assets		(7,010)	(23,254)		
(Decrease) in contract liabilities-current		(675)	(746)		
(Decrease) in notes payable		(47,685)	(6,501)		
(Decrease) Increase in accounts payable		(71,590)	59,915		
Increase in other payable		13,348	14,463		
Increase in other current liabilities		-	522		
(Decrease) in accrued pension liabilities		(5,954)	(1,335)		
Total Changes in Operating Assets and Liabilities		(127,741)	(216,423)		
Cash generated from operating		178,473	110,278		
		· · · · · · · · · · · · · · · · · · ·	, -		

(Continued)

	For the year ended December 31				
	2019	2018			
Interest received	925	1,362			
Income taxes paid	(67,506)	(35,932)			
Net cash generated by operating activities	111,892	75,708			
Cash flows from investing activities					
Acquisition of investments accounted for using equity method	(30,000)	(155,016)			
Acquisition of property, plant and equipment	(116,034)	(388,351)			
Disposal of property, plant and equipment	2,653	4,619			
(Increase) in prepayments for equipment	(419,365)	(870,138)			
Decrease (Increase) in Instead of payment	359	(341)			
(Increase) in other assets	(71,559)	-			
(Increase) in refundable deposits	(11,460)	(1,969)			
Net cash used in investing activities	(645,406)	(1,411,196)			
Cash Flows From Financing Activities :					
Interest paid	(38,294)	(13,812)			
Increase in short-term loans	300,000	363,565			
Increase (Decrease) in short-term bills payable	35,000	(400,000)			
Repayment of the principal portion of lease liabilities	(12,244)	-			
Increase in long-term bank borrowing	597,956	1,326,825			
Increase Long-term accounts note and payable to related parties	43,435	269,265			
Cash dividends	(363,000)	(326,700)			
(Decrease) Increase in other current liabilities	(560)	120			
Met cash used in financing activities	562,293	1,219,263			
Effect of exchange rate changes on cash and cash equivalents	(41,469)	3,394			
Net (Decrease) Increase in cash and cash equivalents	(12,690)	(112,831)			
Cash and cash equivalents, beginning of year	164,717	277,548			
Cash and cash equivalents, end of year \$	152,027	\$ 164,717			

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

Attachment 5

NAN LIU ENTERPRISE CO., LTD.

Comparison between the original and amendments to the

Rules and Procedures of Shareholders' Meeting

(Translation)

Amended version	Original version	Reason
Article3	Article3	To follow
(The above omitted)	(The above omitted)	amendment of the
In addition, before 15 days before	In addition, before 15 days before	Company Act.
the date of the shareholders	the date of the shareholders	
meeting, the Company shall also	meeting, the Company shall also	
have prepared the shareholders	have prepared the shareholders	
meeting agenda and supplemental	meeting agenda and supplemental	
meeting materials and made them	meeting materials and made them	
available for review by	available for review by	
shareholders at any time. The	shareholders at any time. The	
meeting agenda and supplemental	meeting agenda and supplemental	
materials shall also be displayed at	materials shall also be displayed at	
the Company and the professional	the Company and the professional	
shareholder services agent	shareholder services agent	
designated thereby as well as being	designated thereby as well as being	
distributed on-site at the meeting	distributed on-site at the meeting	
place.	place.	
(The third item omitted)	(The third item omitted)	
Election or dismissal of directors,	Election or dismissal of directors,	
amendments to the articles of	amendments to the articles of	
incorporation, capital reduction,	incorporation, the dissolution,	
application of end of public,	merger, or demerger of the	
approval of directors competition,	corporation, or any matter under	
retained earnings transferred to	Article 185, paragraph 1 of the	
capital, capital surplus transferred	Company Act, Articles 26-1 and	
to capital, the dissolution, merger,	43-6 of the Securities and	
or demerger of the corporation, or	Exchange Act, or Articles 56-1 and	
any matter under Article 185,	60-2 of the Regulations Governing	
paragraph 1 of the Company Act,	the Offering and Issuance of	
securities by Securities Issuers	Securities by Securities Issuers	
shall be set out <u>major content</u> in the	shall be set out in the notice of the	
notice of the reasons for	reasons for convening the	
convening the shareholders	shareholders meeting. None of the	

