

Stock Code: 5450



南良國際股份有限公司
NAM LIONG GLOBAL CORPORATION

2025 Annual Shareholders' Meeting

Meeting Agenda (Translation)

Meeting Type: Physical Shareholders' Meeting

Time: June 26, 2025, at 9:00 am

Place: B1 F, No. 269, Chongyang Rd., Nangang Dist., Taipei City 115,
Taiwan

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NAM LIONG GLOBAL CORPORATION

Procedures for the 2025 Annual Shareholders' Meeting

- I. Call the Meeting to Order
- II. Chairman's Remarks
- III. Report Matters
- IV. Acknowledgement Matters
- V. Discussion Matters
- VI. Election Matters
- VII. Other Proposals
- VIII. Extemporaneous Motions
- IX. Adjournment

NAM LIONG GLOBAL CORPORATION

Agenda of the 2025 Annual Shareholders' Meeting

Time: June 26, 2025, at 9:00 am

Place: B1 F, No. 269, Chongyang Rd., Nangang Dist., Taipei City 115, Taiwan

Meeting Type: Physical Shareholders' Meeting

Meeting Agenda:

- I. Call the Meeting to Order (Report on Number of Shares Present)
- II. Chairman's Remarks
- III. Report Matters
 6. 2024 Business Report.
 7. Audit Committee's Review Report on the 2024 Financial Statements.
 8. Distribution of Employees' and Directors' Compensation in 2024.
 9. Report on Director Remuneration for 2024.
 10. Report on Investment Business.
- IV. Acknowledgement Matters
 1. Adoption of the 2024 Business Report and Financial Statements.
 2. Adoption of the Proposal for 2024 Distribution of Earnings.
- V. Discussion Matters
 1. Amendment to the Company's "Articles of Association".
- VI. Election Matters
 1. Re-election of Directors (including Independent Directors).
- VII. Other Proposals
 1. Discussion to Approve the Lifting of Non-Competition Restrictions for New Directors of the Company.
- VIII. Extemporary Motions
- IX. Adjournment

I. Call the Meeting to Order

II. Chairman's Remarks

III. Report Matters

Report No. 1

Subject: 2024 Business Report.

Explanation: The attached 2024 Business Report and 2024 Financial Statements are found on pages 9-18 of this handbook (Attachment 1) and pages 20-43 of this handbook (Attachment 3).

Report No. 2

Subject: Audit Committee's Review Report on the 2024 Financial Statements.

Explanation: The attached 2024 Audit Committee's Review Report is found on page 19 of this handbook (Attachment 2).

Report No. 3

Subject: Distribution of Employees' and Directors' Compensation in 2024.

Explanation:

- (1). In accordance with the Company's Articles of Incorporation, if the Company has earnings, no less than 1% and no more than 2% of the earnings shall be allocated as employee remuneration, and no more than 2% shall be allocated as directors' remuneration.
- (2). The company's employee remuneration and director's remuneration for 2024 have been reviewed by the Salary and Remuneration Committee on March 7, 2025 and approved by the board of directors' resolution on March 12, 2025. The employee remuneration is NT\$1,670,000, and the director's remuneration is NT\$1,350,000. The aforementioned remuneration all are issued in cash.

Report No. 4

Subject: Report on Director Remuneration for 2024.

Explanation: Details of Directors' Remuneration Payment is found on page 44 of this handbook (Attachment 4).

Report No. 5

Subject: Report on Investment Business.

Explanation: Below is the list and details of investment businesses approved by the Board of Directors until the 31st of December 2024.

Unit: Unless otherwise specified, the unit shall be based on NT\$ thousand

Name of investee	Original Investment Amount		Share of Profit (Loss)	Held at end of year	
	Closing balance (2024/12/31)	Closing balance (2023/12/31)		Number of shares	Percentage (%)
GREENCHEM INTERNATIONAL CO., LTD.	240,000	240,000	38,517	8,000,000	100
ELEMENTECH INTERNATIONAL CO., LTD.	174,500	224,500	(23,598)	7,615,980	100
NAM LIONG INTERNATIONAL INVESTMENT & HOLDING CORP.	US\$1,930 thousand	US\$1,930 thousand	11,003	1,930,000	100
SPEEDBEST INTERNATIONAL LIMITED	US\$6,810 thousand	US\$6,810 thousand	30,800	6,810,000	100
NAM LIONG ENTERPRISE CO., LTD (VIETNAM).	US\$3,100 thousand	US\$1,600 thousand	6,022	-	100
ELEMENTECH (HONG KONG) LIMITED	HK\$8,150 thousand	HK\$16,056 thousand	9,808	-	100
GREENCHEM INTERNATIONAL SHANGHAI CO., LTD.	US\$200 thousand	US\$200 thousand	49,332	-	100
SUZHOU GREATSUN ELECTRONICS	US\$3,750 thousand	US\$2,000 thousand	10,082	-	100
JIAXING NANXIONG POLYMER CO., LTD.	US\$8,583 thousand	US\$8,583 thousand	26,085	-	100
DONG GUAN NAMLIONG RUBBER MANUFACTURES CO., LTD.	US\$2,651 thousand	US\$2,651 thousand	15,715	-	100

IV. Acknowledgement Matters

Report No. 1 (Proposed by the Board of Directors)

Subject: Adoption of the 2024 Business Report and Financial Statements.

Explanation:

- (1). The Company's 2024 Parent Company Only Financial Statements and Consolidated Financial Statements (Balance Sheets, Statements of Comprehensive Income, Statements of Changes in Equity and Statements of Cash Flows) have been certified by Chang, Cheng-Hsiu and Huang, Hsiu-Chun of Deloitte & Touche. The reports and business report have also been reviewed by the audit committee.
- (2). Please refer to pages 9-18 of this handbook (Attachment 1) and pages 20-43 of this handbook (Attachment 3) for the 2024 Business Report, Independent Auditor's Report and aforementioned financial reports.
- (3). This proposal was put forth for approval.

Resolution:

Report No. 2 (Proposed by the Board of Directors)

Subject: Adoption of the Proposal for 2024 Distribution of Earnings.

Explanation:

- (1). 1. The 2024 Net profit after tax was NT \$ 137,751,348. The Board has adopted a Proposal for the 2024 Distribution of Earnings as shown below:

NAM LIONG GLOBAL CORPORATION

Earnings Distribution Table

2024

Unit: NT\$

Item	Total
Beginning unappropriated retained earnings	\$119,197,276
Net profit after tax	137,751,348
Legal reserve recognized (10%)	(13,775,135)
Distributable net earnings	243,173,489
Distributable Items:	
Cash dividends - NT\$ 0.5 per share	(61,201,620)
Ending unappropriated retained earnings	\$181,971,869

Chairman:

Shao, Ten-Po

General Manager:

Wang, Kelly
(Wang, Ling-Shuang)

Accounting Manager:

Su, Meng-Hsu

2. According to the Proposal for 2024 Distribution of Earnings, the cash dividends was NT\$ 0.5 per share, with a distribution earnings of NT\$ 61,201,620. The aforementioned cash dividend shall be rounded down to the nearest dollar, and the total of any fractional amount less than one dollar shall have decimals ordered from greatest to least, with the account no. from front-to-back order to meet the total cash dividends distribution. The above distribution ratio is calculated based on the number of issued and outstanding ordinary shares of 122,403,239 shares.
 3. Upon approval during the Annual Meeting of Shareholders, it was proposed that the Chairman be authorized to resolve the ex-dividend date, issue date, and other relevant issues.
 4. If the dividend ratio is affected later on by changes in the outstanding shares due to change in share capital, shares repurchased by the Company or the Company's Employees, and change or cancellation of treasury shares, resulting in adjustment of dividend for distribution per share, it was proposed that the Chairman be authorized to facilitate such adjustment.
- (2). This proposal was put forth for approval.

Resolution:

V. Discussion Matters

Report No. 1 (Proposed by the Board of Directors)

Subject: Amendment to the Company's "Articles of Association".

Explanation:

- (1). According to Paragraph 6, Article 14 of the Securities and Exchange Act: "A company shall specify in its Articles of Incorporation a certain percentage of its annual profits to be allocated for adjusting the salaries or distributing remuneration to its basic-level employees." It is proposed to amend certain articles of the Company's Articles of Incorporation accordingly.
- (2). Please refer to page 45 of this handbook (Attachment 5) for The Comparison Table of Amended Articles of Incorporation.
- (3). This proposal was put forth for approval.

Resolution:

VI. Election Matters

Report No. 1 (Proposed by the Board of Directors)

Subject: Re-election of Directors (including Independent Directors).

Explanation:

- (1). The term of office of the current Directors (including Independent Directors) of the Company will expire on June 22, 2025. In accordance with the Articles of Incorporation, a full re-election of Directors will be conducted at this Annual Shareholders' Meeting. For practical and operational purposes, the term of the current Directors (including Independent Directors) shall extend until the completion of the election at this Annual Shareholders' Meeting. Pursuant to Article 195 of the Company Act and the Company's Articles of Incorporation, a total of 9 Directors (including 4 Independent Directors), shall be elected.
- (2). The election of Directors (including Independent Directors) for this term shall adopt the candidate nomination system. The shareholders shall elect the Directors (including Independent Directors) from the list of nominated candidates at the Annual General Meeting. Please refer to pages 46-47 of this handbook (Attachment 6) for the list of Director and Independent Director candidates, along with their educational background and professional experience.
- (3). The newly elected Directors shall assume office on the date of their election. The term of office shall be 3 years, starting from June 26, 2025, and ending on June 25, 2028.
- (4). Request for election.

Election results:

VII. Other Proposals

Report No. 1 (Proposed by the Board of Directors)

Subject: Proposal to Release the Newly Appointed Directors and Their Representatives from the Non-Competition Restrictions

Explanation:

- (1). In accordance with Article 209 of the Company Act "A director who does anything for himself or on behalf of another person that is within the scope of

the company's business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval."

- (2). To facilitate the Company's business development, the non-compete restriction on directors who invest in or operate other companies with the same or similar business scope as the Company, and concurrently serve as directors thereof, is hereby proposed to be waived, provided that such conduct does not compromise the interests of the Company.
- (3). In the event that a corporate director of the Company replaces its representative due to business needs, the non-compete restriction on such newly appointed representative is also proposed to be waived.
- (4). It is proposed that the Annual Shareholders' Meeting approve the waiver of non-compete restrictions for the newly elected directors of the current term who concurrently engage in businesses within the scope of the Company's operations due to business necessity.
- (5). Please refer to pages 48-51 of this handbook (Attachment 7) for the Details of the Release of Directors from Non-Competition Restrictions.
- (6). This proposal was put forth for approval.

Resolution:

VIII. Extemporaneous Motions

IX. Adjournment

X. Attachments

Attachment 1

2024 Business Report

In 2024, the Company benefited from increasing demand from key customers for applications in Olympic sports, defense products, medical protective equipment, and renewable and eco-friendly materials. Both revenue and net profit achieved double-digit growth compared to 2023. In addition to strong demand from the Mainland China market, the growth also extended to markets in the United States, Latin America, and Europe. From a product structure perspective, composite materials used in aquatic and underwater products, safety protection equipment, and medical applications all demonstrated positive growth. The Company has actively implemented key strategies, including diversification of customer industries, strict cost control, enhancement of production efficiency, optimization of product mix and order structure, as well as advancement in development and design technologies. These efforts led to strong double-digit operational growth in 2024.

Below is the report on the 2024 and 2025 business plans:

1. 2024 Business Report

(1). 2024 Business Achievement Report

A. Income and Expenses:

- a The Net Operating Revenue in 2024 was NT \$ 1,681,009 thousand, an increase of NT\$ 69,349 thousand, compared to the Net Operating Revenue in 2023 of NT \$ 1,611,660 thousand. The Consolidated Net Revenues in 2024 was NT \$ 2,669,081 thousand, an increase of NT\$ 257,283 thousand, compared to the Consolidated Net Revenues in 2023 of NT\$ 2,411,798 thousand.
- b The Cost of Revenue in 2024 was NT\$1,237,062 thousand, which was 73.59% of the Net Operating Revenue. The Consolidated Cost of Revenue in 2024 was NT\$1,931,002 thousand, which was 72.35% of the Consolidated Net Operating Revenue.

- c The Operating Expenses in 2024 was NT\$371,776 thousand, which was 22.12% of the Net Operating Revenue. The Consolidated Operating Expenses in 2024 was NT\$593,444 thousand, which was 22.23% of the Consolidated Net Operating Revenue.

B. Net Profit

- a The Net Income in 2024 was NT\$137,751 thousand. The Earnings Per Share (EPS) was NT\$1.13.
- b The Consolidated Net income in 2024 was NT\$137,751 thousand. The Earnings Per Share (EPS) was NT\$1.13.

(2). Report on Budget Implementation

Not applicable, the company has not prepared a financial forecast for 2024.

(3). Analysis of Financial Balance and Profitability

Unit: NT\$; %

Item	Ratio
Return on Assets (ROA)	4.34
Return on Equity (ROE)	7.89
Profit Before Tax to Capital Stock	15.88
Net profit margin	5.16
Basic earnings per share	1.13

(4). Research and Development Status

The consolidated research and development expense in 2024 was NT\$71,708 thousand, which was 2.69% of the Consolidated Net Operating Revenue.

Textile Composites

A. In 2024, significant tangible benefits have been gradually realized in the development of Eco-Family initiatives. With materials products oriented towards the principles of Reduce, Replace, and Recycle, they have gained recognition from major brands and consumers, contributing to a revenue in 2024 has grown by more than 50% compared to 2023 and continues to rise. Particularly in the field of polymers, whether in sponge foaming or specialty film products, advancements in the substitution of bio-based

materials and the enhancement of substitution ratios to the application of recycled materials have steadily gained market certification and customer recognition. This positions them as products with significant potential for the future.

- B. To implement sustainable low-carbon development, we have developed environmentally friendly manufacturing solutions, including low-solvent processes, solvent-free processes, water-based eco-friendly processes, and waterless dyeing techniques using solution-dyed nylon fabrics. These innovations significantly reduce raw material consumption, VOC emissions, and water usage. In terms of bio-based material applications, we utilize bio-based TPU films, bio-based rubber sponges, bio-based thermoplastic sponges, green symbiotic resin pellets, and bio-based antimicrobial protective garments. These efforts align with brand sustainability requirements while enhancing the competitiveness of our products.
- C. In support of Global Recycled Standard (GRS) product promotion, our initiatives include in-house recycling and reuse technologies, eco-friendly recycled yarns, recyclable mono-materials, the use of recycled content, and PET coating technologies combined with polyester fabrics. These efforts are aligned with the Company's sustainability roadmap, continuously advancing carbon reduction, carbon footprint management, and carbon inventory projects, thereby laying a solid foundation for expansion into new niche markets.

