



JINLI GROUP HOLDINGS LIMITED
2025 Annual Shareholders Meeting Minutes (Translation)

Time : 9:00 a.m., June 23, 2026

Place : GIS Taipei Tech Convention Center, Conference Room 203
(No.1, Sec. 3, Zhongxiao E. Rd., Da'an Dist., Taipei City, Taiwan)

Type of Meeting: Physical Meeting

Total outstanding shares : 185,747,151 shares

Total shares represented by shareholders present in person or by proxy : 120,089,255 shares

Percentage of shares held by shareholders present in person or by proxy : 64.65%

Director present : Yeh Ming

Chairman : Yeh Ming

Secretary : Chang Tze Fang

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

1. Chairman's Address (omitted)

2. Report Items

Item 1

Brief of case: 2025 Annual Business Report

Description: Please refer to Attachment 1.

Shareholders' statements and questions: None.

Item 2

Brief of case: Audit Committee's Audit Report of 2025 Financial Statements

Description: Please refer to Attachment 2.

Shareholders' statements and questions: None.

Item 3

Brief of case: To report 2025 Directors' remuneration

Description: Please refer to Attachment 3.

Shareholders' statements and questions: None.

Item 4

Brief of case: To report 2025 employees' remuneration distribution

Description:

- (A) In accordance with the Article 34.1 of the Articles of Association, where the Company has annual profits at the end of a financial year, upon the approval of a majority of the Directors present at a meeting attended by at least two-thirds or more of the total number of the Directors, the Company may distribute 1% or more of the profits for such year to the employees of the Company as the compensation in the form of shares and/or in cash, above and may distribute not more than 2% hereof to the Directors as the compensation.
- (B) There was no employees' remuneration and no difference between the amounts and those recognized in financial statements 2025.
- (C) It was approved by a resolution of the Board of Directors and reported to the shareholders in accordance with the law.

Shareholders' statements and questions: None.

3. Resolutions

Item 1

Proposed by the Board of Directors

Brief of case: 2025 Business Report and Consolidated Financial Statements

Description:

- (A) The Company's 2025 Financial Statements were audited by independent auditors, Zoe Chen and Alex C. Y. Kuo, of ShineWing Taiwan. The above financial statements, business report and deficit compensation statement have been sent to the Audit Committee for review and issuance of an audit report.
- (B) Please refer to Attachment 1 and Attachment 4.

Proceedings:

Shareholder No. 40554 requested an explanation regarding business expansion, operating revenue, and interest income.

The aforementioned inquiries and suggestions from the shareholder were addressed and explained by the Chairman, Chief Financial Officer (CFO), and Legal Counsel.

Voting Results : the total number of voting rights of shareholders present was 120,089,255, the number of votes in favor was 117,594,662 (including 18,687,675 electronic votes), accounting for 97.62% of

the total voting rights, the number of negative votes was 353,492 (including 353,492 electronic voting rights), accounting for 0.29% of the total voting rights, 0 invalid votes, 2,141,101 abstentions and unvoted rights (including 1,989,100 electronic votes), 1.78% of the total voting rights.

RESOLVED, that the above proposqal was hereby approved as proposed.

Item 2

Proposed by the Board of Directors

Brief of case: 2025 Deficit Compensation Proposal.

Description:

- (A) The Company's net income after tax for the year 2025 was NT\$21,598,375. Adding the beginning unappropriated earnings of NT\$2,846,064,842 and the reversal of special reserve of NT\$42,610,059, the unappropriated retained earnings at the end of the period available for distribution amounted to NT\$2,910,273,276.
- (B) The case has been reviewed and approved by the Audit Committee and approved by the Board of Directors.
- (C) It is proposed not to distribute cash dividends and stock dividends to shareholders. Please refer to Attachment 5.

Proceedings:

Shareholders No. 40554 suggested distributing dividends from retained earnings.

In response to the aforementioned inquiry and suggestion from the shareholder, an explanation was provided by the Chairman.

Voting Results : the total number of voting rights of shareholders present was 120,089,255, the number of votes in favor was 117,710,282 (including 18,803,295 electronic votes), accounting for 98.01% of the total voting rights, the number of negative votes was 369,761 (including 369,761 electronic voting rights), accounting for 0.30% of the total voting rights, 0 invalid votes, 2,009,212 abstentions and unvoted rights (including 1,857,211 electronic votes), 1.67% of the total voting rights.

RESOLVED, that the above proposqal was hereby approved as proposed.

In response to the inquiry from the Securities and Futures Investors Protection Center (SFIPC) dated June 10, 2026 (Ref. No. Zheng-Bao-Fa-Zi-1150002333), the Company hereby provides the following explanations:

1. The Company's 2025 earnings distribution plan was formulated in accordance with the Company's Articles of Incorporation and relevant laws and regulations. The Board of Directors carefully evaluated the overall financial condition, future operational development, and long-term shareholder interests before resolving to submit the plan to the Annual General Meeting (AGM) for ratification. The decision-making process fully complied with corporate governance standards.

2. As of the end of 2025, the Company's accumulated unappropriated retained earnings amounted to NT\$2,867,662 thousand. Although operations remained profitable in 2025, considering that the Company is currently in a phase of business transformation and growth, substantial working capital is required for future new product development, market expansion, live-stream e-commerce positioning, and strategic investments, in order to maintain competitive advantages and support development needs.

3. When evaluating dividend distributions, the Board of Directors fully considered cash flows, capital expenditures, future investment plans, and the overall business environment. Based on maintaining a sound financial structure and enhancing long-term corporate value, retaining earnings at this stage to support operational and investment needs is expected to be more effective in strengthening the Company's long-term profitability and increasing overall shareholder equity than immediate dividend payouts.