Amended version	Original version	Reason
meeting. None of the above	above matters may be raised by an	
matters may be raised by an	extraordinary motion.	
extraordinary motion. The major		
content could show on the website		
of Securities Authority or the		
Company and show the web		
address on the notice.		
When convening reason of		
Shareholders' Meeting is re-		
election of all directors and show		
inauguration date, inauguration		
date shouldn't change by an		
extraordinary motion or other ways		
after re-election finished.		
Shareholders holding 1% or more of	Shareholders holding 1% or more of	
the total number of outstanding	the total number of outstanding	
shares of the Company may submit a	shares of the Company may submit a	
proposal to the Company for	proposal to the Company for	
discussion at a regular shareholders'	discussion at a regular shareholders'	
meeting. However, only one matter	meeting. However, only one matter	
shall be allowed in each proposal. If	shall be allowed in each proposal. If	
a proposal contains more than one	a proposal contains more than one	
matter, such proposal shall not be	matter, such proposal shall not be	
included in the agenda. The directors	included in the agenda. In addition,	
meeting could increase the proposal	if a shareholder's proposal contains	
that it's increasement of Public	matters related to Paragraph 4 of	
Interest or social responsibility. In	Article 172-1 in the Company Act,	
addition, if a shareholder's proposal	the Board of Directors shall not	
contains matters related to Paragraph	include it in the agenda.	
4 of Article 172-1 in the Company		
Act, the Board of Directors shall not		
include it in the agenda.		
Prior to the book closure date and	Prior to the book closure date and	
before a regular shareholders'	before a regular shareholders'	
meeting is convened, the Company	meeting is convened, the Company	
shall give a public notice	shall give a public notice	
announcing the proposal,	announcing the proposal, place and	
application by written or electronic,	the period for shareholders to	

Amended version	Original version	Reason
place and the period for	submit proposals to be discussed at	
shareholders to submit proposals to	the meeting; the period for	
be discussed at the meeting; the	accepting such proposals shall not	
period for accepting such proposals	be less than 10 days.	
shall not be less than 10 days.		
The number of words of a proposal	The number of words of a proposal	
to be submitted by a shareholder	to be submitted by a shareholder	
shall be limited to not more than	shall be limited to not more than	
300 words, and the proposal	300 words, and any proposal	
containing more than 300 words	containing more than 300 words	
shall not be included in the agenda	shall not be included in the agenda	
of the shareholders' meeting. The	of the shareholders' meeting. The	
shareholder who has submitted a	shareholder who has submitted a	
proposal shall attend, in person or	proposal shall attend, in person or	
by a proxy, the regular	by a proxy, the regular	
shareholders' meeting and shall	shareholders' meeting and shall take	
take part in the discussion of such	part in the discussion of such	
proposal.	proposal.	
(The following omitted)	(The following omitted)	
Article5: (Principles determining	Article5: (Principles determining	To follow related
time and place of shareholders'	time and place of shareholders'	rules.
meeting)	meeting)	
A shareholders' meeting shall be	A shareholders' meeting shall be	
held at the Company's headquarters	held at the Company's headquarters	
and during the business hours of	and during the business hours of the	
the company, or at a place and time	company, or at a place and time	
convenient to all directors and	convenient to all directors and	
suitable for holding such a meeting.	suitable for holding such a meeting.	
The meeting shall begin no earlier	The meeting shall begin no earlier	
than 9:00 a.m. and no later than	than 9:00 a.m. and no later than	
3:00 p.m. The place and time of	3:00 p.m.	
shareholders' meeting should		
consider directors' opinions.		
Article6:	Article6:	To follow related
The Company should announce	Added.	rules.
place and time of shareholders'		
meeting and other notice on		
meeting notice.		