Chemical Product

- A. Continuously increasing partnerships with advanced development suppliers enables the introduction of novel and unique products, aligning with current market trends centered around environmental protection, energy efficiency, sustainability, and natural materials. Emphasizing environmentally certified products ensures fulfillment of customer and market demands.
- B. To enhance the Company's reputation in various industries, we have proactively introduced antimicrobial plastic materials that cater to more customers and generate higher profits in non-textile business segments.

Electronic Product

In view of the Company's current operational status and cost-saving strategy, and under budgetary constraints, the high-cost energy storage power project has not yielded the expected benefits as scheduled. As a result, focus has shifted toward fulfilling the design and development demands of existing customers, including power solutions for electric tools, high-end displays, and sporting equipment. Additionally, part of the R&D workforce has been allocated to the development of niche plasma equipment, where the integration of patented circuitry research is expected to accelerate the commercialization of high-wattage digital products. This technology utilizes high-voltage ionization of air to achieve thorough surface cleaning and is primarily applied in production processes. Beyond its current applications in the food industry, automotive components, glass manufacturing, and electronics, in the second quarter of 2024, a client successfully extended its use to the textile industry, enhancing the bonding quality of heterogeneous materials. One notable case involves a German manufacturer adopting our partner's product as a direct replacement for a previously proposed Israeli solution. The Company continues to strengthen strategic partnerships to improve material management efficiency, shorten development cycles, and enhance overall service quality.

2. Business Plan for Production and Sales

(1). Operations Strategy

In the face of ongoing challenges in 2025, we aim to leverage the diverse applications of our products to unlock new market opportunities. Our company has always been a Taiwan-based enterprise with a global outlook. This year, we intend to harness Taiwan's energy to facilitate the development of our overseas subsidiaries, which are one of the driving forces of our future growth. Another key focus is the accelerated development of sustainable green products. Aligning with the increasing trend of ESG recognition among brands and consumers, we will strengthen the market promotion of our green products, expand market share, and establish our image as a partner in the green supply chain, thereby enhancing revenue and profitability. Thirdly, we will maximize the integration of technology, applying

it to product and production management for digitization and even intelligence, to create differentiated competitiveness and penetrate advanced segments of the supply chain market.

Textile Composites

A. Continuing Alignment with Sustainability Trends

Building upon the foundation established in 2024, the Company continues to advance its efforts in carbon footprint assessment for products and organizational greenhouse gas inventories. In accordance with ISO14064-1 Greenhouse Gases Specification With Guidance, the Company has completed the 2024 greenhouse gas inventory for its Headquarters, Main Plant, Niao Song Plant, and Ren Ai Plant. The Company is also actively implementing waste reduction initiatives, including waste sorting, recycling, and reuse. The development of Eco-Family products is not only driven by environmental considerations, but also by competitiveness in terms of market expansion and cost reduction. Furthermore, ongoing communication and engagement activities with key stakeholders continue to be a priority.

B. Actively expanding revenue scale

Focusing primarily on the safety protection market, as well as the outdoor and sports & leisure sectors, the Company continues to expand into diversified cross-industry and cross-domain markets. Internally, implementing in-house recycling and reuse technologies for material input, and identifying suppliers capable of providing recycled materials to meet procurement needs. The Company is actively investing in R&D and quality stabilization to support these efforts. We are actively investing in R&D and ensuring product quality stability, aiming to offer customers niche, eco-friendly, and carbon-reducing composite materials. These efforts are supported by comprehensive green R&D processes and certifications to meet the requirements of brand clients and further strengthen the Company's core competitiveness.

C. Strengthening Sustainable Operational Advantages

Combining Taiwan and overseas deployments, we employ a matrix-style management and support system to maximize the development benefits

of overseas subsidiaries. With the Taiwan headquarters as the core, the Company coordinates global marketing strategies while optimizing and adjusting approaches for the Mainland China market—particularly designating the East China region as a key area of operational focus. Introducing AI mechanisms enhances quality management and improves production efficiency, while reinforcing talent retention systems and cultivating local talent. This realizes the core competitiveness of continuous refinement of key advantages. Continuously promoting the PDCA improvement cycle by proactively addressing issues with corrective actions, standardizing successful practices, and reinforcing a culture of accountability within the organization, thereby demonstrating the Company's commitment to deep-rooted sustainability.

Chemical Product

- A. As clients gradually move their production bases overseas and increasingly prefer local delivery as an alternative, the domestic market is facing a declining demand. Therefore, the Company needs to strengthen its export capabilities and retain customers to meet market demand.
- B. Unfavorable factors affecting the development of Taiwan's textile industry such as rising cost, shrinking production scale and declining customer base have had a great impact on the Company's financial performance. One alternative to dealing with the challenges is to develop new opportunities in non-textile industries. For example, enabling additives of chemicals in the plastics industry would be our business target, which has more advantages than the domestic textile industry.

Electronic Product

This year, the Company will leverage its newly restructured and organized team to pursue a steady and strategic path toward turning losses into profits. In addition to providing stable and safe power supplies and continuing the development of next-generation fanless PD 3.1 (Type-C interface) power products, we are expanding into AI-driven healthcare solutions. Efforts are also focused on the design and production of cost-efficient, customer-specification-based competitive power products to boost order volumes. Furthermore, the Company is committed to implementing a new high-

margin and stable-order business model-Power Solution-centered on technical service excellence. By integrating the team's accumulated industry experience with cross-departmental expertise in design engineering, compliance engineering, regulatory affairs, and effective project management, we aim to develop differentiated, market-driven products and forge a unique path forward.

(2). Estimated Number of Items Sold

Items	Estimated Number of Items Sold
Textile Composites (Note 1)	173,775,000
Chemical Product (Note 2)	516,000
Electronic Product (Note 3)	1,224,000

Note 1: The product units are PCS, BAG, M and YDS.

Note 2: The product unit is KG.

Note 3: The product unit is PCS.

(3). Key Sales and Marketing Policies

A. Continuing Alignment with Sustainability Trends

Following the international sustainability indicators SASB-Apparel, Accessories, and Footwear for the textile, apparel, and footwear industries, we manage key indicators and continuously develop green materials research and explore green supply chains.

B. Actively expanding revenue scale

Continuously optimizing the promotion tools for green marketing, integrating planning with international green certifications, and combining the value chains upstream and downstream to provide customers with comprehensive solutions for developing trend demands.

C. Strengthening Sustainable Operational Advantages

Through digitized management, we leverage the complementary operational benefits between Taiwan and overseas bases, refine quality management, enhance production efficiency, strengthen the sustainable inheritance of talents and achieving core competitiveness through the enhancement of key advantages.

3. Company Development Strategies

(1). Enhancing innovative research and development to boost core competitiveness continuously

Continuously focusing on the development of high-value composite materials, the Company has established 3 primary principles governing product innovations: Lightweight, High performance and/or with intelligence, and Sustainability, on the manufacturing side, the Company is advancing in the direction of eco-friendly processes, focusing on water-based, solvent-free, low-waste methods, alongside smart, energy-efficient, and carbon-reducing technologies.

(2). Upgrade digital technology to provide real-time and precise management

In order to achieve real-time global management and precise decision-making, we are undergoing comprehensive digital technology upgrades. This includes the continuous enhancement of real-time information in the war room, multidimensional data for analysis, integrating production scheduling, simplifying processes, and includes precise marketing strategy management and the ongoing full implementation of electronic document workflows to enhance management efficiency and effectiveness. By applying information technology across various domains, the Company ensures it maintains a competitive edge in the digital era. Additionally, the company will continue to strengthen information security risk management and maintain information security through the ISO 27001 system framework.

(3). Implement sustainable management with talent sustainability planning

Establishing a skill management system and consistently investing in diversified education and training serve as initiatives to enhance employee capabilities. Simultaneously, initiating a talent sustainability succession plan ensures the company maintains an ample talent pool. This not only contributes to sustainable development but also addresses future changes in market demands and technological trends.

(4). Proactively manage risks and build a strong control mechanism

In accordance with the TCFD framework for climate-related financial disclosures, we aim to understand both the actual and potential climate risks and opportunities, identify and assess their materiality and significance, and formulate various risk prevention, mitigation, and adaptation strategies. This is to enhance our risk management mechanisms, ensuring swift and effective responses to various challenges as they arise.

4. Impacts on Competitive, Legal and General Environment

(1). In response to the issue of climate change and actively invest in green and renewable materials research

2024 is the warmest year on record since 1897, but severe weather continues to affect the world. Due to the influence of the United Nations Framework Convention on Climate Change (UNFCCC), Naliang International is committed to actively phasing out fossil fuels, aligning with key discussion topics at COP 28. Since 2020, the company has successfully replaced heavy oil steam boilers with natural gas steam boilers, thereby reducing carbon emissions. Simultaneously, it continues research and development on green and recycled materials under the Eco-Family initiative, reducing reliance on petroleum and actively engaging in the recycling and reuse of waste, not only contributing to environmental protection but also keeping pace with trends in the international business environment, enhancing the company's sustainability competitiveness.

(2). Diversifying markets and spreading risks through shipments to three locations amidst geopolitical uncertainties and United States– China trade war

In response to the anticipated slowdown in the geopolitical uncertainties and United States-China trade war, the company has adopted a proactive approach by diversifying its markets and spreading risks through shipments to three different locations, currently, the company has multiple distributors/agents and sales operations in over 76 countries. It focuses on various sectors such as the safety and protection market, outdoor leisure and sports market, medical and care market, industrial market, home textile

market, automotive materials market, and bedding market, among others. By maintaining competitive advantages in different markets, the company aims to enhance its resilience and flexibility to cope with uncertain environmental changes, ensuring stable revenue performance.

We are grateful for the continued support and encouragement from each shareholder. We look forward to further growing the business with you.

2025 Annual Shareholders' Meeting

Warm regards,

Chairman:
Shao, Ten-Po

General Manager:
Wang, Kelly
(Wang, Ling-Shuang)

Accounting Manager:
Su, Meng-Hsu

NAM LIONG GLOBAL CORPORATION

Audit Committee's Review Report

The 2024 business report, parent company only financial statements and consolidated financial statements of the Company were prepared by its Board of Directors and certified by Chang, Cheng-Hsiu and Huang, Hsiu-Chun of Deloitte & Touche. The aforementioned reports, business report, parent company only financial statements and consolidated financial statements as well as earnings distribution proposal were reviewed by the Committee and are certified true and correct. The Committee hereby submits the aforementioned reports and proposal for approval in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act.

To: 2025 Annual Shareholders' Meeting

NAM LIONG GLOBAL CORPORATION

Convener of Audit Committee

Huang, Chung-Hui

March 12, 2025

Declaration of Consolidated Financial Statements of Affiliated Enterprises

For the year ended December 31, 2024, the entities that are required to be included in the consolidated financial statements of NAM LIONG GLOBAL CORPORATION, in accordance with the Criteria Governing the Preparation of Affiliation Reports, Consolidated Business Reports and Consolidated Financial Statements of Affiliated Enterprises are the same as those included in the consolidated financial statements prepared under the International Financial Reporting Standard 10, "Consolidated Financial Statements". In addition, the information required to be disclosed in the consolidated financial statements of Affiliates has all been included in the consolidated financial statements of parent and subsidiary companies. Consequently, NAM LIONG GLOBAL CORPORATION and Subsidiaries do not prepare a separate set of consolidated financial statements.

Hereby declare,

NAM LIONG GLOBAL CORPORATION

By

Shao, Ten-Po
Chairman

March 12, 2025

INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Shareholders
NAM LIONG GLOBAL CORPORATION

Opinion

We have audited the consolidated financial statements of NAM LIONG GLOBAL CORPORATION and its subsidiaries (the "Group"), which comprise the consolidated balance sheets as of December 31, 2024 and 2023, 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 consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as of December 31, 2024 and 2023, 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) that came into effect as endorsed 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 and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditor's 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 Accountants 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, 2024. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, 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, 2024 are stated as follows:

Sales to Specific Customers

The Group's sales of specific customers was different from the overall sales trend the amount was substantial in 2024. Therefore, authenticity of revenue for the sales to specific customers is identified as one of the key audit matters for the year ended December 31, 2024.

In connection with the above key audit matter, the following audit procedures were performed:

1. We understood, and evaluated relevant operating procedures and internal controls for sales transactions. Also, we tested the design on of the internal controls and the effectiveness of the implementation.
2. We obtained details of sales to breakdown from specific customers, and reviewed relevant documents of revenue recognition, including the original orders, delivery notes, and actual amount received to verify the authenticity of revenue recognition.
3. We obtained details of subsequent sales returns from specific customers, and verified the reasonableness of the returns.

Other Matter

We have audited and issued an unmodified opinion with an explanatory paragraph on the parent company only financial statements of NAM LIONG GLOBAL CORPORATION as of and for the years ended December 31, 2024 and 2023.

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.

ent, 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 members of the Audit Committee) are responsible for overseeing the Group'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 to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Standards on Auditing of 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 Standards on Auditing of 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 auditors' 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 the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and 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.

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, 2024 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audits resulting in this independent auditors' report are Chang, Cheng-Hsiu and Huang, Hsiu-Chun.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 12, 2025

Notice to Readers

The consolidated financial statements are intended only to present the consolidated financial position, financial performance and cash flows in accordance with accounting principles 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 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 independent auditors' report and consolidated financial statements shall prevail.