4. The Company understands shareholders' expectations regarding dividends. By comprehensively considering the policies outlined in the Articles of Incorporation, operational achievements, funding requirements, financial conditions, and the macroeconomic environment, the Company has carefully planned the earnings distribution and shareholder return proposal, aiming to maximize the interests of both the Company and its shareholders while balancing sustainable development and shareholder equity.

4. Discussion Items

Item 1

Proposed by the Board of Directors

Brief of case: Amendment to the Regulations Governing the Acquisition and Disposal of Assets

Description:

(A) To comply with legal amendments, the Company proposes to amend certain articles of the Regulations Governing the Acquisition and Disposal of Assets . The comparison table for the Regulations Governing the Acquisition and Disposal of Assets Before and After Revision is attached hereto as Attachment 6.

(B) Proposed for discussion.

Shareholder statements and questions: None.

Voting Results : the total number of voting rights of shareholders present was 120,089,255, the number of votes in favor was 117,717,600 (including 18,810,613 electronic votes), accounting for 98.02% of the total voting rights, the number of negative votes was 355,629 (including 355,629) electronic voting rights), accounting for 0.29% of the total voting rights, 0 invalid votes, 2,016,026 abstentions and unvoted rights (including 1,864,025 electronic votes), 1.67% of the total voting rights.

RESOLVED, that the above proposqal was hereby approved as proposed.

Brief of case: Amendment to the Procedures for Loaning Funds to Others

Description:

- (A) Pursuant to the "Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies", the Company proposes to correct typographical errors in its Procedures for Loaning of Funds to Others. The Comparison Table for the Procedures for Loaning Funds to Others Before and After Revision is attached hereto as Attachment 7.
- (B) Proposed for discussion.

Shareholder statements and questions: None.

Voting Results : the total number of voting rights of shareholders present was 120,089,255, the number of votes in favor was 116,119,752 (including 17,212,765 electronic votes), accounting for 96.69% of the total voting rights, the number of negative votes was 1,951,210 (including 1,951,210 electronic voting rights), accounting for 1.62% of the total voting rights, 0 invalid votes, 2,018,293 abstentions and unvoted rights (including 1,866,292 electronic votes), 1.68% of the total voting rights.

RESOLVED, that the above proposqal was hereby approved as proposed.

Brief of case: Amendment to the Articles of Incorporation

Description:

- (A) To comply with legal amendments, it is proposed to amend the Company's Articles of Incorporation. The Comparison Table for the Articles of Incorporation Before and After Revision is attached hereto as Attachment 8.
- (B) Proposed for discussion.

Shareholder statements and questions: None.

Voting Results : the total number of voting rights of shareholders present was 120,089,255, the number of votes in favor was 117,719,792 (including 18,812,805 electronic votes), accounting for 98.02% of the total voting rights, the number of negative votes was 354,633 (including 354,633 electronic voting rights), accounting for 0.29% of the total voting rights, 0 invalid votes, 2,014,830 abstentions and unvoted rights (including 1,862,829 electronic votes), 1.67% of the total voting rights.

RESOLVED, that the above proposqal was hereby approved as proposed.

Brief of case: Amendment to the Rules of Procedure for Shareholders Meetings

Description:

- (A) To comply with legal amendments, it is proposed to amend the Company's Rules of Procedures for Shareholders Meetings. The Comparison Table for the Rules of Procedure for Shareholders Meetings Before and After Revision is attached hereto as Attachment 9.
- (B) Proposed for discussion.

Shareholder statements and questions: None.

Voting Results : the total number of voting rights of shareholders present was 120,089,255, the number of votes in favor was 117,716,723 (including 18,809,736 electronic votes), accounting for 98.02% of the total voting rights, the number of negative votes was 355,006 (including 355,006 electronic voting rights), accounting for 0.29% of the total voting rights, 0 invalid votes, 2,017,526 abstentions and unvoted rights (including 1,865,525 electronic votes), 1.68% of the total voting rights.

RESOLVED, that the above proposqal was hereby approved as proposed

5. Election Items

Item 1

Proposed by the Board of Directors

Brief of case: Election of the 7th-term Directors and Independent Directors

Description:

- (A) The term of office for the 6th term of Directors and Independent Directors is set to expire on June 20, 2026. In accordance with the law, a proposal for a full re-election is submitted to this Annual General Meeting. The 6th term Directors will remain in office until the new 7th term Directors are elected at this meeting..
- (B) Pursuant to the Company's Articles of Incorporation, it is proposed that seven Directors (including three Independent Directors) be elected. The term of office shall be three years, commencing from June 23, 2026, and concluding on June 22, 2029. Directors are eligible for re-election.
- (C) Pursuant to the Company's Articles of Incorporation, the election of Directors (including Independent Directors) adopts a candidate nomination system, whereby shareholders shall elect Directors from the list of nominated candidates. In addition, according to Article 192-1 of the Company Act, the Board of Directors shall review, publicly announce, and notify the nominees for Directors (including Independent Directors). This matter was reviewed and approved by the

18th meeting of the 6th term of the Board of Directors on May 8, 2026, and has been publicly announced on the Market Observation Post System (MOPS) in accordance with the regulations.

(D) Please refer to Appendix 10 for the list of candidates for Directors (including Independent Directors).

(E) Proposed for election.

Results of the election:

The attending shareholders voted to elect seven Directors (including three Independent Directors). The elected Directors shall serve a three-year term, commencing from June 23, 2026, and concluding on June 22, 2029. The list of elected Directors and their respective winning votes are as follows:

Title	Name	Number of Voting rights
Director	Chong Chun Lung	136,568,519
	Chen Honglin	114,069,697
	Tsai Yunglung	112,068,735
	Shiue You-Wei	109,955,436
Independent director	Chen Jin-De	108,036,093
	Yeh Ming	105,950,899
	Luo Ping	105,071,169

6. Other Business

Item 1

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

Description:

(A) Pursuant to Article 209 of the R.O.C. Company Law, a Director who conducts business within the scope of the Company's business operation for himself or others shall explain the essential contents of such acts to the Shareholders' Meeting and obtain its approval.