Amended version	Original version	Reason
The report time of shareholders	Added.	
should attend early at least thirty		
minutes. The checking counter		
should clear direction and service		
staff is over there.		
The shareholder or agent should	The Company shall furnish the	
show attendance card, sign-in card	attending shareholders with an	
or other attendance license for	attendance book to sign, or	
shareholders' meeting. The	attending shareholders may hand in	
Company shouldn't request to	a sign-in card in lieu of signing in.	
increase others proof documents.	The Company shall furnish	
A shareholder shall attend a	attending shareholders with the	
shareholders' meeting with the	meeting agenda book, annual	
attendance card, sign-in card, or	report, attendance card, speaker's	
other certificate of attendance;	slips, voting slips, and other	
solicitors with solicited proxies	meeting materials. Where there is	
shall bring identification documents	an election of directors, pre-printed	
for verification when attending the	ballots shall also be furnished.	
shareholders' meeting.	A shareholder shall attend a	
	shareholders' meeting with the	
	attendance card, sign-in card, or	
	other certificate of attendance;	
	solicitors with solicited proxies	
	shall bring identification documents	
	for verification when attending the	
	shareholders' meeting.	
(The following omitted)	(The following omitted)	
Article7:	Article7:	To follow related
(The above omitted)	(The above omitted)	rules.
When a managing director or a	Added	
director serves as chair, as		
referred to in the preceding		
paragraph, the managing director		
or director shall be one who has		
held that position for six months		
or more and who understands the		
financial and business conditions		
of the company. The same shall		

Amended version	Original version	Reason
be true for a representative of a		
juristic person director that		
serves as chair.		
When a shareholders' meeting	A shareholders' meeting convened	
convened by the Board of	by the Board of Directors shall be	
Directors, it shall convent by	attended by over a half of the	
chairman and directors attended by	directors.	
over a half of the directors. The		
each kind of directors should attend		
one person at least. And the		
attendance situation should be		
written in meeting minutes of		
shareholders' meeting.		
(The following omitted)	(The following omitted)	
Article8:	Article8:	To follow related
The Company, beginning from the	Added	rules.
time it accepts shareholder		
attendance registrations, shall make		
an uninterrupted audio and video		
recording of the registration		
procedure, the proceedings of the		
shareholders meeting, and the		
voting and vote counting		
procedures.		
The recorded materials of the	The Company shall document the	
preceding paragraph shall be	shareholders' meeting by audio or	
retained for at least 1 year. If,	video, and recorded materials shall	
however, a shareholder files a	be retained for at least 1 year. If,	
lawsuit pursuant to Article 189 of	however, a shareholder files a	
the Company Act, the recording	lawsuit pursuant to Article 189 of	
shall be retained until the	the Company Act, the recording	
conclusion of the litigation.	shall be retained until the conclusion	
	of the litigation.	
Article10:	Article10:	To follow related
If a shareholders' meeting is	If a shareholders' meeting is	rules.
convened by the Board of	convened by the Board of	
Directors, the meeting agenda shall	Directors, the meeting agenda shall	
be set by the Board of Directors.	be set by the Board of Directors.	