NAM LIONG GLOBAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars)

Code	ASSETS	December 31, 2024		December 31, 2023	
		Amount	%	Amount	%
	CURRENT ASSETS				
1100	Cash and cash equivalents (Notes 4 and 6)	\$ 801,397	23	\$ 781,609	23
1136	Financial assets at amortized cost – current (Notes 4, 9 and 27)	59,534	2	78,624	2
1150	Notes receivable – non-related parties (Notes 4 and 10)	77,909	2	74,253	2
1160	Notes receivable – related parties (Notes 4, 10 and 26)	14,597	-	7,758	-
1170	Accounts receivable – non-related parties (Notes 4 and 10)	382,363	11	306,841	9
1180	Accounts receivable – related parties (Notes 4, 10 and 26)	55,345	1	40,371	1
1220	Current tax assets (Notes 4 and 22)	12,407	-	2,081	-
130X	Inventories (Notes 4, 5 and 11)	341,093	10	335,043	10
1470	Other current assets (Note 26)	43,973	1	52,209	2
11XX	Total current assets	<u>1,788,618</u>	<u>50</u>	<u>1,678,789</u>	<u>49</u>
	NON-CURRENT ASSETS				
1517	Financial assets at fair value through other comprehensive income – non-current (Notes 4 and 8)	310,804	9	286,314	8
1535	Financial assets at amortized cost – non-current (Notes 4, 9 and 27)	104,730	3	110,000	3
1600	Property, plant and equipment (Notes 4, 13 and 27)	911,602	26	951,614	28
1755	Right-of-use assets (Notes 4, 14, 27 and 28)	222,096	6	186,603	5
1760	Investment properties (Notes 4, 15 and 27)	55,016	2	55,687	2
1805	Goodwill (Notes 4 and 16)	88,813	3	88,813	3
1821	Intangible assets (Note 4)	4,459	-	5,451	-
1840	Deferred tax assets (Notes 4 and 22)	39,417	1	52,343	2
1990	Other non-current assets	16,854	-	10,104	-
15XX	Total non-current assets	<u>1,753,791</u>	<u>50</u>	<u>1,746,929</u>	<u>51</u>
1XXX	TOTAL	<u>\$3,542,409</u>	<u>100</u>	<u>\$3,425,718</u>	<u>100</u>
	LIABILITIES AND EQUITY				
	CURRENT LIABILITIES				
2100	Short-term borrowings (Notes 17 and 27)	\$ 150,000	4	\$ 130,000	4
2120	Financial liabilities at fair value through profit or loss – current (Notes 4, 7 and 18)	1,050	-	2,150	-
2150	Notes payable – non-related parties	10,203	-	15,712	-
2160	Notes payable – related parties (Note 26)	548	-	534	-
2170	Accounts payable – non-related parties	238,424	7	194,440	6
2180	Accounts payable – related parties (Note 26)	15,949	1	9,037	-
2219	Other payables (Note 26)	157,174	4	138,350	4
2230	Current tax liabilities (Notes 4 and 22)	5,748	-	19,629	1
2280	Lease liabilities – current (Notes 4 and 14)	44,896	1	33,609	1
2320	Current portion of long-term borrowings (Notes 17, 27 and 28)	229,402	7	223,207	6
2399	Other current liabilities (Note 26)	14,016	-	11,152	-
21XX	Total current liabilities	<u>867,410</u>	<u>24</u>	<u>777,820</u>	<u>22</u>
	NON-CURRENT LIABILITIES				
2530	Bonds payable (Notes 4, 18, 25 and 27)	520,956	15	527,856	16
2540	Long-term borrowings (Notes 17, 27 and 28)	123,261	4	284,925	8
2570	Deferred tax liabilities (Notes 4 and 22)	51,857	1	42,434	1
2580	Lease liabilities – non-current (Notes 4 and 14)	154,187	4	127,903	4
2645	Guarantee deposits received	480	-	651	-
25XX	Total non-current liabilities	<u>850,741</u>	<u>24</u>	<u>983,769</u>	<u>29</u>
2XXX	Total liabilities	<u>1,718,151</u>	<u>48</u>	<u>1,761,589</u>	<u>51</u>
	EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY (Notes 4 and 20)				
3100	Share capital	1,224,032	35	1,223,923	36
3211	Capital surplus	100,784	3	100,683	3
	Retained earnings				
3310	Legal reserve	33,642	1	32,386	1
3350	Unappropriated earnings	256,949	7	151,052	4
3300	Total Retained earnings	<u>290,591</u>	<u>8</u>	<u>183,438</u>	<u>5</u>
3400	Other equity	<u>208,851</u>	<u>6</u>	<u>156,085</u>	<u>5</u>
3XXX	Total equity	<u>1,824,258</u>	<u>52</u>	<u>1,664,129</u>	<u>49</u>
	TOTAL	<u>\$3,542,409</u>	<u>100</u>	<u>\$3,425,718</u>	<u>100</u>

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

NAM LIONG GLOBAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

Code		2024		2023	
		Amount	%	Amount	%
4100	OPERATING REVENUE (Notes 4 and 26)	\$ 2,669,081	100	\$ 2,411,798	100
5110	OPERATING COSTS (Notes 4, 11, 21 and 26)	<u>1,931,002</u>	<u>73</u>	<u>1,806,711</u>	<u>75</u>
5900	GROSS PROFIT	<u>738,079</u>	<u>27</u>	<u>605,087</u>	<u>25</u>
	OPERATING EXPENSES (Notes 4, 10, 19, 21 and 26)				
6100	Selling and marketing expenses	158,358	6	153,380	6
6200	General and administrative expenses	368,332	14	355,267	15
6300	Research and development expenses	71,708	2	74,137	3
6450	Expected credit (gain) loss	(4,954)	-	3,339	-
6000	Total operating expenses	<u>593,444</u>	<u>22</u>	<u>586,123</u>	<u>24</u>
6900	PROFIT FROM OPERATIONS	<u>144,635</u>	<u>5</u>	<u>18,964</u>	<u>1</u>
	NON-OPERATING INCOME AND EXPENSES				
7020	Other gains and losses (Notes 4 and 18)	918	-	(2,720)	-
7050	Finance costs (Notes 4 and 21)	(24,646)	(1)	(27,439)	(1)
7100	Interest revenue	13,744	1	10,769	-
7190	Other income (Notes 4, 21 and 26)	48,381	2	41,570	2
7230	Foreign exchange gains (Notes 4 and 29)	33,659	1	871	-
7590	Miscellaneous disbursements (Note 21)	(22,299)	(1)	(1,848)	-
7000	Total non-operating income and expenses	<u>49,757</u>	<u>2</u>	<u>21,203</u>	<u>1</u>

(Continued)

Code		2024		2023	
		Amount	%	Amount	%
7900	PROFIT BEFORE INCOME TAX FROM CONTINUING OPERATIONS	\$ 194,392	7	\$ 40,167	2
7950	INCOME TAX EXPENSE (Notes 4 and 22)	(56,641)	(2)	(27,621)	(1)
8200	NET PROFIT FOR THE YEAR	<u>137,751</u>	<u>5</u>	<u>12,546</u>	<u>1</u>
	OTHER COMPREHENSIVE INCOME (LOSS) (Notes 4, 19, 22 and 25) Items that will not be reclassified subsequently to profit or loss				
8311	Remeasurement of defined benefit plans	-	-	461	-
8316	Unrealized gain (loss) on investments in equity instruments at fair value through other comprehensive income	24,490	1	62,787	3
8349	Income tax related to items that will not be reclassified subsequently	-	-	(442)	-
8310		<u>24,490</u>	<u>1</u>	<u>62,806</u>	<u>3</u>
	Items that may be reclassified subsequently to profit or loss				
8361	Exchange differences on translation of the financial statements of foreign operations	28,683	1	(14,037)	(1)
8399	Income tax related to items that may be reclassified subsequently to profit or loss	(407)	-	153	-
8360		<u>28,276</u>	<u>1</u>	<u>(13,884)</u>	<u>(1)</u>
8300	Other comprehensive income (loss), net of income tax	<u>52,766</u>	<u>2</u>	<u>48,922</u>	<u>2</u>
8500	TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 190,517</u>	<u>7</u>	<u>\$ 61,468</u>	<u>3</u>
	EARNINGS PER SHARE (Note 23)				
9710	Basic	<u>\$ 1.13</u>		<u>\$ 0.10</u>	
9810	Diluted	<u>\$ 0.86</u>		<u>\$ 0.07</u>	

(Concluded)

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

NAM LIONG GLOBAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars, Unless Specified Otherwise)

Code		Share capital (Notes 4, 18 and 20)		Capital surplus (Notes 4, 18 and 20)	Retained Earnings (Notes 4 and 20)		Other equity		Total Equity
		Shares (In Thousands)	Amount		Legal Reserve	Unappropriated Earnings	Exchange Differences on Translation of the Financial Statements of Foreign Operation (Notes 4 and 22)	Unrealized Valuation Gain/(Loss) on Financial Assets at Fair Value Through Other Comprehensive Income (Notes 4 and 8)	
A1	BALANCE AT JANUARY 1, 2023	122,392	\$ 1,223,923	\$ 57,621	\$ 14,597	\$ 235,831	(\$ 12,687)	\$ 119,869	\$ 1,639,154
B1	Appropriation of 2022 earnings:								
	Legal reserve	-	-	-	17,789	(17,789)	-	-	-
B5	Cash dividends to shareholders	-	-	-	-	(79,555)	-	-	(79,555)
		-	-	-	17,789	(97,344)	-	-	(79,555)
D1	Net profit for the year ended December 31, 2023	-	-	-	-	12,546	-	-	12,546
D3	Other comprehensive income (loss) in 2023, net of income tax	-	-	-	-	19	(13,884)	62,787	48,922
D5	Total comprehensive income (loss) in 2023	-	-	-	-	12,565	(13,884)	62,787	61,468
C5	Other changes in capital surplus: Equity component of convertible bonds issued by the Company	-	-	43,062	-	-	-	-	43,062
Z1	BALANCE AT DECEMBER 31, 2023	122,392	1,223,923	100,683	32,386	151,052	(26,571)	182,656	1,664,129
B1	Appropriation of 2023 earnings:								
	Legal reserve	-	-	-	1,256	(1,256)	-	-	-
B5	Cash dividends to shareholders	-	-	-	-	(30,598)	-	-	(30,598)
		-	-	-	1,256	(31,854)	-	-	(30,598)
D1	Net profit for the year ended December 31, 2024	-	-	-	-	137,751	-	-	137,751
D3	Other comprehensive income (loss) in 2024, net of income tax	-	-	-	-	-	28,276	24,490	52,766
D5	Total comprehensive income (loss) in 2024	-	-	-	-	137,751	28,276	24,490	190,517
I1	Convertible bonds conversion	11	109	101	-	-	-	-	210
Z1	BALANCE AT DECEMBER 31, 2024	122,403	\$ 1,224,032	\$ 100,784	\$ 33,642	\$ 256,949	\$ 1,705	\$ 207,146	\$ 1,824,258

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

NAM LIONG GLOBAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars)

Code		2024	2023
	CASH FLOWS FROM OPERATING ACTIVITIES		
A10000	Income before income tax	\$ 194,392	\$ 40,167
A20010	Adjustments for:		
A20100	Depreciation expense	125,052	119,565
A20200	Amortization expense	1,472	1,078
A20300	Expected credit (gain) loss	(4,954)	3,339
A20400	Net (gain) loss on financial liabilities at fair value through profit or loss	(1,100)	2,000
A20900	Finance costs	24,646	27,439
A21200	Interest revenue	(13,744)	(10,769)
A21300	Dividend income	(14,184)	(2,938)
A22500	Loss on disposal of property, plant and equipment	182	767
A22900	Gain on disposal of right-of-use assets	-	(47)
A23700	(Reversal of) write-down of inventories	(15,287)	35,486
A24100	Unrealized foreign currency exchange (gains) losses	(7,892)	3,086
A30000	Changes in operating assets and liabilities		
A31130	Notes receivable	(10,358)	(34,748)
A31150	Accounts receivable	(78,098)	28,175
A31200	Inventories	7,440	142,396
A31240	Other current assets	1,373	(1,152)
A32130	Notes payable	(5,495)	612
A32150	Accounts payable	50,802	(7,566)
A32180	Other payables	18,910	(36,023)
A32230	Other current liabilities	2,864	(48,920)
A32240	Net defined benefit liabilities	-	(8,604)
A33000	Cash generated from operations	276,021	253,343
A33100	Interest received	13,744	10,769
A33300	Interest paid	(19,166)	(22,651)
A33500	Income taxes paid	(59,077)	(23,379)
AAAA	Net cash generated from operating activities	<u>211,522</u>	<u>218,082</u>

(Continued)

Code		2024	2023
	CASH FLOWS FROM INVESTING ACTIVITIES		
B00010	Acquisitions of financial assets at fair value through other comprehensive income	\$ -	(\$ 18,254)
B00040	Acquisitions of financial assets at amortized cost	(50,611)	(173,398)
B00050	Proceeds from disposal of financial assets at amortized cost	76,119	31,637
B02700	Acquisitions of property, plant, and equipment	(32,111)	(38,192)
B02800	Proceeds from disposal of property, plant and equipment	284	7,067
B03700	(Increase) decrease in guarantee deposits paid	(1,870)	1,190
B04500	Acquisitions of intangible assets	(480)	(2,377)
B07100	(Increase) decrease in prepayments for equipment	(5,138)	4,135
B07600	Dividends received	14,184	2,938
BBBB	Net cash generated from (used in) investing activities	377	(185,254)
	CASH FLOWS FROM FINANCING ACTIVITIES		
C00100	Increase (decrease) in short-term borrowings	20,000	(232,143)
C00600	Decrease in short-term notes and bills payable	-	(29,871)
C01200	Proceeds from convertible bonds	-	581,142
C01600	Proceeds from long-term borrowings	73,000	73,000
C01700	Repayments of long-term borrowings	(228,469)	(241,713)
C03100	(Decrease) increase deposits received	(171)	480
C04020	Payments of lease liabilities	(45,667)	(38,517)
C04500	Cash dividends paid	(30,598)	(79,555)
C09900	Bonds issue cost paid	-	(5,000)
CCCC	Net cash (used in) generated from financing activities	(211,905)	27,823
DDDD	EFFECT OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH HELD IN FOREIGN CURRENCIES	19,794	(9,784)
EEEE	NET INCREASE IN CASH AND CASH EQUIVALENTS	19,788	50,867
E00100	CASH AND CASH EQUIVALENTS AT THE BEGINNING OF YEAR	781,609	730,742
E00200	CASH AND CASH EQUIVALENTS, END OF YEAR	<u>\$ 801,397</u>	<u>\$ 781,609</u>

(Concluded)

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

INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Shareholders
NAM LIONG GLOBAL CORPORATION

Opinion

We have audited the parent company only financial statements of NAM LIONG GLOBAL CORPORATION (the "Company"), which comprise the parent company only balance sheets as of December 31, 2024 and 2023, 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 parent company only financial statements present fairly, in all material respects, the parent company only financial position of the Company as of December 31, 2024 and 2023, 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 and relevant acts.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditor's 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 Accountants 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, 2024. 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, 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, 2024 are stated as follows:

Sales to Specific Customers

The Company's sales growth of specific customers was different from the overall sales trend and the amount was substantial in 2024. Therefore, authenticity of revenue for the sales to specific customers is identified as one of the key audit matters for the year ended December 31, 2024.

In connection with the above key audit matter, the following audit procedures were performed:

1. We understood, and evaluated relevant operating procedures and internal controls for sales transactions. Also, we tested the design on of the internal controls and the effectiveness of the implementation.
2. We obtained details of sales to breakdown from specific customers, and reviewed relevant documents of revenue recognition, including the original orders, delivery notes, and actual amount received to verify the authenticity of revenue recognition.
3. We obtained details of subsequent sales returns from specific customers, and verified the reasonableness of the returns.