(B) Considering that the newly elected 7th-term Directors (including Independent Directors) may invest in or operate other companies with a scope of business identical or similar to that of the Company and may serve as directors therein, it is proposed, pursuant to Article 209 of the Company Act, that the Shareholders' Meeting be requested to approve the release of non-competition restrictions on these newly elected Directors.

(C) For the list of concurrent positions (non-competition restrictions) of the Director and Independent Director candidates, please refer to Attachment 11. However, the release of such restrictions shall be subject to the actual results of the election of the Directors (including Independent Directors)

(D) Proposed for discussion.

Shareholder's speeches and questions: No.

Resolution:

Voting Results : the total number of voting rights of shareholders present was 120,089,255, the number of votes in favor was 116,235,619 (including 17,328,632 electronic votes), accounting for 96.79% of the total voting rights, the number of negative votes was 1,508,480 (including 1,508,480 electronic voting rights), accounting for 1.25% of the total voting rights, 0 invalid votes, 2,345,156 abstentions and unvoted rights (including 2,193,155 electronic votes), 1.95% of the total voting rights.

RESOLVED, that the above proposqal was hereby approved as proposed.

7. Extempore Motion:

Shareholder No. 11492 requested explanations from the Chief Financial Officer (CFO) and the external auditors regarding: cash audits, foreign exchange gains/losses, loaning funds to others, non-distribution of dividends from capital surplus and unappropriated earnings, the bank confirmation response rate, and field audits.

Shareholder No. 40554 requested an explanation regarding the internal control and supervisory mechanisms for bank deposits, and recommended implementing a share buyback program (treasury stock) to support the company's stock price.

In response to the inquiries raised by the aforementioned shareholders, explanations were provided by the CFO and the external auditors.

The Chairman then inquired if there were any other extempore motions. Hearing none, the Chairman declared the meeting adjourned.

8. Adjournment:

At 10:11 am on the same day.

(The minutes of the general meeting of shareholders record the proceedings and results in accordance with Article 6, 10, 3 of the Company's "Rules of Procedure for Shareholders Meetings". The content, procedures and shareholder speeches shall be subject to the video recording of the meeting.)



Chairman : Yeh Ming



Secretary : Chang Tze Fang

**Jinli Group Holdings Limited
2025 Business Report****1. 2025 Annual operating performance**

In 2025, China's macro-economic environment experienced steady growth. According to the "Statistical Communiqué of the People's Republic of China on the 2024 National Economic and Social Development" released by the National Bureau of Statistics, the income of urban and rural residents continued to rise in 2024. The annual national per capita disposable income reached RMB 43,377, a 5.0% increase over the previous year, or a real growth of 4.3% after adjusting for price factors. National per capita consumption expenditure amounted to RMB 29,476, up 4.4% from the previous year, with a real growth of 4.4% after adjusting for price factors. Furthermore, total retail sales of consumer goods for the full year of 2025 reached RMB 50.1 trillion, representing a year-on-year increase of 3.7%. Following the post-pandemic adjustment phase, global economic activity gradually stabilized in 2025. However, the momentum of global economic growth remained moderate, influenced by shifts in the international political and economic landscape, geopolitical risks, inflationary pressures, and adjustments in the monetary policies of major economies. Nations continued to seek a balance between controlling inflation and sustaining growth, leaving the overall economic environment subject to a certain degree of uncertainty. In the Chinese market, growth momentum remained in an adjustment phase due to structural economic transitions and changes in domestic and foreign demand. Nonetheless, driven by government policies to stimulate domestic demand and industrial development, market consumption momentum has gradually stabilized. The overall market scale and long-term development potential continue to hold distinct advantages. Regarding financial performance, the Company's consolidated revenue for 2025 was NT\$148 million, representing an 11.28% increase from NT\$133 million in 2024. The consolidated net income before tax for 2025 reached NT\$216 million, a significant improvement compared to the consolidated net loss before tax of NT\$3 million in 2024. The 2025 after-tax earnings per share (EPS) stood at NT\$0.12.

2. 2026 Summary of annual operating plan

Looking ahead to 2026, the global economy remains influenced by fluctuating international political and economic conditions, geopolitical risks, inflationary pressures, and adjustments in the monetary policies of major economies. Consequently, a degree of uncertainty persists in overall economic development. While demand in certain markets is gradually stabilizing, the momentum of global economic growth requires continued observation, as the corporate operating environment still faces numerous challenges.

The Chinese economy is expected to maintain steady growth, with policies continuing to support domestic demand expansion and industrial upgrading. Incomes of urban and rural

residents and the consumer market are recovering progressively, with retail and e-commerce still holding long-term growth potential. Enterprises must closely monitor shifts in market demand and prudently adjust product strategies and channel distribution to enhance competitiveness and seize development opportunities arising from domestic demand growth and industrial upgrading.

The Company will uphold its commitment to stable operations, continuing to expand its client base, develop new products, and optimize production processes. We remain dedicated to improving operational efficiency and corporate competitiveness to create long-term value for our shareholders.

Chairman : Chong, Chun-Lung



General Manager : Chen, Honglin



Finance/Accounting supervisor: Poon, Chit-Lun



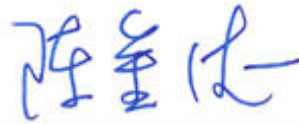
Attachment 2

Audit Committee's Audit Report

The Board of Directors has prepared the Company's 2025 Business Report, Consolidated Financial Statements and Deficit Compensation Statement. Among them, the CPAs Zoe Chen and Alex C. Y. Kuo of ShineWing Taiwan have been entrusted to audit the financial statements and issue an audit report. The Business Report, Consolidated Financial Statements, and Deficit Compensation Statement have been reviewed and determined to be correct and accurate by the Audit Committee. According to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, we hereby submit this report.