Amended version	Original version	Reason
All agenda should be voted. The	The meeting shall proceed in the	
meeting shall proceed in the order	order set by the agenda, which may	
set by the agenda, which may not	not be changed without a resolution	
be changed without a resolution of	of the shareholders' meeting.	
the shareholders' meeting.		
(The second and third item omitted)	(The second and third item omitted)	
The Chair shall allow ample	The Chair shall allow ample	
opportunity during the meeting for	opportunity during the meeting for	
explanation and discussion of	explanation and discussion of	
proposals and of amendments or	proposals and of amendments or	
extraordinary motions put forward	extraordinary motions put forward	
by the shareholders; when the Chair	by the shareholders; when the Chair	
is of the opinion that a proposal has	is of the opinion that a proposal has	
been discussed sufficiently to put it	been discussed sufficiently to put it	
to a vote, the Chair may announce	to a vote, the Chair may announce	
the discussion closed, call for a	the discussion closed and call for a	
vote and arrange enough time to	vote.	
vote.		
Article13:	Article13:	To follow related
A shareholder shall be entitled to	A shareholder shall be entitled to	rules.
one vote for each share held, except	one vote for each share held, except	
when the shares are restricted shares	when the shares are restricted shares	
or are deemed non-voting shares	or are deemed non-voting shares	
under Article 179, paragraph 2 of	•	
the Company Act.	the Company Act.	
When the Company holds a	When the Company holds a	
shareholders' meeting, it should	shareholders' meeting, it may allow	
allow the shareholders to exercise	the shareholders to exercise voting	
voting rights by <u>electronic</u>	rights by correspondence or	
transmission or correspondence.	electronic transmission. When	
When voting rights are exercised by	voting rights are exercised by	
correspondence or electronic	correspondence or electronic	
transmission, the method of exercise	transmission, the method of exercise	
shall be specified in the	shall be specified in the	
shareholders' meeting notice. A	shareholders' meeting notice. A	
shareholder exercising voting rights	shareholder exercising voting rights	
by correspondence or electronic	by correspondence or electronic	
• •	• •	
transmission will be deemed to have	transmission will be deemed to have	

Amended version	Original version	Reason
attended the meeting in person, but	attended the meeting in person, but	
to have waived his/her rights with	to have waived his/her rights with	
respect to the extraordinary motions	respect to the extraordinary motions	
and amendments to original	and amendments to original	
proposals of that meeting.	proposals of that meeting.	
Therefore, the Company shall avoid	Therefore, the Company shall avoid	
the extraordinary motions and	the extraordinary motions and	
amendments to original proposals.	amendments to original proposals.	
(The middle omitted)	(The middle omitted)	
Except as otherwise provided in the	Except as otherwise provided in the	
Company Act and in the Company's	Company Act and in the Company's	
articles of incorporation, the	articles of incorporation, the passage	
passage of a proposal shall require	of a proposal shall require an	
an affirmative vote of a majority of	affirmative vote of a majority of the	
the voting rights represented by the	voting rights represented by the	
attending shareholders. At the time	attending shareholders.	
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.		
(The middle omitted)	(The middle omitted)	
Vote counting for shareholders	Vote counting for shareholders'	
meeting proposals or elections shall	meeting shall be conducted in public	
be conducted in public at the place	at the place of the shareholders'	
of the shareholders meeting.	meeting. Immediately after vote	
Immediately after vote counting has	counting has been completed, the	
been completed, the results of the	results of the voting shall be	
voting, including the statistical	announced on-site at the meeting,	
tallies of the numbers of votes, shall	and a record made of the votes.	

Amended version	Original version	Reason
be announced on-site at the meeting		
and a record made of the vote.		
Article14:	Article14:	To follow related
The election of directors at a	The election of directors at a	rules.
shareholders meeting shall be held	shareholders' meeting shall be held	
in accordance with the applicable	in accordance with the applicable	
election and appointment rules	election and appointment rules	
adopted by this Corporation, and the	adopted by the Company, and the	
voting results shall be announced	voting results shall be announced	
on-site immediately, including the	on-site immediately.	
names of those elected as directors		
and the numbers of votes with which		
they were elected.		
(The following omitted)	(The following omitted)	
Article15:	Article15:	To follow related
Matters relating to the resolutions of	Matters relating to the resolutions of	rules.
a shareholders meeting shall be	a shareholders' meeting shall be	
recorded in the meeting minutes.	recorded in the meeting minutes.	
The meeting minutes shall be signed	The meeting minutes shall be signed	
or sealed by the chair of the meeting	or sealed by the chairperson of the	
and a copy distributed to each	meeting and a copy distributed to	
shareholder within 20 days after the	each shareholder within 20 days	
conclusion of the meeting. The	after the conclusion of the meeting.	
meeting minutes may be produced	The meeting minutes may be	
and distributed in electronic form.	produced and distributed in public	
The Company may distribute the	notice.	
meeting minutes of the preceding		
paragraph by means of a public		
announcement made through the		
MOPS.		
The meeting minutes shall	The meeting minutes shall	
accurately record the year, month,	accurately record the year, month,	
day, and place of the meeting, the	day, and place of the meeting, the	
chair's full name, the methods by	chairperson's full name, the methods	
which resolutions were adopted, and	by which resolutions were adopted,	
a summary of the deliberations and	and a summary of the deliberations	
their results, and shall be retained	and their results, and shall be	

Amended version	Original version	Reason
for the duration of the existence of	retained for the duration of the	
the Company.	existence of the Company.	