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 relevant acts, 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 members of the 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 Standards on Auditing of 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 Standards on Auditing of 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 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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the 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 and 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 Company 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, 2024 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audits resulting in this independent auditors' report are Chang, Cheng-Hsiu and Huang, Hsiu-Chun.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 12, 2025

Notice to Readers

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

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

NAM LIONG GLOBAL CORPORATION
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars)

Code	ASSETS	December 31, 2024		December 31, 2023	
		Amount	%	Amount	%
	CURRENT ASSETS				
1100	Cash and cash equivalents (Notes 4 and 6)	\$ 242,707	8	\$ 332,657	11
1136	Financial assets at amortized cost – current (Notes 4, 9 and 27)	9,252	-	15,226	-
1150	Notes receivable, net – non-related parties (Notes 4 and 10)	29,678	1	33,039	1
1160	Notes receivable – related parties (Notes 4, 10 and 26)	14,584	-	7,736	-
1170	Accounts receivable, net – non-related parties (Notes 4 and 10)	226,238	7	195,953	6
1180	Accounts receivable – related parties (Notes 4, 10 and 26)	52,846	2	56,557	2
1200	Other receivables	2,116	-	1,974	-
1210	Other receivables – related parties (Note 26)	1,248	-	1,647	-
1220	Current tax assets (Notes 4 and 22)	11,610	-	-	-
130X	Inventories (Notes 4, 5 and 11)	209,827	6	206,322	7
1470	Other current assets	16,505	1	16,960	1
11XX	Total current assets	<u>816,611</u>	<u>25</u>	<u>868,071</u>	<u>28</u>
	NON-CURRENT ASSETS				
1517	Financial assets at fair value through other comprehensive income – non-current (Notes 4 and 8)	310,804	10	286,314	9
1535	Financial assets at amortized cost – non-current (Notes 4, 9 and 27)	104,730	3	110,000	4
1550	Investments accounted for using equity method (Note 4 and 12)	1,259,021	39	1,153,314	37
1600	Property, plant and equipment (Notes 4, 13 and 27)	543,615	17	563,338	18
1755	Right-of-use assets (Notes 4, 14, 27 and 28)	105,388	3	43,393	1
1760	Investment properties (Notes 4, 15 and 27)	55,016	2	55,687	2
1821	Intangible assets (Note 4)	3,864	-	4,802	-
1840	Deferred tax assets (Notes 4 and 22)	13,532	1	19,272	1
1900	Other non-current assets	11,699	-	5,242	-
15XX	Total non-current assets	<u>2,407,669</u>	<u>75</u>	<u>2,241,362</u>	<u>72</u>
1XXX	TOTAL	<u>\$3,224,280</u>	<u>100</u>	<u>\$3,109,433</u>	<u>100</u>
	LIABILITIES AND EQUITY				
	CURRENT LIABILITIES				
2100	Short-term borrowings (Notes 16 and 27)	\$ 150,000	5	\$ 130,000	4
2120	Financial liabilities at fair value through profit or loss – current (Notes 4, 7 and 17)	1,050	-	2,150	-
2150	Notes payable – non-related parties	10,026	-	6,651	-
2160	Notes payable – related parties (Note 26)	548	-	534	-
2170	Accounts payable – non-related parties	158,891	5	138,009	5
2180	Accounts payable – related parties (Note 26)	15,144	1	12,914	-
2219	Other payables (Note 18)	106,484	3	95,713	3
2220	Other payables – related parties (Note 26)	418	-	243	-
2230	Current tax liabilities (Notes 4 and 22)	-	-	16,147	1
2280	Lease liabilities – current (Notes 4 and 14)	15,418	1	2,043	-
2320	Current portion of long-term borrowings (Notes 16, 27 and 28)	205,710	6	199,515	6
2399	Other current liabilities	10,707	-	7,400	-
21XX	Total current liabilities	<u>674,396</u>	<u>21</u>	<u>611,319</u>	<u>19</u>
	NON-CURRENT LIABILITIES				
2530	Bonds payable (Notes 4, 17 and 27)	520,956	16	527,856	17
2540	Long-term borrowings (Notes 16, 27 and 28)	122,107	4	283,078	9
2570	Deferred tax liabilities (Notes 4 and 22)	9,056	-	-	-
2580	Lease liabilities – non-current (Notes 4 and 14)	73,027	2	22,571	1
2645	Guarantee deposits received	480	-	480	-
25XX	Total non-current liabilities	<u>725,626</u>	<u>22</u>	<u>833,985</u>	<u>27</u>
2XXX	Total liabilities	<u>1,400,022</u>	<u>43</u>	<u>1,445,304</u>	<u>46</u>
	EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY (Notes 4 and 20)				
3100	Share capital	1,224,032	38	1,223,923	40
3211	Capital surplus	100,784	3	100,683	3
	Retained earnings				
3310	Legal reserve	33,642	1	32,386	1
3350	Unappropriated earnings	256,949	8	151,052	5
3300	Total Retained earnings	<u>290,591</u>	<u>9</u>	<u>183,438</u>	<u>6</u>
3400	Other equity	208,851	7	156,085	5
3XXX	Total equity	<u>1,824,258</u>	<u>57</u>	<u>1,664,129</u>	<u>54</u>
	TOTAL	<u>\$3,224,280</u>	<u>100</u>	<u>\$3,109,433</u>	<u>100</u>

The accompanying notes are an integral part of the parent company only financial statements.

NAM LIONG GLOBAL CORPORATION
PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

Code		2024		2023	
		Amount	%	Amount	%
4110	OPERATING REVENUE (Notes 4 and 26)	\$ 1,681,009	100	\$ 1,611,660	100
5110	OPERATING COSTS (Notes 4, 11, 21, and 26)	(1,237,062)	(74)	(1,181,423)	(73)
5900	GROSS PROFIT	443,947	26	430,237	27
5910	UNREALIZED GAINS FROM SALES (Note 4)	(1,178)	-	(1,100)	-
5920	REALIZED GAINS FROM SALES (Note 4)	1,100	-	2,260	-
5950	REALIZED GROSS PROFIT	443,869	26	431,397	27
	OPERATING EXPENSES (Notes 4, 10, 21 and 26)				
6100	Selling and marketing expenses	96,549	6	101,037	6
6200	General and administrative expenses	240,159	14	225,830	14
6300	Research and development expenses	37,901	2	38,144	3
6450	Expected credit (gain) loss	(2,833)	-	3,697	-
6000	Total operating expenses	371,776	22	368,708	23
6900	PROFIT FROM OPERATIONS	72,093	4	62,689	4
	NON-OPERATING INCOME AND EXPENSES				
7020	Other gains and losses (Notes 4 and 17)	1,087	-	(2,763)	-
7050	Finance costs (Notes 4 and 21)	(20,735)	(1)	(22,467)	(1)

(Continued)

<u>Code</u>		<u>2024</u>		<u>2023</u>	
		<u>Amount</u>	<u>%</u>	<u>Amount</u>	<u>%</u>
7070	Share of profits of subsidiaries accounted for using equity method (Notes 4 and 12)	\$ 61,407	4	(\$ 41,410)	(3)
7100	Interest revenue	6,184	1	4,366	-
7190	Other income (Notes 4, 21 and 26)	38,246	2	26,791	2
7230	Foreign exchange gains (Notes 4 and 29)	22,650	1	575	-
7590	Miscellaneous disbursements (Note 21)	(17,393)	(1)	(376)	-
7000	Total non-operating income and expenses	<u>91,446</u>	<u>6</u>	(35,284)	(2)
7900	PROFIT BEFORE INCOME TAX FROM CONTINUING OPERATIONS	163,539	10	27,405	2
7950	INCOME TAX EXPENSE (Notes 4 and 22)	(25,788)	(2)	(14,859)	(1)
8200	NET PROFIT FOR THE YEAR	<u>137,751</u>	<u>8</u>	<u>12,546</u>	<u>1</u>
	OTHER COMPREHENSIVE INCOME (LOSS) (Notes 4, 22 and 25)				
	Items that will not be reclassified subsequently to profit or loss:				
8316	Unrealized gain (loss) on investments in equity instruments at fair value through other comprehensive income	24,490	1	62,787	4
8388	Share of other comprehensive income of subsidiaries accounted for using the equity method-remeasurement of defined benefit plans	-	-	19	-
8310		<u>24,490</u>	<u>1</u>	<u>62,806</u>	<u>4</u>

(Continued)

Code		2024		2023	
		Amount	%	Amount	%
	Items that may be reclassified subsequently to profit or loss:				
8361	Exchange differences on translation of the financial statements of foreign operations	\$ 28,570	2	(\$ 13,345)	(1)
8381	Share of the other comprehensive gains (losses) of subsidiaries accounted for using the equity method - exchange differences on translation of the financial statements of foreign operations	91	-	(554)	-
8399	Income tax related to items that may be reclassified subsequently to profit or loss	(385)	-	15	-
8360		<u>28,276</u>	<u>2</u>	<u>(13,884)</u>	<u>(1)</u>
8300	Other comprehensive income (loss), net of income tax	<u>52,766</u>	<u>3</u>	<u>48,922</u>	<u>3</u>
8500	TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 190,517</u>	<u>11</u>	<u>\$ 61,468</u>	<u>4</u>
	EARNINGS PER SHARE (Note 23)				
9710	Basic	<u>\$ 1.13</u>		<u>\$ 0.10</u>	
9810	Diluted	<u>\$ 0.86</u>		<u>\$ 0.07</u>	

(Concluded)

The accompanying notes are an integral part of the parent company only financial statements.

NAM LIONG GLOBAL CORPORATION
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars, Unless Specified Otherwise)

Code		Share capital (Notes 4, 17 and 20)		Capital surplus (Notes 4, 17 and 20)	Retained Earnings (Notes 4 and 20)		Other equity		Total Equity
		Shares (In Thousands)	Amount		Legal Reserve	Unappropriated Earnings	Exchange Differences on Translation of the Financial Statements of Foreign Operation (Notes 4 and 22)	Unrealized Valuation Gain/(Loss) on Financial Assets at Fair Value Through Other Comprehensive Income (Notes 4 and 8)	
A1	BALANCE AT JANUARY 1, 2023	122,392	\$ 1,223,923	\$ 57,621	\$ 14,597	\$ 235,831	(\$ 12,687)	\$ 119,869	\$ 1,639,154
	Appropriation of 2022 earnings:								
B1	Legal reserve	-	-	-	17,789	(17,789)	-	-	-
B5	Cash dividends to shareholders	-	-	-	-	(79,555)	-	-	(79,555)
		-	-	-	17,789	(97,344)	-	-	(79,555)
D1	Net profit for the year ended December 31, 2023	-	-	-	-	12,546	-	-	12,546
D3	Other comprehensive income (loss) in 2023, net of income tax	-	-	-	-	19	(13,884)	62,787	48,922
D5	Total comprehensive income (loss) in 2023	-	-	-	-	12,565	(13,884)	62,787	61,468
C5	Other changes in capital surplus: Equity component of convertible bonds issued by the Company	-	-	43,062	-	-	-	-	43,062
Z1	BALANCE AT DECEMBER 31, 2023	122,392	1,223,923	100,683	32,386	151,052	(26,571)	182,656	1,664,129
	Appropriation of 2023 earnings:								
B1	Legal reserve	-	-	-	1,256	(1,256)	-	-	-
B5	Cash dividends to shareholders	-	-	-	-	(30,598)	-	-	(30,598)
		-	-	-	1,256	(31,854)	-	-	(30,598)
D1	Net profit for the year ended December 31, 2024	-	-	-	-	137,751	-	-	137,751
D3	Other comprehensive income (loss) in 2024, net of income tax	-	-	-	-	-	28,276	24,490	52,766
D5	Total comprehensive income (loss) in 2024	-	-	-	-	137,751	28,276	24,490	190,517
I1	Convertible bonds conversion	11	109	101	-	-	-	-	210
Z1	BALANCE AT DECEMBER 31, 2024	122,403	\$ 1,224,032	\$ 100,784	\$ 33,642	\$ 256,949	\$ 1,705	\$ 207,146	\$ 1,824,258

The accompanying notes are an integral part of the parent company only financial statements.

NAM LIONG GLOBAL CORPORATION
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars)

Code		2024	2023
	CASH FLOWS FROM OPERATING ACTIVITIES		
A10000	Income before income tax	\$ 163,539	\$ 27,405
A20010	Incomes and expenses not affecting cash flow		
A20100	Depreciation expense	55,456	49,296
A20200	Amortization expense	1,418	1,016
A20300	Expected credit (gain) loss	(2,833)	3,697
A20400	Net (gain) loss on financial liabilities at fair value through profit or loss	(1,100)	2,000
A20900	Finance costs	20,735	22,467
A21200	Interest revenue	(6,184)	(4,366)
A21300	Dividend income	(14,184)	(2,938)
A22400	Share of profits of subsidiaries accounted for using the equity method	(61,407)	41,410
A22500	Loss on disposal of property, plant and equipment	13	763
A23700	(Reversal of) write-down of inventories	(539)	4,164
A23900	Unrealized gains from sales with subsidiary	1,178	1,100
A24000	Realized gains from sales with subsidiary	(1,100)	(2,260)
A24100	Unrealized foreign currency exchange (gains) losses	(6,832)	3,355
A30000	Changes in operating assets and liabilities		
A31130	Notes receivable	(3,487)	5,218
A31150	Accounts receivable	(16,398)	19,619
A31180	Other receivables	257	183
A31200	Inventories	(2,966)	75,909
A31240	Other current assets	(6,751)	(4,200)
A32130	Notes payable	3,389	(8,281)
A32150	Accounts payable	22,601	(5,711)
A32180	Other payables	11,031	(31,006)
A32230	Other current liabilities	3,307	(36,122)
A33000	Cash generated from operations	159,143	162,718
A33100	Interest received	6,184	4,366
A33300	Interest paid	(18,958)	(22,110)

(Continued)

Code		2024	2023
AC0500	Income taxes paid	(\$ 39,133)	(\$ 6,807)
AAAA	Net cash generated from operating activities	<u>107,236</u>	<u>138,167</u>
	CASH FLOWS FROM INVESTING ACTIVITIES		
B00010	Acquisitions of financial assets at fair value through other comprehensive income	-	(18,254)
B00040	Acquisitions of financial assets at amortized cost	(26)	(112,000)
B00050	Proceeds from disposal of financial assets at amortized cost	11,270	30,637
B01800	Acquisitions of long-term equity investments accounted for using the equity method	(80,718)	(70,000)
B02400	Return of equity proceeds from capital reduction of investee companies using the equity method	50,000	-
B02700	Acquisitions of property, plant, and equipment	(24,735)	(29,621)
B02800	Proceeds from disposal of property, plant and equipment	30	7,067
B03800	(Increase) decrease in refundable deposits	(1,885)	1,303
B04500	Acquisitions of intangible assets	(480)	(2,377)
B07200	(Increase) decrease in prepayments for equipment	(5,038)	1,677
B07600	Dividends received	<u>29,184</u>	<u>17,938</u>
BBBB	Net cash used in investing activities	(<u>22,398</u>)	(<u>173,630</u>)
	CASH FLOWS FROM FINANCING ACTIVITIES		
C00200	Increase (decrease) in short-term loans	20,000	(232,143)
C00600	Decrease in short-term notes and bills payable	-	(29,871)
C01200	Proceeds from convertible bonds	-	581,142
C01600	Proceeds from long-term borrowings	50,000	50,000
C01700	Repayments of long-term borrowings	(204,776)	(218,022)
C03000	Deposits received	-	480
C04020	Payments of lease liabilities	(9,414)	(3,261)
C04500	Cash dividends paid	(30,598)	(79,555)
C09900	Bonds issue cost paid	-	(5,000)
CCCC	Net cash (used in) generated from financing activities	(<u>174,788</u>)	<u>63,770</u>
EEEE	NET INCREASE IN CASH AND CASH EQUIVALENTS	(89,950)	28,307
E00100	CASH AND CASH EQUIVALENTS AT THE BEGINNING OF YEAR	<u>332,657</u>	<u>304,350</u>
E00200	CASH AND CASH EQUIVALENTS AT THE END OF YEAR	<u>\$ 242,707</u>	<u>\$ 332,657</u>

(Concluded)

The accompanying notes are an integral part of the parent company only financial statements.