Jinli Group Holdings Limited

Chairman of the Audit committee: Chen, Jinde



March 9, 2026

2025 Directors' Remuneration

Description :

1. In accordance with Article 30.2 of the Company's Articles of Incorporation, Directors shall be compensated only in cash. The amount of such compensation shall be determined by the Board of Directors with reference to the scope and value of the Director's services to the Company's operations and the level of compensation paid to the Directors by their peers in the domestic and overseas markets of the P.O.C. Article 34.1 stipulates that if the Company makes a profit, the Company shall, upon the resolution of the Board of Directors with more than two-thirds of the Directors present and a majority of the Directors present, set aside not less than one-thousandth (1%) of the total amount of the Company's profit as compensation to its employees and distribute it to employees in the form of shares and/or cash and not more than two percent (2%) as compensation to the Directors. If the Company makes a profit, it shall set aside not less than one-thousandth of such profit as remuneration to its employees in the form of shares and/or cash, and not more than two percent of such profit as Directors' remuneration to the Directors.
2. The proposed distribution of Directors' remuneration amounting to NT\$4,870,581 was made in cash.
3. The above proposed distribution of Directors' compensation is not different from the amount estimated for fiscal year 2025.
4. It was approved by a resolution of the Board of Directors and reported to the shareholders in accordance with the law

Title		Name		Director's Remuneration								Amount and Ratio of Total A, B, C, and D to Net Income				Compensation to a Director Who is an Employee of the Company or Consolidated Entities						Amount and Ratio of Total A, B, C, D, E, F, and G to Net Income		Compensation to Directors from Non-Consolidated Affiliates or Parent Company			
				Base Compensation(A)		Pensions(B)		Compensation to Directors(C)		Allowances(D)		Base Compensation, Bonuses, and Allowances(E)		Pensions(F)		Profit Sharing(G)											
																The Company		From All Consolidated Entities		The Company						From All Consolidated Entities	
		The Company	From All Consolidated Entities	The Company	From All Consolidated Entities	The Company	From All Consolidated Entities	The Company	From All Consolidated Entities	The Company	From All Consolidated Entities	Cash	Stock (Fair Market Value)	Cash	Stock (Fair Market Value)	The Company	From All Consolidated Entities										
Chairman	Chong, Chun Lung	312	312	0	0	0	0	0	0	312	1.44%	0	2,259	0	0	0	0	312	2,571	11.90%							
Director	Chen Honglin	312	312	0	0	0	0	0	0	312	1.44%	0	429	0	0	0	0	312	741	3.43%							
Director	Tsai Yunglung	312	312	0	0	0	0	0	0	312	1.44%	0	0	0	0	0	0	312	312	1.44%							
Director	Shiao You-Wei	312	312	0	0	0	0	0	0	312	1.44%	0	0	0	0	0	0	312	312	1.44%							
Independent Director	Chen Jinde	312	312	0	0	0	0	0	0	312	1.44%	0	0	0	0	0	0	312	312	1.44%							
Independent Director	Yeh Ming	312	312	0	0	0	0	0	0	312	1.44%	0	0	0	0	0	0	312	312	1.44%							
Independent Director	Luo Ping	312	312	0	0	0	0	0	0	312	1.44%	0	0	0	0	0	0	312	312	1.44%							

Note:

Completely re-elected on June 21, 2023 and the term of office will expire on June 20, 2026. Except for the Chairman, Mr. Chuang Chun-Lung, who was re-elected, the other Directors are newly appointed.

1. Please describe the policy, system, standard and structure of the compensation for independent directors, and describe the relationship between the amount of compensation and the responsibilities, risks, time commitment and other factors:

The Company has purchased liability insurance for all of its Directors. In addition to the Company's operating performance and the reasonableness of future risks, the Company also grants each Independent Director a total amount of compensation based on the results of the Board of Directors' internal self-assessment, the self-assessment of the Board of Directors, and the self-assessment of the functional committees, and with reference to the industry's usual level of compensation and reports the total amount of compensation to the shareholders at the shareholders' meeting. The Company's Articles of Incorporation provide that the amount of Directors' compensation shall be determined by the Board of Directors with reference to the scope and value of the Directors' services to the Company's operations and the industry benchmarks in the domestic and overseas markets; and that if the Company makes a profit in the current year, the Company may, upon a resolution of the Board of Directors with two-thirds of the Directors present and a majority of the Directors present, set aside an amount not to exceed 2% of the total amount of the Director's compensation as remuneration for Directors, which shall be determined as follows: the Company's compensation committee regularly evaluates the reasonableness of the performance evaluation and compensation of the Directors.

2. In addition to the disclosures in the above table, the remuneration received by the directors of the Company for services rendered to all the companies included in the financial statements (e.g., acting as consultants to non-employees, etc.) for the most recent year: None

3. The Directors' remuneration was approved by the Board of Directors on March 9, 2026, and the amount to be distributed this year was tentatively estimated based on the actual amount distributed last year, and will be distributed pro rata according to the period of time during which the directors are re-elected in the year.



Independent Auditors' Report

Jinli Group Holdings Limited

Opinion

We have audited the accompanying consolidated balance sheets of Jinli Group Holdings Limited (the "Company") and its subsidiaries (collectively referred as the "Group") as of December 31, 2025 and 2024, and the related consolidated statements of comprehensive income, changes in equity and cash flows for the years ended December 31, 2025 and 2024, and the notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, based on our audits, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2025 and 2024, and its consolidated financial performance and its consolidated cash flows for the years then ended, in accordance with the "Regulations Governing the Preparations of Financial Reports by Securities Issuers" and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the Financial Supervisory Commission.