NAN LIU ENTERPRISE CO., LTD.

Comparison between the original and amendments to the

Articles of Incorporation

(Translation)

Amended version	Original version	Reason
Article2	Article 2:	Increase medical
The Company's businesses are	The Company's businesses are listed	materials.
listed as follows:	as follows:	
1. C303010 non-woven	1. C303010 non-woven	
2. C399990 other textile and	2. C399990 other textile and	
apparel manufacturing	apparel manufacturing	
3. C0401030 leather, fur finishing	3. C0401030 leather, fur finishing	
4. CK01010 shoe manufacturing	4. CK01010 shoe manufacturing	
5. CI01020 carpet	5. CI01020 carpet	
6. F106020 wholesale of articles	6. F106020 wholesale of articles	
for daily use	for daily use	
7. H701020 development and	7. H701020 development and	
rental of industrial plants.	rental of industrial plants.	
8. H701040 specialized field	8. H701040 specialized field	
construction and development.	construction and development.	
9. C802100 cosmetic	9. C802100 cosmetic	
manufacturing.	manufacturing.	
10. F108040 wholesale of	10. C601040 paper processing.	
cosmetics.	11. F108040 wholesale of	
11. F208040 retailing of	cosmetics.	
cosmetics.	12. F208040 retailing of	
12. C802110 cosmetic pigment	cosmetics.	
manufacturing.	13. C802110 cosmetic pigment	
13. F401010 international trade.	manufacturing.	
14. C901990 other non-metallic	14. C103030 dehydrated foods	
mineral products	manufacturing.	
manufacturing.	15. F102160 wholesale of	
15. F106010 wholesale of	supplementary foods.	
hardware.	16. F102010 wholesale of frozen	
16. F107990 wholesale of other	prepared foods.	
chemicals.	17. F102080 wholesale of	
17. F207990 retailing of other	dehydrated foods.	
chemicals.	18. F401010 international trade.	
18. CO01010 cutlery	19. C901990 other non-metallic	
manufacturing.	mineral products manufacturing.	
19. C802090 cleaning	20. F106010 wholesale of	
preparations manufacturing.	hardware.	

Amended version	Original version	Reason
 F107030 wholesale of cleaning preparations. F207030 retailing of cleaning preparations. ZZ999999 the Company may operate any business not prohibited or restricted by laws or regulations, except for those that require special permission. <u>CF01011 Medical Materials manufacturing.</u> <u>F108031 wholesale of medical materials.</u> <u>F208031 retailing of medical materials.</u> <u>C103050 Can, frozen prepared foods, dehydrated foods and pickled foods manufacturing.</u> <u>C601040 paper processing.</u> <u>F102170 Other Food manufacturing.</u> 	 F107990 wholesale of other chemicals. F207990 retailing of other chemicals. CO01010 cutlery manufacturing. C802090 cleaning preparations manufacturing. F107030 wholesale of cleaning preparations. F207030 retailing of cleaning preparations. F209999 the Company may operate any business not prohibited or restricted by laws or regulations, except for those that require special permission. 	
Article23: The articles were drawn up on November 15, 1978 and were revised on December 30, 1979 for the first time,, amended on April 30, 2013 for the 32nd time, and amended on June 13, 2016 the 33rd time, amended on May 31, 2017 the 34rd time, amended on May 29, 2019 the 35rd time, <u>and</u> <u>amended on May 29, 2020 the 36rd</u> <u>time.</u>	1	Add amendment date