Attachment 4

Unit: NT\$ thousand

Title	Name	Director remuneration								Amount and Ratio of Total A, B, C, and D to Net Income after Tax		Remuneration Received as Employee								Amount and Ratio of Total A, B, C, D, E, F and G to Net Income after Tax		Remunera- tion from a non-subsidiary investee company or parent company
		Remuneration (A)		Pension (B)		Director Remuneration (C)(Note)		Operation fee (D)				Salaries, bonus, and special allowance, etc. (E)		Pension (F)		Employee remuneration (G)(Note)						
		NL	All Consoli- dated Entities	NL	All Consoli- dated Entities	NL	All Consoli- dated Entities	NL	All Consoli- dated Entities	NL	All Consoli- dated Entities	NL	All Consoli- dated Entities	NL	All Consoli- dated Entities	NL		All Consolidated Entities		NL	All Consoli- dated Entities	
																Cash	Stock	Cash	Stock			
Chairman	ZI LIONG ENTERPRISE CO., LTD. Representative: Shao, Ten-Po	-	-	-	-	150	150	36	36	186 0.14%	186 0.14%	5,659	5,659	-	-	-	-	-	-	5,845 4.24%	5,845 4.24%	-
Director	ZI LIONG ENTERPRISE CO., LTD. Representative: Hsiao, Chung-Hu	-	600	-	-	150	730	24	722	174 0.13%	2,052 1.49%	-	-	-	-	-	-	-	-	174 0.13%	2,052 1.49%	-
Director	Chang, Shun-Ching	-	-	-	-	150	150	30	30	180 0.13%	180 0.13%	4,496	4,496	108	108	-	-	-	-	4,784 3.47%	4,784 3.47%	-
Director	Pai, Ching-Jen	-	-	-	-	150	343	36	120	186 0.14%	463 0.34%	1,980	1,980	84	84	21	-	21	-	2,271 1.65%	2,548 1.85%	-
Director	Hsiao, Yu-Chiao	-	-	-	-	150	150	36	60	186 0.14%	210 0.15%	1,400	1,400	82	82	-	-	-	-	1,668 1.21%	1,692 1.23%	-
Director	EVER DEVELOPMENT INVESTMENT CO., LTD. Representative: Wang, Shih-Ting	-	-	-	-	150	150	36	36	186 0.14%	186 0.14%	1,383	1,383	76	76	-	-	-	-	1,645 1.19%	1,645 1.19%	-
Independent Director	Huang, Chung-Hui	368	368	-	-	150	150	201	201	719 0.52%	719 0.52%	-	-	-	-	-	-	-	-	719 0.52%	719 0.52%	-
Independent Director	Huang, Wen-Ming	368	368	-	-	150	150	201	201	719 0.52%	719 0.52%	-	-	-	-	-	-	-	-	719 0.52%	719 0.52%	-
Independent Director	Tsao, Ching-Ming	368	368	-	-	150	150	201	201	719 0.52%	719 0.52%	-	-	-	-	-	-	-	-	719 0.52%	719 0.52%	-

1. Please specify remuneration policy, system, standard and structure for independent directors, and justify in terms of their scope, risk, work time and other associating factors with remuneration: Independent director remuneration depends on one's participation and contribution to company operation and is remunerated on a monthly basis and fixed amount. No floating bonus. Independent directors are obliged to supervise and contact the management of the company for company information regularly. The current annual remuneration is reasonable.

2. Besides aforesaid disclosure, please specify the remuneration from service at any company stated in the Business Report of Board of Directors (E.g. Parent company/any company from financial statement/Third-party investee other than employees' advisor, etc.): None.

Note: Director and supervisor remuneration and employee remuneration for 2024 have been adopted by Board of Directors votes.

NAM LIONG GLOBAL CORPORATION

The Comparison Table of Amended Articles of Incorporation

Article No.	Detail		Reason for Amendment
	Before revision	After revision	
Article 22	If the Company generates profit in a year, <u>no less than 1% and no more than 2% of the profit</u> shall be allocated for employee compensation. If the Company has accumulated losses, such losses shall be covered first. The compensation is distributed in the form of either stock or cash to qualified employees, as determined by a board resolution. No more than 2% of the profit shall be distributed to directors as compensation. The proposals for employee compensation and director compensation shall be submitted at the shareholders' meeting. If, however, the Company has accumulated losses, profit shall first be used to offset accumulated losses and then to set aside employees' and directors' remuneration according to the aforementioned percentages.	If the Company generates profit in a year, <u>no less than 3% of the profit (A minimum of 40% of the aforementioned employee compensation shall be allocated for the distribution of compensation to grassroots-level employees)</u> shall be allocated for employee compensation. If the Company has accumulated losses, such losses shall be covered first. The compensation is distributed in the form of either stock or cash to qualified employees, as determined by a board resolution. No more than 2% of the profit shall be distributed to directors as compensation. The proposals for employee compensation and director compensation shall be submitted at the shareholders' meeting. If, however, the Company has accumulated losses, profit shall first be used to offset accumulated losses and then to set aside employees' and directors' remuneration according to the aforementioned percentages.	Pursuant to Section 14, Paragraph 6 of the Securities Exchange Act (The company's articles of association should specify a certain percentage of annual profits to be allocated for adjusting salaries or distributing compensation to lower-level staff).
Article 26	(Omitted) The 31st amendment was made on June 25, 2024.	(Omitted) The 31st amendment was made on June 25, 2024. <u>The 32st amendment was made on June 26, 2025.</u>	The date of this amendment is added.

Attachment 6

NAM LIONG GLOBAL CORPORATION
List of Director (Including Independent Director) Candidates

Nominated Title	Shareholder Account No. / National ID No.	Name	Education Experience	Important Experience	Current Position	Number of shares held in the Company as of April 28, 2025
Director	32558	ZI LIONG ENTERPRISE CO., LTD. Representative: Shao, Ten-Po	<ul style="list-style-type: none"> Honorary doctorate of National Chiayi University Honorary doctorate of Chaoyang University of Technology 	<ul style="list-style-type: none"> Chairman, NAM LIONG GLOBAL CORPORATION Chairman, TIONG LIONG INDUSTRIAL CO., LTD. Chairman, U-LONG HIGH-TECH TEXTILE CO., LTD. Chairman, TIEN JIANG ENTERPRISE CO., LTD. 	<ul style="list-style-type: none"> Chairman, NAM LIONG GLOBAL CORPORATION Chairman, TIONG LIONG INDUSTRIAL CO., LTD. Chairman, U-LONG HIGH-TECH TEXTILE CO., LTD. Chairman, TIEN JIANG ENTERPRISE CO., LTD. 	88,221,501 shares
Director	32558	ZI LIONG ENTERPRISE CO., LTD. Representative: Hsiao, Chung-Hu	<ul style="list-style-type: none"> EMBA MA, Asia Management College 	<ul style="list-style-type: none"> Chairman, ELEMENTECH INTERNATIONAL CO., LTD. Chairman, GREENCHEM INTERNATIONAL CO., LTD. Chairman, DECORTEC CO., LTD. 	<ul style="list-style-type: none"> Chairman, ELEMENTECH INTERNATIONAL CO., LTD. Chairman, GREENCHEM INTERNATIONAL CO., LTD. Chairman, DECORTEC CO., LTD. 	88,221,501 shares
Director	24960	Pai, Ching-Jen	<ul style="list-style-type: none"> Graduate Institute of Finance MA, National Cheng Kung University 	<ul style="list-style-type: none"> Executive Senior Manager, NAM LIONG GLOBAL CORPORATION 	<ul style="list-style-type: none"> Vice General Manager of Finance & Chief Financial Officer, NAM LIONG GLOBAL CORPORATION 	0 shares
Director	27270	Hsiao, Yu-Chiao	<ul style="list-style-type: none"> Pacific Lutheran University General Business Administration 	<ul style="list-style-type: none"> Business Office Lead, DONGGUAN PROPRENE SPORTING GOODS CO.,LTD Operation Director, Xu Tai Sports Bag Co., Ltd. 	<ul style="list-style-type: none"> Senior Manager, NAM LIONG GLOBAL CORPORATION 	0 shares
Director	23764	EVER DEVELOPMENT INVESTMENT CO., LTD. Representative: Wang, Shih-Ting	<ul style="list-style-type: none"> Business Management MA, National Cheng Kung University 	<ul style="list-style-type: none"> Senior Manager, NAM LIONG GLOBAL CORPORATION 	<ul style="list-style-type: none"> Executive Senior Manager, NAM LIONG GLOBAL CORPORATION 	1,357,760 shares

Nominated Title	Shareholder Account No. / National ID No.	Name	Education Experience	Important Experience	Current Position	Number of shares held in the Company as of April 28, 2025
Independent Director	P1214*****	Huang, Chung-Hui	<ul style="list-style-type: none"> • EMBA, National Cheng Kung University 	<ul style="list-style-type: none"> • CPA, Ernst & Young Global Limited • Contractor specialist professor, Southern Taiwan University of Science and Technology • Contractor instructor, National Cheng Kung University 	<ul style="list-style-type: none"> • Independent Director, O-TA PRECISION INDUSTRY CO., LTD. • Independent Director, FU CHUN SHIN MACHINERY MANUFACTURE CO., LTD. 	0 shares
Independent Director	R1027*****	Huang, Wen-Ming	<ul style="list-style-type: none"> • EMBA, National Cheng Kung University 	<ul style="list-style-type: none"> • Manager, Taiwan Bank 	None	0 shares
Independent Director	S1220*****	Tsao, Ching-Ming	<ul style="list-style-type: none"> • EMBA, National Cheng Kung University 	<ul style="list-style-type: none"> • Financial Manager, FU CHUN SHIN MACHINERY MANUFACTURE CO., LTD. • Audit Lead, Ernst & Young Global Limited 	<ul style="list-style-type: none"> • Consultant, FU CHUN SHIN MACHINERY MANUFACTURE CO., LTD. • General Manager, JUNG SHEN TECHNOLOGY CO., LTD. 	0 shares
Independent Director	D2211*****	Chiu, Li-Yin	<ul style="list-style-type: none"> • Master of Science in Finance, College of Management, Ming Chuan University 	<ul style="list-style-type: none"> • Senior Manager, Fubon Securities Co., Ltd. • Senior Manager, Jih Sun Securities Co., Ltd. 	None	0 shares

Reasons for the nominee to serve as Independent Director for three consecutive terms: Huang, Chung-Hui of the Independent Director has extensive experience and expertise in the industry in which the Company operates. In addition to providing important suggestions for the Company's operations and management to improve operational efficiency, he can also provide professional accounting, auditing and corporate governance advice.

List of Directors Released from Non-Competition Restrictions

Title	Shareholder Account No. / National ID No.	Name	Concurrent Companies and Positions Held
Director	32558	ZI LIONG ENTERPRISE CO., LTD. Representative: Shao, Ten-Po	<ul style="list-style-type: none"> Chairman, U-LONG HIGH-TECH TEXTILE CO., LTD. Chairman, UNION LINE TEXTILE CO., LTD. Chairman, Skycosmos Sport and outdoor products Ltd. Chairman, TIONG LIONG INDUSTRIAL CO., LTD. Chairman, DECORTEC HOLDING CO., LTD. Chairman, TIEN JIANG ENTERPRISE CO., LTD. Chairman, HONG LIONG TEXTILE CO., LTD. Chairman, Bi Hai Entertainment Co., Ltd. Chairman, EVER THRIVING INTERNATIONAL INVESTMENT CO., LTD. Chairman, EVER DEVELOPMENT INVESTMENT CO., LTD. Chairman, JSM Agricultural Development Co., Ltd. Chairman, Gu Hong Investment CO., LTD. Chairman, ZI LIONG ENTERPRISE CO., LTD. Chairman, Gu Yi Investment CO., LTD. Chairman, Shi Jin Culture and Art Co., Ltd. Chairman, Jiafeng Maoliang Investment Co., Ltd. Chairman, Quanye Kangyang Development Co., Ltd. Chairman, Liongtex Innovation Enterprises Co., Ltd. Chairman, Qi Hong Investment CO., LTD. Chairman, HONG LI TEXTILE CO., LTD. Chairman(Corporate Representative), TrueLove Aquatic Solar Power Co., Ltd. Chairman(Corporate Representative), TrueLove Farm and Aquatic Solar Power Co., Ltd. Chairman(Corporate Representative), Tian Mao Investment Holding Co., Ltd. Chairman(Corporate Representative), GREENRAY BIOMEDICAL CO., LTD. Chairman(Corporate Representative), AGRO-GREEN INTERNATIONAL CO., LTD. Chairman(Corporate Representative), TrueLove Solar Power Co., Ltd. Chairman(Corporate Representative), SICOM ENTERPRISE CO., LTD. Legal representative, Winning Industrial Co.,Ltd. Director, GREAT & MAGNIFICENT CO., LTD. Director, Universal Mean Great Health Technology Co., Ltd. Director, E-LIONG GREEN ENGINEERING TECHNOLOGY CO., LTD. Director(Corporate Representative), DECORTEC CO., LTD. Director(Corporate Representative), Heng Ding Biotechnology Co., Ltd. Director(Corporate Representative), Yuan Yun Food Co., Ltd. Director(Corporate Representative), Chia Yuan BioTech Co., Ltd. Director(Corporate Representative), GREENRAYS INTERNATIONAL CO., LTD.