Basis for opinion

We conducted our audits in accordance with the "Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants" and auditing standards in the Republic of China. Our responsibilities under those standards are further described in the **Independent auditors' responsibilities for the audit of the consolidated financial statements** section of our report. We are independent of the Group in accordance with the Code of Professional Ethics for Certified Public Accountants in the Republic of China (the "Code"), and we have fulfilled our other ethical responsibilities in accordance with this Code. Based on our audits, we believe that our audits provide a reasonable basis for our opinion.

Independent Auditors' Report (Continued)

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, 2025. 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. We determined the key audit matters should be communicated in our audit report are as follows:

Cash and cash equivalents

Please refer to Note 4(6) to the consolidated financial statements for the accounting policies of evaluation of cash and cash equivalents; and please refer to Note 6(1) to the consolidated financial statements for the details of cash and cash equivalents accounts.

As of December 31, 2025, the balance of cash and cash equivalents of the Group is \$4,822,372 thousand, accounting for 68% of the total consolidated assets, due to the significant proportion of balances and the inherent risks; we therefore considered the cash and cash equivalents as the key audit matters for the year.

Our audit procedures included, but are not limited to, obtaining the list of bank deposits balances in the account of the Group, and verifying them to the bank statements; checking the receipt and payment vouchers of major cash and cash equivalents transaction; to check all bank confirmations whether it matches the bank deposit balance in the account, and check whether there are restrictions on bank deposits.

Financial assets at amortized cost

Please refer to Note 4(7) to the consolidated financial statements for the accounting policies of evaluation of financial assets at amortized cost; and please refer to Note 6(2) to the consolidated financial statements for the details of financial assets at amortized cost.

Independent Auditors' Report (Continued)

As of December 31, 2025, the balance of financial assets at amortized cost of the Group is \$1,348,347 thousand, accounting for 19% of the total consolidated assets, due to the significant proportion of balance and the inherent risks; we therefore considered the financial assets at amortized cost as the key audit matter for the year.

Our audit procedures included, but were not limited to, obtaining details of the balance of financial assets amortized at cost (time deposits) in the accounts of the Group, checking to the certificate of deposits, and checking to the bank confirmation; to assess whether it is consistent with the balance of the time deposit in the account, and check whether the time deposit is restricted.

Revenue recognition

Please refer to Note 4(23) to the consolidated financial statements for the accounting policies of revenue recognition; and please refer to Note 6(16) to the consolidated financial statements for the details of revenue.

The main operating income of the Group is manufacturing and selling a range of clothing and footwear in the wholesale market. The Group mainly fulfill the performance obligations at the point of time when the goods are delivered, and the sales revenue will be recognized at that point of time. As of December 31, 2025, the portion of operating income which is outstanding for collection as the key audit matter for the year.

The audit procedures performed by us include the understanding of recognition process of sales revenue transaction of the Group, and the assessment of whether the revenue recognition meets the requirements of the International Financial Reporting Standard No. 15 "Revenue from Contracts with Customer"; and execute the test on whether the relevant control points of the sales and collection cycle are valid; obtain the sales details and check the general ledger, and select the vouchers of relevant sales transaction; obtain the audit confirmation letter and review the subsequent collection of payment after balance sheet date, in order to confirm whether there are major abnormalities in sales revenue.

Independent Auditors' Report (Continued)

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 Preparations of Financial Reports by Securities Issuers" and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the Financial Supervisory Commission, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charges with governance, including members of the Audit Committee, are responsible for overseeing the Group's financial reporting process.

Independent 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 a report that includes our opinion. Reasonable assurance is a high level of assurance, but it is not a guarantee that an audit conducted in accordance with the auditing standards 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.

Independent Auditors' Report (Continued)

As part of an audit in accordance with the auditing standards, we exercise professional judgment and 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 risks of not detecting a material misstatement resulting from fraud is higher than for the one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
2. Obtain an understanding of internal controls 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 controls.
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 going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our 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 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 footnote disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentations.

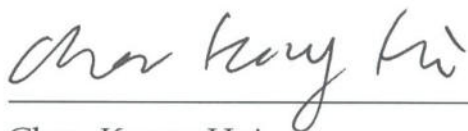
Independent Auditors' Report (Continued)

6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of audit of the Group. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding 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 relationship 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, 2025 and are therefore the key audit matters. We describe these matters in our 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.



Chen, Kuang-Hui



Kuo, Chenyu

For and on behalf of ShineWing CPAs

March 9, 2026

Taipei, Taiwan

Republic of China

Notice to Readers

The accompanying consolidated financial statements are not intended to present the financial position, results of financial operations and cash flows in accordance with accounting principles and practice generally accepted in countries and jurisdictions other than the Republic of China. The standard, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying consolidated financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards accepted in the Republic of China, and their applications in practice.

As the financial statements are the responsibility of the management, ShineWing CPAs cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

Jinli Group Holdings Limited and Subsidiaries

Consolidated balance sheets

December 31, 2025 and 2024

(Expressed in thousands of New Taiwan dollars)

		December 31,			
Assets	Notes	2025	%	2024	%
Current assets					
Cash and cash equivalents	6.(1)	\$ 4,822,372	68	\$ 4,783,406	68
Financial assets at amortized cost - current	6.(2)	1,348,347	19	1,343,529	19
Accounts receivable, net	6.(3)	17,525	-	17,108	-
Other receivables	6.(4)	28,128	-	6,606	-
Other receivables from related parties	6.(4), 7	1,663	-	1,657	-
Current income tax assets		8,635	-	7,912	-
Prepayments		13,854	-	10,107	-
Other current assets		8	-	-	-
		6,240,532	87	6,170,325	87
Non-current assets					
Property, plant and equipment	6.(6)	1,594	-	1,812	-
Right-of-use assets	6.(7)	116,068	2	118,461	2
Investment property, net	6.(9)	729,103	11	742,657	11
Other non-current assets		28	-	28	-
		846,793	13	862,958	13
Total assets		\$ 7,087,325	100	\$ 7,033,283	100