Title	Shareholder Account No. / National ID No.	Name	Concurrent Companies and Positions Held
Director	32558	ZI LIONG ENTERPRISE CO., LTD. Representative: Shao, Ten-Po	<ul style="list-style-type: none"> • Supervisor(Corporate Representative), Fuqing Hong Liong Textile Technology Co., Ltd. • Director, HONG LIONG TEXTILE CO., LTD. (Hong Kong) • Director, GREAT FORTUNE HOLDING Co., Ltd. • Director, Sino Max International Holding Co., Ltd. • Director, GreatHealth Industry Development Co., Ltd. • Director, Sino Max International (Cayman) Corporation • Director, Manulife International Holdings Limited (SAMOA)
Director	32558	ZI LIONG ENTERPRISE CO., LTD. Representative: Hsiao, Chung-Hu	<ul style="list-style-type: none"> • Chairman, Xin Yan Investment CO., LTD. • Chairman(Corporate Representative), DECORTEC CO., LTD. • Legal representative, Zhongshan Tiongliong Tech-textile Technology Co., Ltd. • Director, TIONG LIONG INDUSTRIAL CO., LTD. • Director, ZI LIONG ENTERPRISE CO., LTD. • Director, U-LONG HIGH-TECH TEXTILE CO., LTD. • Director, UNION LINE TEXTILE CO., LTD. • Director, Blue Coast Entertainment Co., Ltd. • Director(Corporate Representative), ETERNALCARE BUSINESS LTD. • Director(Corporate Representative), Jiafeng Maoliang Investment Co., Ltd. • Supervisor, TIEN JIANG ENTERPRISE CO., LTD. • Supervisor, DECORTEC HOLDING CO., LTD. • Supervisor, HONG LIONG TEXTILE CO., LTD. • Supervisor(Corporate Representative), AGRO-GREEN INTERNATIONAL CO., LTD. • Supervisor(Corporate Representative), Liongtex Innovation Enterprises Co., Ltd. • Director(Corporate Representative), Shanghai Huiliang Textile Accessories Co., Ltd. • Director(Corporate Representative), Vietnam Zhongju Industrial Co., Ltd. • Director(Corporate Representative), Vietnam Tronjen Industrial Co., Ltd. • Director, TA HSIN COMPANY LIMITED (Hong Kong) • Director, Tiong Liong Holdings (Hong Kong) Co., Ltd. • Director, Precise Asia Holdings Ltd. • Director, Realpro Holdings Ltd. • Director, First Win Group Ltd. • Director, Global Strategy Investment Limited • Director(Corporate Representative), TJONG CHUN INTERNATIONAL,PT
Director	24960	Pai, Ching-Jen	<ul style="list-style-type: none"> • Chairman, EARS MANAGEMENT & CONSULTANT COMPANY • Chairman(Corporate Representative), ETERNALCARE BIOTECH INC. • Director, EVER DEVELOPMENT INVESTMENT CO., LTD. • Director, E-LIONG GREEN ENGINEERING TECHNOLOGY CO., LTD. • Director, JSM Agricultural Development Co., Ltd. • Director, YOHO BEACH RESORT CO., LTD. • Director, TrueLove Energy Storage Tech, INC.

Title	Shareholder Account No. / National ID No.	Name	Concurrent Companies and Positions Held
Director	24960	Pai, Ching-Jen	<ul style="list-style-type: none"> • Director, Sheng Yang Fishery Co., Ltd. • Supervisor, Gu Hong Investment CO., LTD. • Supervisor, ETERNALCARE BUSINESS LTD. • Supervisor, Quanye Kangyang Development Co., Ltd. • Supervisor, Universal Mean Great Health Technology Co., Ltd. • Supervisor, CHENG LIANG INVESTMENT CO., LTD. • Supervisor, EVER THRIVING INTERNATIONAL INVESTMENT CO., LTD. • Supervisor(Corporate Representative), GREENRAY BIOMEDICAL CO., LTD. • Supervisor(Corporate Representative), Jiafeng Maoliang Investment Co., Ltd. • Supervisor(Corporate Representative), GREENRAYS INTERNATIONAL CO., LTD. • Director(Corporate Representative), DONG GUAN NAM GUANG RUBBER&PLASTIC MANUFACTURES CO., LTD • Director(Corporate Representative), DONG GUAN NAMDE RUBBER&PLASTIC MANUFACTURES CO., LTD • Director, SHAO EN ENERGY PTE. LTD. • Director, TA HSIN COMPANY LIMITED (Hong Kong) • Director, JIN LIAMY ENTERPRISE COMPANY LIMITED (Hong Kong) • Director, CROWN DREAM DEVELOPMENT LIMITED (Hong Kong) • Director, ELEMENTECH (HONG KONG) LIMITED • Director, NAM LIONG(H.K.) CO., LIMITED • Director, JSM Agricultural Development (Hong Kong) Co., Ltd. • Director, HONG LIONG TEXTILE CO., LTD. (Hong Kong) • Director, Gold Formosa Ltd.
Director	27270	Hsiao, Yu-Chiao	<ul style="list-style-type: none"> • Chairman, ETERNALCARE BUSINESS LTD. • Chairman, CHENG LIANG INVESTMENT CO., LTD. • Chairman(Corporate Representative), MINHE HEALTH CARE CO., LTD. • Chairman(Corporate Representative),HUI LIANG INDUSTRIAL CO., LTD. • Legal representative, DONGGUAN PROPENE SPORTING GOODS CO., LTD. • Director, CATHAY CONSOLIDATED INC. • Director, ORIENTAL GREEN ENERGY TECHNOLOGY INC. • Director, EARS MANAGEMENT & CONSULTANT COMPANY • Director, EVER DEVELOPMENT INVESTMENT CO., LTD. • Director(Corporate Representative), TAYUN PHOTONICS INC. • Director(Corporate Representative), JSM Green Field (Taiwan) CO., LTD. • Supervisor(Corporate Representative), JSM Agricultural Development Co., Ltd. • Supervisor(Corporate Representative), Skycosmos Sport and outdoor products Ltd.

Title	Shareholder Account No. / National ID No.	Name	Concurrent Companies and Positions Held
Director	27270	Hsiao, Yu-Chiao	<ul style="list-style-type: none"> • Director(Corporate Representative), DONG GUAN NAM GUANG RUBBER&PLASTIC MANUFACTURES CO., LTD • Director, JSM Agricultural Development (Hong Kong) Co., Ltd. • Director, TA HSIN COMPANY LIMITED (Hong Kong) • Director, Hui Liang (HK) Co.,Limited
Director	23764	EVER DEVELOPMENT INVESTMENT CO., LTD. Representative: Wang, Shih-Ting	<ul style="list-style-type: none"> • Chairman, Cheng Zhe Investment Co., Ltd. • Chairman(Corporate Representative), Longmen Seaview Resort Co., Ltd. • Director, ZI LIONG ENTERPRISE CO., LTD. • Director, Universal Mean Great Health Technology Co., Ltd. • Director(Corporate Representative), U-LONG HIGH-TECH TEXTILE CO., LTD. • Supervisor, TIONG LIONG INDUSTRIAL CO., LTD.
Independent Director	P1214*****	Huang, Chung-Hui	<ul style="list-style-type: none"> • Independent Director, O-TA PRECISION INDUSTRY CO., LTD. • Independent Director, FU CHUN SHIN MACHINERY MANUFACTURE CO., LTD.
Independent Director	S1220*****	Tsao, Ching-Ming	<ul style="list-style-type: none"> • Consultant, FU CHUN SHIN MACHINERY MANUFACTURE CO., LTD. • General Manager, JUNG SHEN TECHNOLOGY CO., LTD.

NAM LIONG GLOBAL CORPORATION

Articles of Incorporation

Chapter 1 General Provisions

Article 1: The Corporation shall be organized as a company limited by shares under the Company Act of the Republic of China, and its name shall be 南良國際股份有限公司 in Chinese and NAM LIONG GLOBAL CORPORATION in English.

Article 2: The scope of business of the Corporation:

1. C301010 Spinning of Yarn
2. C302010 Weaving of Textiles
3. C303010 Manufacture of Non-woven Fabric
4. C306010 Wearing Apparel
5. C399990 Other Textiles and Products Manufacturing
6. C402030 Manufacture of Leather, Fur and Related Products
7. C804020 Industrial Rubber Products Manufacturing
8. C804990 Other Rubber Products Manufacturing
9. C805020 Manufacture of Plastic Films and Bags
10. C805990 Other Plastic Products Manufacturing
11. C901060 Manufacture of Refractory Products
12. CF01011 Medical Devices Manufacturing
13. CI01020 Rug and Felt Manufacturing
14. CK01010 Footwear Manufacturing
15. CM01010 Case and Bag Manufacturing
16. CZ99990 Manufacture of Other Industrial Products Not Elsewhere
Classified
17. D101060 Self-Usage Power Generation Equipment Utilizing
Renewable Energy Industry
18. EZ05010 Instrument and Meter Installation Engineering
19. F104110 Wholesale of Cloths, Garments, Shoes, Hats, Umbrellas and
Clothing Accessories
20. F105050 Wholesale of Furniture, Beddings, Kitchen Utensils and

Fixtures

21. F106050 Wholesale of Ceramic and Glassware
22. F107170 Wholesale of Industrial Catalysts
23. F107990 Wholesale of Other Chemical Products
24. F108031 Wholesale of Medical Devices
25. F109070 Wholesale of Cultural, Education, Musical Instruments and Educational Entertainment Supplies
26. F120010 Wholesale of Refractory Materials
27. F199990 Other Wholesale Trade
28. F203010 Retail sale of Food, Grocery and Beverage
29. F204110 Retail Sale of Cloths, Garments, Shoes, Hats, Umbrellas and Clothing Accessories
30. F205040 Retail Sale of Furniture, Beddings Kitchen Utensils and Fixtures
31. F206020 Retail Sale of Daily Commodities
32. F207030 Retail Sale of Cleaning Supplies
33. F207990 Retail Sale of Other Chemical Products
34. F208031 Retail Sale of Medical Apparatus
35. F208040 Retail Sale of Cosmetics
36. F209060 Retail Sale of Culture, Education, Musical Instruments and Educational Entertainment Supplies
37. F220010 Retail Sale of Refractory Materials
38. F299990 Retail Sale of Other Products
39. F399040 Retail Sale No Storefront
40. F401010 International Trade
41. G799990 Other Transportation Support
42. H703100 Real Estate Leasing
43. I103060 Management Consulting
44. I301010 Information Software Services
45. IG03010 Energy Technical Services
46. JE01010 Rental and Leasing
47. JZ99990 Unclassified Other Services
48. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval

Article 3: The Corporations' headquarters is located in Taipei City and a local or overseas branch may be established upon approval of the Board of Directors through a resolution and permission from government authorities.

Article 4: The Corporation may provide external guarantees if needed for its business. The Board of Directors shall authorize the execution of the Company's endorsements and guarantees.

Article 5: The total investment amount of the Company is not limited under Article 13 of the Company Act. The Board of Directors shall authorize the execution of investment.

Chapter 2 Shares

Article 6: The total capital stock of the Corporation is NT\$ 2,000,000,000 divided into 200,000,000 ordinary shares at NT\$ 10 per share. The Board of Directors is authorized to issue these shares separately.

Article 7: The Corporation does not need to print share certificates but a centralized securities depository should be contacted for registering these shares.

Article 8: Share transfer registration should be suspended 60 days before a routine shareholders' meeting, 30 days before a special shareholders' meeting, or 5 days before the base day scheduled by the Corporation for distributing dividends, bonuses, or other benefits.

Article 9: The Corporation's stock is in accordance with the "Regulations Governing the Administration of Shareholder Services of Public Companies" of the Republic of China.

Chapter 3 Shareholders' Meeting

Article 10: There are two kinds of Shareholders' meetings:

1. Regular meeting of shareholders: shall be held at least once every year.
2. Special meeting of shareholders: may be held at any time.

The regular meeting of shareholders referred to in the preceding

Paragraph shall be convened within six months after the close of each fiscal year. A special shareholders' meeting shall be convened by the Board of Directors in accordance with relevant laws when necessary. The shareholders' meeting may be held by means of a visual communication network or other methods approved by the central competent authority. In case a shareholders' meeting is held via visual communication network, then the shareholders participating in such a meeting shall be deemed to have attended the meeting in person.

Article 11: Shareholders who are unable to attend a shareholders' meeting may provide the Corporation's power of attorney form to authorize a proxy to attend the meeting on their behalf.

Article 12: With every share of Company stock, shareholders are entitled to one vote, excluding those who have no voting rights as specified in Article 179 of the Company Act.

Article 13: Unless required by law or regulation, a shareholders' resolution shall be adopted if the meeting is attended by shareholders in person or by their proxy representing more than one half of the total issued and outstanding shares of the Corporation and more than one half of the shareholders present (or their proxies) voted in favor of the resolution.

Article 14: Shareholders' meetings shall be convened by the Board, and the Chairperson of the Board shall preside over these meetings. If the Chairperson of the Board is on leave or absent, he or she shall designate one Board Director to act on his/her behalf. For shareholders' meetings arranged by others with convening rights, the convener shall preside over the meeting. If there are more than two conveners, they should select one from among themselves to preside over the meeting.

Article 15: Resolutions at shareholders' meetings should be recorded in the meeting minutes, which should bear the signature or seal of the Chairperson of the meeting and sent to each shareholder within twenty (20) days following the meeting. Making and distribution of the aforementioned meeting

minutes may be done electronically.

Chapter 4 Directors and Audit Committee

Article 16: The Corporation shall have nine to eleven Directors, and the number of Independent Directors shall be no fewer than three. The election of independent directors in a public company is subject to the Company Act and Securities and Exchange Act in which a candidate nomination system shall be adopted. The Corporation complies with regulations stipulated by the competent authority for securities governing professional qualifications, shareholding, part-time restriction, nomination, election, and other guidelines for Independent Directors.

Article 17: The Company has set up an audit committee to replace the execution right of supervisors. The audit committee is composed entirely of independent directors and established to exercise power and authority specified in the Company Act, Securities and Exchange Act, and other relevant laws.

The set-up, duty and rules of procedure of the audit committee shall comply with regulations stipulated by the competent authority for securities.

Article 18: The Board of Directors shall be composed of Directors who will select from among themselves a Chairperson and Vice Chairperson, in which a majority vote in a meeting attended by over two-thirds of Directors is required. The Chairperson represents the Company.

Article 19: If the Chairperson of the Board is on leave or absent or unable to exercise his/her duty, a proxy should be designated according to Article 208 of the Company Act. In case a director appoints another director to attend a board meeting in his/her behalf, he/she shall issue a proxy statement containing the scope of authority with reference to subjects to be discussed at the meeting. A director may accept the appointment to act as proxy for one other director only.

Chapter 5 Managerial Officials

Article 20: A company may have one general manager or more managerial personnel whose appointment, discharge and remuneration shall be determined in accordance with Article 29 of the Company Act. The Company is allowed to appoint a chief executive officer, deputy chief executive officer, general managers of business groups, general managers of divisions, and consultants based on a board resolution.

Chapter 6 Accounting

Article 21: After the close of each fiscal year, the Board of Directors shall prepare the following documents and submit them during the regular meeting of shareholders for approval, unless not otherwise specified by the Securities and Exchange Act or other regulations:

1. Business report.
2. Financial statements.
3. Proposal for earnings distribution or covering losses.

Article 22: If the Company generates profit in a year, no less than 1% and no more than 2% of the profit shall be allocated for employee compensation. If the Company has accumulated losses, such losses shall be covered first. The compensation is distributed in the form of either stock or cash to qualified employees, as determined by a board resolution. No more than 2% of the profit shall be distributed to directors as compensation. The proposals for employee compensation and director compensation shall be submitted at the shareholders' meeting.

If, however, the Company has accumulated losses, profit shall first be used to offset accumulated losses and then to set aside employees' and directors' remuneration according to the aforementioned percentages.