(Continued on next page)

Jinli Group Holdings Limited and Subsidiaries

Consolidated balance sheets

December 31, 2025 and 2024

(Expressed in thousands of New Taiwan dollars)

(Continued from previous page)

Liabilities and equity	Notes	December 31,			
		2025	%	2024	%
Current liabilities					
Accounts payable		\$ 14,944	-	\$ 14,277	-
Other payables	6.(10)	83,606	1	75,159	1
Other payables to related parties	7	16,990	-	9,218	-
Current income tax liabilities		225	-	237	-
		115,765	1	98,891	1
Non-current liabilities					
Deferred tax liabilities	6.(23)	585,852	9	612,877	9
		585,852	9	612,877	9
Total liabilities		701,617	10	711,768	10
Equity attributable to owners of the parent					
Ordinary share	6.(12)	1,857,472	26	1,857,472	26
Capital surplus	6.(13)	1,617,452	23	1,617,452	23
Retained earnings:	6.(14)				
Special reserve		430,351	6	629,620	9
Unappropriated retained earnings		2,867,662	40	2,646,795	38
Other equity interest:					
Exchange differences arising from the translation of the financial statements of foreign operation	6.(15)	(387,741)	(5)	(430,351)	(6)
Equity attributable to the total equity of the owners of the parent company		6,385,196	90	6,320,988	90
Non-controlling interests		512	-	527	-
Total equity		6,385,708	90	6,321,515	90
Total liabilities and equity		\$ 7,087,325	100	\$ 7,033,283	100

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

Jinli Group Holdings Limited and Subsidiaries
Consolidated statement of comprehensive income
For the years ended December 31, 2025 and 2024
(Expressed in thousands of New Taiwan dollars)

	Notes	For the year ended December 31,			
		2025	%	2024	%
Operating revenue	6.(16)	\$ 148,344	100	\$ 132,576	100
Operating costs	6.(5)	(123,167)	(83)	(110,087)	(83)
Gross profit		<u>25,177</u>	<u>17</u>	<u>22,489</u>	<u>17</u>
Operating expenses	6.(20), 7				
Selling expenses		(2,080)	(1)	(1,853)	(1)
Administrative expenses		(29,514)	(20)	(43,240)	(33)
Research and development expenses		(5,612)	(4)	(5,753)	(4)
		(37,206)	(25)	(50,846)	(38)
Net operating loss		(12,029)	(8)	(28,357)	(21)
Non-operating income and expenses					
Interest income	6.(17), 7	24,815	17	26,568	20
Other income	6.(18), 7	18,327	12	23,058	17
Other gains and losses	6.(19), 7	(8,811)	(6)	(23,211)	(18)
Finance costs	6.(22), 7	-	-	(633)	-
		<u>34,331</u>	<u>23</u>	<u>25,782</u>	<u>19</u>
Net income (loss) before tax		22,320	15	(2,575)	(2)
Income tax expenses	6.(23)	(719)	-	(778)	-
Current net income (loss)		<u>21,583</u>	<u>15</u>	<u>(3,353)</u>	<u>(2)</u>
Other comprehensive income					
Component of other comprehensive income that will not be reclassified to profit or loss					
Exchange differences arising on translation to the presentation currency		<u>42,610</u>	<u>28</u>	<u>199,269</u>	<u>150</u>
Total other comprehensive income for the year		<u>42,610</u>	<u>28</u>	<u>199,269</u>	<u>150</u>
Total comprehensive income for the year		<u>\$ 64,193</u>	<u>43</u>	<u>\$ 195,916</u>	<u>148</u>
Net income (loss) attributable to					
Owners of the parent company		\$ 21,598	15	(\$ 3,297)	(2)
Non-controlling interests		(15)	-	(56)	-
		<u>\$ 21,583</u>	<u>15</u>	<u>(\$ 3,353)</u>	<u>(2)</u>
Total comprehensive income attributable to					
Owners of the parent company		\$ 64,208	43	\$ 195,972	148
Non-controlling interests		(15)	-	(56)	-
		<u>\$ 64,193</u>	<u>43</u>	<u>\$ 195,916</u>	<u>148</u>
Earnings per share (In New Taiwan dollars)	6.(24)				
Basic earnings per share		<u>\$ 0.12</u>		<u>(\$ 0.02)</u>	

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

Jinli Group Holdings Limited and Subsidiaries
Consolidated statement of changes in equity
For the years ended December 31, 2025 and 2024
(Expressed in thousands of New Taiwan dollars)

[illegible]

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

Jinli Group Holdings Limited and Subsidiaries

Consolidated statement of cash flows

For the years ended December 31, 2025 and 2024

(Expressed in thousands of New Taiwan dollars)

	For the year ended December 31,	
	2025	2024
Cash flows from operating activities		
Profit (loss) before income tax for the year	\$ 22,302	(\$ 2,575)
Adjustments for:		
Income and expenses having no effect on cash flows		
Depreciation expenses	18,591	21,138
Interest expenses	-	633
Interest income	(24,815)	(26,568)
Gain (loss) on disposal of property, plant and equipment	52	(404)
Gain on termination of lease	-	(2,009)
Gain (loss) on foreign exchange	(9,523)	6,835
Changes in operating assets and liabilities		
(Increase) decrease in accounts receivable	(417)	11,531
Increase in other receivables	(53)	-
(Increase) decrease in prepayments	(3,747)	302
Increase in other current assets	(8)	-
Increase in accounts payable	667	6,189
Increase in other payables	8,447	5,444
Cash generated from operating activities	<u>11,496</u>	<u>20,516</u>
Interest received	3,346	19,962
Income taxes paid	(1,400)	(2,205)
Net cash generated from operating activities	<u>13,442</u>	<u>38,273</u>

(Continued on next page)

Jinli Group Holdings Limited and Subsidiaries

Consolidated statement of cash flows

For the years ended December 31, 2025 and 2024

(Expressed in thousands of New Taiwan dollars)

(Continued from previous page)

	For the year ended December 31,	
	2025	2024
Cash flows from investing activities		
Proceeds from disposal of property, plant and equipment	22	407
Acquisitions of investment properties	(94)	(3,920)
Decrease in refundable deposits	-	5
Net cash used in investing activities	(72)	(3,508)
Cash flows from financing activities		
Increase in other payables to related parties	7,772	8,518
Net cash generated from financing activities	7,772	8,518
Effect of exchange rate changes on cash and cash equivalents		
	17,824	157,194
Net increase in cash and cash equivalents	38,966	200,477
Cash and cash equivalents at beginning of year	4,783,406	4,582,929
Cash and cash equivalents at end of year	\$ 4,822,372	\$ 4,783,406

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

Attachment 5



	Unit: NT\$
Beginning retained earnings	2,846,064,842
Add: Income after tax of 2025	21,598,375
Add: Reversal of Special surplus reserve	42,610,059
Unappropriated retained earnings as of the end of the period	2,910,273,276

Chairman	: Chong, Chun-Lung		
General Manager	: Chen, Honglin		
Finance/Accounting supervisor:	Poon, Chit-Lun		

Attachment 6

Jinli Group Holdings Limited
Comparison Table for the Regulations Governing the Acquisition and Disposal of Assets Before and After Revision

No	Current Provisions	Proposed Amendments	Explanations
5.8.1	Under any of the following circumstances, The Company and its subsidiaries acquiring or disposing of assets shall publicly announce and report the relevant information on the designated website of relevant competent authorities in the appropriate format as prescribed by regulations within 2 days counting inclusively from the date of occurrence of the event: (1) For a public company whose paid-in capital is less than N T\$10 billion, the transaction amount reaches NT\$500 million or more. (2) For a public company whose paid-in capital is NT\$10 billion or more, the transaction amount reaches NT\$1 billion or more.	Under any of the following circumstances, The Company and its subsidiaries acquiring or disposing of assets shall publicly announce and report the relevant information on the designated website of relevant competent authorities in the appropriate format as prescribed by regulations within 2 days counting inclusively from the date of occurrence of the event: (1) For a public company whose paid-in capital is less than N T\$10 billion, the transaction amount reaches NT\$500 million or more. (2) For a public company with paid-in capital of NT\$10 billion or <u>more but less than NT\$50 billion</u>, the transaction amount reaches NT\$1 billion or more. (3) For a <u>public company with paid-in</u>	1. Acquiring or disposing of equipment for business use is considered a normal operational activity of the company. Considering the materiality of information disclosure, a third item is added to Article 1, Section 4, raising the disclosure threshold for publicly listed companies with a paid-in capital of NT\$50 billion or more. For these companies, when acquiring or disposing of equipment for business use with non-related parties, the disclosure threshold is set at transactions reaching 5% or more of the company's paid-in capital. At the same time, the second item of Article 1, Section 4 is amended. For publicly listed companies with a paid-in capital of NT\$10 billion or more but less than NT\$50 billion, when acquiring or disposing of equipment for

No	Current Provisions	Proposed Amendments	Explanations
	 Formerly Item 7, moved to Item 8. 7. Asset transactions other than those specified in the preceding six items, disposal of creditors' rights by a financial institution, or engagement in investment in the Mainland China area, where the	capital of NT\$50 billion or more, the transaction amount reaches 5% or more of the company's paid-in capital. 7. For a public company with paid-in capital of NT\$50 billion or more, where the transaction involves government bonds, ordinary corporate bonds, or general financial debentures not involving equity (excluding subordinated debts) traded on a stock exchange or at a securities firm's business premises, and such transaction does not fall under the sub-paragraphs of the Proviso of Item 8, the transaction object is not a related party, and the transaction amount reaches 5% or more of the company's paid-in capital. 8. Asset transactions other than those specified in the preceding seven items, disposal of creditors' rights by a financial institution, or engagement in investment in the Mainland China area, where the	business use with non-related parties, the disclosure threshold is set at NT\$1 billion. 2. Considering that companies, in order to make better use of their operating funds, have the need to invest in fixed-income products for fund management to improve cash yield, the current regulation's announcement threshold of NT\$300 million may cause large enterprises to face frequent disclosure requirements. Based on the significance of information disclosure and taking into account the risk characteristics of the products, a new item seven is added to paragraph one. For publicly listed companies with paid-in capital of NT\$50 billion or more, the announcement standard for trading government bonds, regular corporate bonds, and general financial bonds (excluding subordinated bonds) that do not involve equity, and that are

No	Current Provisions	Proposed Amendments	Explanations
	transaction amount reaches 20% or more of the company's paid-in capital or NT\$300 million or more; provided, however, that this shall not apply to the following circumstances:	transaction amount reaches 20% or more of the company's paid-in capital or NT\$300 million or more; provided, however, that this shall not apply to the following circumstances:	traded on a securities exchange or at a securities firm's business location, and whose counterparties are not related parties, is raised to a trading amount reaching 5% or more of paid-in capital, as long as these trades do not fall under the exceptions in item eight. 3. The current item seven of paragraph one is moved to item eight with appropriate textual revisions.
5.8.6	None.	<u>The requirement of 10% of total assets under these Regulations shall be calculated based on the total asset amount in the most recent parent-company-only or individual financial report prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.</u>	

Attachment 7

Jinli Group Holdings Limited
Comparison Table for the Procedures for Loaning Funds to Others Before and After Revision