Article 23: After paying all taxes and dues, the Company shall first cover accumulated losses and set aside 10% of its surplus earnings as legal reserve. In addition to the legal reserve, a company may, under operation need or stipulated by relevant regulations, appropriate or set aside special reserve, or the reserves can be reversed.

In addition to the aforementioned allocations, the Board of Directors may

also use the accumulated surplus from previous years for dividends and bonuses to be distributed to shareholders. The amount of distribution shall be proposed by the Board of Directors and submitted it at the shareholders' meeting for resolution.

When the Company has special surplus reserve in accordance with the law or regulation of the competent authority, the insufficient amount representing the "net increase in the fair value of investment property accumulated in the previous period" and the "net deduction of other accrued interest from the previous period" shall be set aside from previous undistributed surplus before distribution. If there is insufficient surplus, the amount shall be set aside representing undistributed surplus of the current period which includes net income after taxes plus other unspecified income.

The Company's dividend policy is determined by the ever-changing investment environment, the Company's funding needs, foreign and domestic business competition, expenditures, and long-term financial planning. The total amount of dividends paid is based on the annual "total distributable surplus" and the amount reserved is deducted depending on the operating conditions and shall be no less than 10%. Dividend payment shall be made primarily in cash and shall not be less than 10% of the total amount of dividends distributed. The rest shall be distributed in the form of stock dividends. Cash dividend less than NT\$0.1 per share shall not be distributed.

Chapter 7 Supplementary Provisions

Article 24: The Company shall purchase liability insurance for Directors and Managers. The Board of Directors is authorized to determine the insurance coverage and insurance amount.

All Directors shall receive a salary for performing their duties for the Company's business. The Board of Directors shall be authorized to determine the total amount of compensation for directors based on the level of involvement in the Corporation's operations, value of contribution, and industry average compensation for Directors.

Article 25: Matters not mentioned in this Chapter shall be handled in accordance

with the Company Act, laws and regulations.

Article 26: The Articles of Incorporation have been established and implemented since August 8, 1989.

The 1st amendment was made on October 2, 1990.

The 2nd amendment was made on November 2, 1990.

The 3rd amendment was made on July 2, 1995.

The 4th amendment was made on July 26, 1996.

The 5th amendment was made on August 15, 1997.

The 6th amendment was made on September 26, 1997.

The 7th amendment was made on April 3, 1998.

The 8th amendment was made on May 12, 1998.

The 9th amendment was made on April 15, 2000.

The 10th amendment was made on April 15, 2000.

The 11th amendment was made on May 23, 2001.

The 12th amendment was made on May 24, 2002.

The 13th amendment was made on May 15, 2003.

The 14th amendment was made on May 18, 2004.

The 15th amendment was made on May 18, 2005.

The 16th amendment was made on May 24, 2006.

The 17th amendment was made on May 22, 2007.

The 18th amendment was made on June 26, 2009.

The 19th amendment was made on June 29, 2010.

The 20th amendment was made on June 24, 2011.

The 21st amendment was made on June 5, 2012.

The 22nd amendment was made on June 24, 2013.

The 23rd amendment was made on June 23, 2014.

The 24th amendment was made on June 26, 2015.

The 25th amendment was made on June 20, 2016.

The 26th amendment was made on June 28, 2017.

The 27th amendment was made on June 26, 2018.

The 28th amendment was made on June 22, 2020.

The 29th amendment was made on August 6, 2021.

The 30th amendment was made on June 23, 2022.

The 31th amendment was made on June 25, 2024.

NAM LIONG GLOBAL CORPORATION

Rules of Procedure for Shareholders' Meeting

Article 1: To establish a strong governance system and sound supervisory capabilities for Company shareholders' meetings, and to strengthen management capabilities, these Rules are adopted in accordance with Article 5 of the Corporate Governance Best-Practice Principles for TWSE/GTSM-Listed Companies.

Article 2: The rules of procedure for the Corporation's shareholders' meetings shall be provided in these Rules, except as otherwise provided by law, regulation, or the Articles of Incorporation.

Article 3: Convening shareholders' meetings and shareholders' meeting notices
Unless otherwise provided by law or regulation, the Corporation's shareholders' meetings shall be convened by the Board of Directors.
Changes to procedures for convening the Corporation's shareholders' meetings shall be resolved by the Board of Directors and made no later than the mailing of shareholders' meeting notice.
The Corporation shall prepare electronic versions of the shareholders' meeting notice and proxy forms, as well as origins of and explanatory materials relevant to all proposals, including those for ratification, matters for deliberation, or election/dismissal of directors or supervisors, which should be uploaded to the Market Observation Post System (MOPS) 30 days before the date of regular shareholders' meeting or 15 days before the date of special shareholders' meeting. Electronic versions of the shareholders' meeting agenda and supplemental meeting materials shall be prepared and upload to the MOPS 21 days before the date of regular shareholders' meeting or 15 days before the date of special shareholders' meeting. If, however, the Corporation has a paid-in capital of NT\$10 billion or more as of the last day of the most current fiscal year, or the total ownership of foreign shareholders and PRC shareholders reaches 30% or more, as recorded in the register of shareholders during the shareholders' meeting held in the preceding year, transmission of related electronic files

shall be made 30 days before the regular shareholders' meeting. In addition, 15 days before the date of the shareholders' meeting, the Corporation shall prepare the shareholders' meeting agenda and supplemental meeting materials, making them available to shareholders at any time. The meeting agenda and supplemental materials shall also be provided by the Company and shareholder services agent.

The Company shall prepare the meeting agenda and supplemental meeting materials, making them available to shareholders for review in accordance with the shareholders' meeting procedures:

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

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

Election or dismissal of directors or supervisors, amendments to the Articles of Incorporation, reduction of capital, application for approval to cease to be a public corporation, approval of directors in competition with the Company, distribution of surplus earnings in the form of new shares, distribution of reserves in the form of new shares, the dissolution, merger, or de-merger of the corporation, or any matter under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities Exchange Act, Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Issuers shall be set out and the essential contents explained in the notice stating the reasons for convening the shareholders' meeting. None of the above matters may be raised in an extraordinary motion.

Where the re-election of all directors and supervisors as well as their inauguration date is stated in the notice of reasons for convening the shareholders' meeting, no extraordinary motion or otherwise may alter the said inauguration date in the same meeting after completion of re-election.

A shareholder with one percent or more of the total number of issued shares of the Company may submit a proposal for discussion at a regular shareholders' meeting. The number of proposed items is limited to one and no proposal containing more than one item would be included in the meeting agenda. If there is any condition under Article 172-1, paragraph 4 of the Company Act that applies to the proposal submitted by a shareholder, the Board of Directors may exclude it from the agenda. A shareholder may propose a recommendation urging the corporation to promote public interest or fulfill its social responsibilities, provided that the number of items proposed is limited to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item would be included in the meeting agenda.

Prior to the book closure date before convening a regular shareholders' meeting, the Corporation shall make a public announcement in writing or electronically regarding acceptance of shareholder proposals, including the location and submission period for shareholder proposals which shall not be less than 10 days. Shareholder-submitted proposals are limited to 300 words, and no proposal containing more than 300 words shall be included in the meeting agenda. The shareholder who makes the proposal shall be present in person or represented by a proxy at the regular shareholders' meeting and must participate in the discussion of the proposal.

Before a notice of shareholders' meeting is issued, the Corporation shall inform shareholders who submitted proposals of the results of the proposal screening process, and shall list in the meeting notice the proposals that comply with the provisions of this Article. At the shareholders' meeting, the Board of Directors shall explain the reasons for excluding any shareholder proposal from the agenda.

Article 4: For each shareholders' meeting, a shareholder may appoint a proxy to attend the meeting by submitting a proxy form issued by the Corporation and stating the proxy's scope of authority.

A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders' meeting, and shall submit the proxy form to the Corporation five days before the date of the shareholders' meeting. If

duplicate proxy forms are submitted, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.

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

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

Article 5: Principles determining the time and place of a shareholders' meeting

The shareholders' meeting shall be held on company premises or a place easily accessible to shareholders and suitable for a shareholders' meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m. Full consideration shall be given to the opinions of independent directors with respect to the place and time of the meeting.

Restrictions on the meeting venue shall not apply when the Corporation convenes a virtual-only shareholders' meeting.

Article 6: Preparation of documents such as attendance book

The Corporation shall specify in its notice of shareholders' meeting the time and place for accepting attendance registration of shareholders, solicitors and proxies (collectively referred to as "shareholders"), as well as other matters needing attention.

The time for accepting shareholder attendance registrations, as stated in the preceding paragraph, shall be at least 30 minutes prior to the start of the meeting. The place for accepting attendance registrations shall be clearly marked and manned by a sufficient number of personnel assigned to handle the registration. For virtual shareholders' meetings, shareholders may begin to register on the virtual meeting platform 30 minutes before the meeting starts. Shareholders who complete

registration shall be deemed to have attended the meeting in person.

Shareholders shall attend meetings using attendance cards, sign-in cards, or other certificates of attendance. The Corporation may not arbitrarily add other documentary requirements beyond those showing attendance eligibility presented by shareholders. Solicitors who request for proxy forms shall also bring identification documents for verification.

The Corporation shall furnish attending shareholders with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in.

The Corporation shall also furnish attending shareholders with the meeting agenda book, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors or supervisors, pre-printed ballots shall also be furnished.

When government or a juristic person is a shareholder, it may be represented by more than one person at a shareholders' meeting. When a juristic person is appointed to attend as proxy, it may designate only one person as representative at the meeting.

In the event of a virtual shareholders' meeting, shareholders who wish to attend the meeting online shall register with the Corporation two days before the meeting date.

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

Article 6-1: Convening virtual shareholders' meetings and particulars to be included in the shareholders' meeting notice

To convene a virtual shareholders' meeting, the Corporation shall include the following particulars in the shareholders' meeting notice:

1. How shareholders attend the virtual meeting and exercise their rights
2. Actions to be taken if there is obstruction to the virtual meeting platform or participation in the virtual meeting due to natural disasters, accidents or other force majeure events that cover at least any of the following:

- (1). Rescheduling or resumption of meeting time and date if the above obstruction continues and cannot be resolved
 - (2). Shareholders with no attendance registration in the affected virtual shareholders' meeting shall not attend the postponed or resumed session.
 - (3). In case of a hybrid shareholders' meeting, wherein the virtual meeting cannot continue, the shareholders' meeting may continue if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual meeting, meets the minimum legal requirement for a shareholders' meeting. The shares represented by shareholders attending the virtual meeting shall be counted towards the total number of shares represented by shareholders present at the actual meeting, and the shareholders attending the virtual meeting shall be deemed to have abstained from voting on all proposals stated on the meeting agenda of the said shareholders' meeting.
 - (4). Actions to be taken if the outcome of all proposals has been announced and an extraordinary motion has not been carried out.
3. To convene a virtual-only shareholders' meeting, appropriate alternative measures available to shareholders with difficulty in attending a virtual shareholders' meeting shall be specified.

Article 7: The chair and non-voting participants of a shareholders' meeting

If a shareholders' meeting is convened by the Board of Directors, the chairperson of the Board shall preside over the meeting. When the chairperson is on leave or for any reason unable to exercise his/her powers, the vice chairperson shall act in his/her place. If there is no vice chairperson or the vice chairperson is also on leave or for any reason unable to exercise his/her powers, the chairperson shall appoint one of the managing directors to act as chair, or, if there are no managing directors, one of the directors shall be appointed to act as chair. Where the chairperson does not make such a designation, the managing directors or directors shall select from among themselves one person to serve as chair. When a managing director or a director serves as chair, as referred to in the preceding paragraph, the managing director or director must have

held his/her position for six months or more and understands the financial and business conditions of the Company. The same condition shall apply to a representative of a juristic person-director who serves as chair.

It is advisable that the Board of Directors convenes the shareholders' meetings to be presided over in person by the chairperson of the board and attended by a majority of the directors, at least one supervisor in person, and at least one member of each functional committee. The attendance shall be recorded in the meeting minutes.

If a shareholders' meeting is convened by an entity with convening rights other than the Board of Directors, the convening party shall chair the meeting. If there are two or more such convening parties, they shall mutually select a chair from among themselves.

The Corporation may appoint its attorneys, certified public accountants, or related persons on retainer to attend a shareholders' meeting in a non-voting capacity.

Article 8: Audio or video documentation of a shareholders' meeting

The Corporation shall make an uninterrupted audio and video recording of the registration procedure, proceedings of the shareholders' meeting, as well as voting and vote counting procedures at the time it begins accepting shareholder attendance registrations.

The recorded materials specified in the preceding paragraph shall be retained for at least one year. If, however, a shareholder files a lawsuit under Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

For online shareholders' meetings, the Corporation shall keep records of shareholder registrations, sign-in, check-in, questions raised, votes cast and results of votes counted. It shall make an uninterrupted audio and video recording of the virtual meeting from beginning to end.

The information and audio and video recording specified in the preceding paragraph shall be properly kept by the Corporation for as long as it exists. The party appointed to handle the virtual meeting shall be provided with and shall store copies of the audio and video recording.

For virtual shareholders' meetings, it is recommended that the Corporation make an audio and video recording of the back-end

operation interface of the virtual meeting platform.

Article 9: Attendance at shareholders' meetings shall be calculated based on the number of shares. The number of shares in attendance shall be calculated according to the shares indicated in the attendance book and sign-in cards handed in, and shares checked in on the virtual meeting platform, plus the number of shares with voting rights exercised via correspondence or electronically.

The chair shall call the meeting to order at the appointed meeting time and disclose information regarding the number of non-voting shares and number of shares represented by shareholders attending the meeting.

However, when attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than one hour, may be made. If a quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned. In the event of a virtual shareholders' meeting, the Corporation shall also declare the meeting adjourned at the virtual meeting platform.

If a quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act. All shareholders shall be notified of the tentative resolution and another shareholders' meeting shall be convened within one month. In the event of a virtual shareholders' meeting, shareholders intending to attend the meeting online shall re-register with the Corporation in accordance with Article 6.

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

Article 10: Discussion of proposals

The Board of Directors shall set the agenda for any shareholders' meeting it convenes. Each proposal on the agenda shall be voted on separately (including extraordinary motions and amendments to original proposals specified in the agenda). The meeting shall follow the agenda, and the order of the agenda may not be changed without a shareholder resolution.

The provisions of the preceding paragraph apply *mutatis mutandis* to a shareholders' meeting convened by a party (with convening rights) other than the Board of Directors.

Unless there is a shareholder resolution, the chair may not declare the meeting adjourned until all items on the agenda specified in the preceding two paragraphs (including extraordinary motions) have been discussed. If the chair declares the meeting adjourned in violation of the rules of procedure, other members of the Board of Directors shall promptly assist attending shareholders in selecting a new chair in accordance with statutory procedures. The new chair must be approved by a majority of votes cast by all attending shareholders; after which, the meeting may continue.

During the meeting, the chair shall allow ample opportunity for explanation and discussion of proposals and amendments or extraordinary motions put forward by shareholders. When the chair believes that a proposal is ready to be voted on, he/she may declare the discussion closed, call for a vote, and schedule sufficient time for voting.

Article 11: Shareholder speech

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

A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.

Except with the consent of the chair, a shareholder may not speak more

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

When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation.

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

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

Shareholders attending a meeting online may submit written questions at the virtual meeting platform from the time the meeting is declared open by the chair until it ends. No more than two questions for the same proposal may be raised.

Each question shall contain no more than 200 words. The regulations specified in paragraphs 1 to 5 do not apply. It is advisable to raise questions publicly through the virtual meeting platform as long as these questions do not violate regulations or are beyond the scope of a proposal.

Article 12: Calculation of voting shares and recusal system

Voting at a shareholders' meeting shall be calculated based on the number of shares.

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

If a shareholder has a conflict of interest with an agenda item, that may be prejudicial to the interest of the Corporation, he/she may not vote on that item and may not exercise voting rights as proxy for any other shareholder.

The number of shares with no voting rights as specified in the preceding paragraph shall not be included when calculating the number of voting rights represented by attending shareholders.

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

Article 13: A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Article 179, paragraph 2 of the Company Act.

When holding a shareholders' meeting, the Corporation shall allow voting by electronic means or correspondence. The method of exercising voting rights by correspondence or electronic means shall be specified in the shareholders' meeting notice. A shareholder exercising voting rights by correspondence or electronic means shall be deemed to have attended the meeting in person, but have waived his/her rights with respect to extraordinary motions and amendments to original proposals at that meeting. Hence, it is advisable for the Corporation to discourage any submission of extraordinary motions and amendments to original proposals.

A shareholder intending to exercise voting rights by correspondence or electronic means as specified in the preceding paragraph shall submit a written declaration of intent to the Corporation two days before the date of the shareholders' meeting. When duplicate declarations of intent are submitted, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent.

If a shareholder has already voted by correspondence or electronic means and then decides to attend the shareholders' meeting in person or online, he/she must submit a written declaration of intent to the Corporation, retracting his/her vote in the same way it was cast, as specified in the preceding paragraph, at least two business days before the date of the shareholders' meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised his/her voting

rights by correspondence or electronic means or by appointing a proxy to attend a shareholders' meeting, the voting rights exercised by the proxy at the meeting shall prevail.

Except as otherwise provided in the Company Act and the Corporation's Articles of Incorporation, the passage of a proposal shall require an affirmative vote of a majority of attending shareholders with voting rights. Before a vote is taken on any proposal, the chair or another person designated by the chair shall first announce the total number of voting rights represented by attending shareholders. The results of each proposal, i.e., the number of votes in favor and against as well as abstentions shall be entered into the MOPS on the day of the meeting after it adjourns.

When there is an amendment or an alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and determine the order of the proposals to be voted on. If any of the proposals is passed, the others will be considered rejected, and no further voting will be required.

The chair shall appoint shareholders of the Corporation to monitor and count the votes on a proposal. Vote counting for shareholders' meeting proposals or elections shall be done publicly at the meeting venue.

As soon as vote counting is completed, the results of the voting, including statistical tallies of the number of votes, shall be announced on-site and recorded.

When the Corporation convenes a virtual shareholders' meeting, shareholders attending the meeting shall cast votes on proposals and elections on the virtual meeting platform from the time the meeting is declared open by the chair until the voting session ends; otherwise, they shall be deemed to have abstained from voting.

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

When the Corporation convenes a hybrid shareholders' meeting and shareholders who have registered to attend the meeting online in accordance with Article 6 decide to attend the physical shareholders' meeting in person, they must revoke their registration two days before the

shareholders' meeting in the same manner as they registered. If their registration is not revoked in time, they may only attend the shareholders' meeting online.

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

Article 14: Election of directors and supervisors

The election of directors or supervisors at a shareholders' meeting shall be held in accordance with applicable election and appointment rules adopted by the Corporation, and voting results shall be announced immediately on-site, including the names of those elected and not elected as directors and supervisors and the number of votes they received.

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

Article 15: Matters relating to shareholder resolutions shall be recorded in the meeting minutes. The chair shall affix his/her signature or seal on the meeting minutes and a copy shall be distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form.

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

The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of deliberations and voting results (including the number of voting rights). It shall also disclose the number of voting rights received by each candidate in the event of an

election of directors or supervisors. The minutes shall be retained for the entire duration of the Corporation's existence.

If a virtual shareholders' meeting is held, the meeting minutes shall include the following information in addition to the particulars described in the preceding paragraph: the start and end times of the shareholders' meeting, the procedures for convening the meeting, the name of the chair and secretary, and actions to be taken in the event of disruption to the virtual meeting platform or participation in the virtual meeting due to natural disasters, accidents or other force majeure events, as well as the methods of resolving issues.

When convening a virtual-only shareholders' meeting, other than compliance with requirements described in the preceding paragraph, the Corporation shall specify in the meeting minutes alternative measures available to shareholders who have difficulty in attending a virtual-only shareholders' meeting.

Article 16: Public disclosure

On the day of a shareholders' meeting, the Corporation shall prepare a statistical statement on the number of shares obtained by solicitors and represented by proxies as well as shareholders attending the meeting by correspondence or electronic means, in accordance with the prescribed format. It shall also make the same disclosure at the venue of the shareholders' meeting.

In the event a virtual shareholders' meeting, the Corporation shall upload the above meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting. When the said meeting is called to order, the total number of shares represented at the meeting shall be disclosed on the virtual meeting platform. The same shall apply whenever the total number of shares represented at the meeting as well as a new tally of votes is released during the meeting.

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

within the prescribed time period.

Article 17: Maintaining order at the meeting venue

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

The chair may direct proctors or security personnel to help maintain order at the meeting venue. When proctors or security personnel help maintain order, they shall wear an identification card or armband bearing the word "Proctor" .

If a shareholder attempts to speak through any device other than the public address equipment set up by the Corporation, the chair may prevent the shareholder from so doing.

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

Article 18: Recess and resumption of a shareholders' meeting

When a meeting is in progress, the chair may announce a break based on time considerations. If a force majeure event occurs, the chair may declare the meeting temporarily adjourned and announce when, in view of circumstances, it will be reconvened.

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

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

Article 19: Disclosure of information at virtual meetings

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

chair has announced the meeting adjourned.

Article 20: Location of the chair and secretary of the virtual-only shareholders' meeting

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

Article 21: Handling of disconnection

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

When declaring the meeting open, the chair shall also disclose that if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events before the meeting is adjourned, and the obstruction continues for more than 30 minutes, the meeting shall be postponed or reconvened on another date within five days unless otherwise stated under Article 44-20, paragraph 4 of the Regulations Governing the Administration of Shareholder Services of Public Companies, in which case Article 182 of the Company Act shall not apply.

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

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

During a postponed or resumed session of a shareholders' meeting specified in the second paragraph, no further discussion or resolution is required for proposals on which votes have been cast and counted, and results have been announced, or for list of elected directors and supervisors.

When the Corporation convenes a hybrid shareholders' meeting and the virtual meeting cannot continue as described in the second paragraph, the meeting may continue if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders' meeting, still meets the minimum legal requirement for a shareholders' meeting. In this case, the meeting shall not be postponed or reconvened as stated in the second paragraph.

If a meeting should continue as specified in the preceding paragraph, the shares represented by shareholders attending the virtual meeting shall be counted towards the total number of shares represented by shareholders present at the meeting. However, these shareholders shall be deemed to have abstained from voting on all proposals on the meeting agenda of that shareholders' meeting.

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

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

Article 22: Handling digital divide

When convening a virtual-only shareholders' meeting, the Corporation shall provide appropriate alternative measures available to shareholders

with difficulty in attending a virtual shareholders' meeting.

Article 23: These rules shall take effect after they have been submitted to and approved by the shareholders. Subsequent amendments to these rules shall be made in the same manner.

Article 24: The Rules of Procedure have been made and implemented since May 23, 2001.

The 1st amendment was made on May 24, 2002.

The 2nd amendment was made on May 18, 2005.

The 3rd amendment was made on May 24, 2006.

The 4th amendment was made on June 05, 2012.

The 5th amendment was made on June 25, 2019.

The 6th amendment was made on June 22, 2020.

The 7th amendment was made on August 06, 2021.

The 8th amendment was made on June 23, 2022.

NAM LIONG GLOBAL CORPORATION

Director Nomination Process

Article 1: The election of the Company's Directors shall be conducted in accordance with these procedures, unless otherwise stipulated by applicable laws or the Articles of Incorporation.

Article 2: The election of Directors shall take into consideration the overall composition of the Board. The composition of the Board shall embrace diversity, and the Company shall formulate an appropriate diversity policy based on its operational model, business type, and development needs. The diversity policy may include, but is not limited to, the following two aspects:

1. Basic qualifications and values:

Such as gender, age, nationality, and cultural background.

2. Professional knowledge and skills:

Such as professional background (e.g., law, accounting, industry expertise, finance, marketing, or technology), professional skills, and industry experience.

Board members shall collectively possess the knowledge, skills, and competencies necessary to perform their duties. The overall capabilities of the Board shall include:

1. Operation judgement
2. Accounting and financial analytic
3. Governance management
4. Crisis management
5. Industry knowledge
6. Mastering international market
7. Leadership
8. Decision-making

More than half of the Board seats shall not be held by persons who have a spousal relationship or a second-degree familial relationship with one another.

The composition of the Board shall be reviewed and adjusted based on the

results of performance evaluations.

Article 3: The qualifications of the Company's Independent Directors shall comply with Articles 2, 3 and 4 of the "Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies".

The appointment of the Company's Independent Director shall comply with Articles 5, 6, 7, 8 and 9 of the "Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies" and shall be handled in accordance with Article 24 of the "Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies".

Article 4: The election of Directors of the Company shall be conducted in accordance with the candidate nomination system as stipulated in Article 192-1 of the Company Act.

If a Director is dismissed for any reason resulting in the number of Directors falling below five, a by-election shall be held at the next Annual Shareholders' Meeting. However, if the number of vacancies reaches one-third of the number of Directors as specified in the Articles of Incorporation, the Company shall convene an extraordinary shareholders' meeting within sixty (60) days from the date the fact occurs to hold a by-election.

If the number of Independent Directors falls below the minimum required as prescribed in the proviso of Paragraph 1, Article 14-2 of the Securities and Exchange Act, a by-election shall be held at the next shareholders' meeting. If all Independent Directors are dismissed, the Company shall convene an extraordinary Annual Shareholders' Meeting within sixty (60) days from the date the fact occurs to hold a by-election.

Article 5: The election of directors shall adopt a cumulative voting system. Each share shall have a number of votes equal to the number of directors to be elected, which may be concentrated on a single candidate or distributed among multiple candidates.

Article 6: The Board of Directors shall prepare election ballots in the same number as the directors to be elected, and each ballot shall include the

corresponding voting weight. These ballots shall be distributed to shareholders present at the general meeting. Shareholders may use their attendance certificate number as a substitute for their name on the ballot.

Article 7: Directors shall be elected according to the quotas specified in the company's articles of association, separately for independent and non-independent directors. The candidates receiving the highest number of votes within each category will be elected in order. In the event of a tie with more than one candidate receiving the same number of votes exceeding the prescribed quota, a lottery will be held to determine the winner. For absent candidates, the Chairman will draw lots on their behalf.

Article 8: Before the election begins, the Chairman shall appoint shareholder representatives as inspectors and vote counters. The voting box shall be prepared by the Board of Directors and publicly inspected by the inspectors before voting starts.

Article 9: A ballot shall be considered invalid in any of the following circumstances:

1. The ballot is not prepared by the convening authority.
2. A blank ballot is cast into the voting box.
3. The handwriting is illegible or the ballot has been altered.
4. The name of the candidate on the ballot does not match the list of director nominees after verification.
5. Any additional text is written on the ballot, other than the allocation of voting rights.

Article 10: Upon completion of the voting, the ballots shall be counted immediately. The results, including the list of elected directors and their corresponding voting weights, shall be announced by the Chairman at the meeting. The election ballots shall be sealed and signed by the inspectors and securely stored. They must be kept for a minimum of one year. However, if a shareholder files a lawsuit in accordance with Article 189 of the Company Law, the ballots shall be retained until the litigation is concluded.

Article 11: The elected directors will be notified of their election by the company's Board of Directors through the issuance of an election notice.

Article 12: These rules shall take effect after they have been submitted to and approved by the shareholders. Subsequent amendments to these rules shall be made in the same manner.

Article 13: The Rules of Procedure have been made and implemented since May 23, 2001.

The 1st amendment was made on May 24, 2002.

The 2nd amendment was made on June 22, 2020.

The 3rd amendment was made on June 23, 2022.

NAM LIONG GLOBAL CORPORATION

Shareholdings of Director

1. The list of minimum number of directors' and supervisors' shareholdings is prescribed in accordance with Article 26 of the Securities and Exchange Act and Article 2 of the Rules and Review Procedures for Directors' and Supervisors' Share Ownership Ratios in Public Companies:

Title	Minimum Number of Shareholdings	Shareholdings Listed in Register of Members
Director	8,000,000	89,579,261

2. List of Directors' Shareholdings

Title	Name	Shareholdings Listed in Register of Members	Shareholder Equity Ratio
Chairman	ZI LIONG ENTERPRISE CO., LTD. Representative: Shao, Ten-Po	88,221,501	72.07%
Director	ZI LIONG ENTERPRISE CO., LTD. Representative: Hsiao, Chung-Hu		
Director	Chang, Shun-Ching	0	0%
Director	Pai, Ching-Jen	0	0%
Director	Hsiao, Yu-Chiao	0	0%
Director	EVER DEVELOPMENT INVESTMENT CO., LTD. Representative: Wang, Shih-Ting	1,357,760	1.11%
Independent Director	Huang, Chung-Hui	0	0%
Independent Director	Huang, Wen-Ming	0	0%
Independent Director	Tsao, Ching-Ming	0	0%
Total Shareholdings of All Directors		89,579,261	73.18%

Remarks:

- Book closure date: 2025/04/28.
- The listed Shareholder Equity Ratio is calculated based on the outstanding shares (122,403,239 shares) as of the book closure date of the Company's shareholders' meeting.

NAM LIONG GLOBAL CORPORATION

Other Matters

1. Below is an overview of the proposals submitted during the regular meeting of shareholders:
 - A. Shareholder(s) with one percent (1%) or more of the total number of a company's outstanding shares may submit a proposal for discussion at the regular shareholders' meeting, provided that only one matter may be included in each proposal. The number of words in a proposal submitted by a shareholder shall not exceed three hundred (300) words.
 - B. The Company began the application process for proposals submitted by shareholders from 2025/04/18 to 2025/04/28 and the announcement was made on the MOPS.
 - C. No-action requests on proposals were submitted for the regular meeting of shareholders from 2025/04/18 to 2025/04/28.
2. The impact of stock grants on Business Performance, EPS, and Shareholder Return Rate: Not applicable.

Note to Readers

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 version shall prevail.