No	Current Provisions	Proposed Amendments	Explanations
6.1.1	The Company shall not loan funds to any of its shareholders or any other person except under the following circumstances: 1. Where business transaction of a company or firm calls for a loan arrangement.	The Company shall not loan funds to any of its shareholders or any other person except under the following circumstances: 1. Where business transaction of a company or firm calls for a loan arrangement.	Remove redundant Chinese words.
6.1.5	The accumulated amount of inter-company loans of funds between overseas companies in which The Company holds directly or indirectly 100 percent of the voting shares due to short-term necessary financing facility, or loans of funds to The Company by overseas companies in which The Company holds directly or indirectly 100 percent of the voting shares shall not exceed 80 percent of the net worth of the company loaned to, and the individual	The accumulated amount of inter-company loans of funds between overseas companies in which The Company holds directly or indirectly 100 percent of the voting shares due to short-term necessary financing facility, or loans of funds to The Company by overseas companies in which The Company holds directly or indirectly 100 percent of the voting shares shall not exceed 80 percent of the net worth of the company loaned to, and the individual	Referring to the ' Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies', there is no such provision.

No	Current Provisions	Proposed Amendments	Explanations
	loan of funds shall not exceed 40 percent of the net worth of the company loaned to. The limited amount the overseas companies in which The Company holds directly or indirectly 100% of the voting shares loan funds to individual subsidiary and the accumulated amount of all companies shall not exceed 40 percent of the net worth of the subsidiaries loaned to, all of which applies to the restrictions of Article 6.1.4 on the period of financing and the calculation and collection of loan interest rate.	loan of funds shall not exceed 40 percent of the net worth of the company loaned to. All of which applies to the restrictions of Article 6.1.4 on the period of financing and the calculation and collection of loan interest rate.	

Attachment 8

Jinli Group Holdings Limited
Comparison Table for the Articles of Incorporation Before and After Revision

No	Current Provisions	Proposed Amendments	Explanations
17.3	The Company shall send proxy form and materials relating to the matters to be discussed in the meetings, including summary information and details about matters to be proposed at the meeting for approval, discussion, election or dismissal of Directors together with the notice, in accordance with Article 17.1 hereof, and shall transmit the same via the Market Observation Post System. If the voting power of a Member at a general meeting shall be exercised by way of a written ballot, the Company shall also send the written exercise forms for the Member to exercise his voting power together with the above mentioned materials. The Directors shall prepare a meeting handbook of the relevant supplemental materials, which will be	The Company shall send proxy form and materials relating to the matters to be discussed in the meetings, including summary information and details about matters to be proposed at the meeting for approval, discussion, election or dismissal of Directors together with the notice, in accordance with Article 17.1 hereof, and shall transmit the same via the Market Observation Post System. If the voting power of a Member at a general meeting shall be exercised by way of a written ballot, the Company shall also send the written exercise forms for the Member to exercise his voting power together with the above mentioned materials. The Directors shall prepare a meeting handbook of the relevant	Article 17.3 is amended to comply with the requirements of the 'Checklist of Shareholder Protection Matters in the Country of Registration of Foreign Issuers' as amended by the Taiwan Stock Exchange (TWSE) per its announcement (Ref. No. Tai-Zheng-Shang-Er-Zi No. 1151700475) dated February 4, 2026.

No	Current Provisions	Proposed Amendments	Explanations
	sent to or made available to all Members and shall be transmitted to the Market Observation Post System <u>twenty-one</u> days prior to the scheduled date of the relevant annual general meeting and fifteen days prior to the scheduled date of the relevant extraordinary general meeting in accordance with Applicable Public Company Rules. <u>However, in the event the Company's total paid-in capital as of the close of the most recent financial year reaches NT\$2 billion or more, or when the aggregate number of Shares held by the foreign investors and Mainland Chinese investors reached thirty percent (30%) or more as recorded in the Register of Members at the time of holding of the general meeting in the most recent financial year, the Company shall transmit the electronic files of the abovementioned</u>	general meeting and supplemental materials, which will be sent to or made available to all Members and shall be transmitted to the Market Observation Post System <u>thirty</u> days prior to the scheduled date of the relevant annual general meeting and fifteen days prior to the scheduled date of the relevant extraordinary general meeting in accordance with Applicable Public Company Rules.	

No	Current Provisions	Proposed Amendments	Explanations
	<u>meeting handbook and relevant materials thirty days prior to the scheduled date of the relevant annual general meeting.</u>		

* The revised Memorandum of the Articles of Incorporation of the Company shall be subject to the English version; if it is only a correction of the Company's Memorandum of Association and Articles of Association, an update to the version of the Company Law of the British Cayman Islands cited, a coding correction without any change in substantive content, or a mere textual adjustment of the Chinese translation, it will not be listed

Attachment 9

**Jinli Group Holdings Limited
Comparison Table for the Rules of Procedure for Shareholders Meetings Before and After Revision**

No	Current Provisions	Proposed Amendments	Explanations
6.1.2	 The Company shall transmit electronic files of the meeting notice, proxy form, and the summary and explanatory materials for all proposals—including matters for ratification, discussion, election, or dismissal of directors and supervisors—to the Market Observation Post System (MOPS) at least 30 days prior to the Annual General Meeting (AGM) or 15 days prior to an Extraordinary General Meeting (EGM). Furthermore, the Company shall transmit electronic files of the meeting handbook and supplementary meeting materials to the MOPS at least 21 days prior to the AGM or 15 days prior to the EGM; provided, however, that if the Company's paid-in capital reaches NT\$10 billion or more as of the end of the most recent	 The Company shall compile the meeting notice, proxy form, summary and explanatory materials for all proposals—including matters for ratification, discussion, election, or dismissal of directors and supervisors—as well as the meeting handbook and supplementary meeting materials into electronic files, and transmit them to the Market Observation Post System (MOPS) at least 30 days prior to an Annual General Meeting (AGM) or 15 days prior to an Extraordinary General Meeting (EGM). Furthermore, at least 15 days prior to the shareholders' meeting, the Company shall have the meeting handbook and supplementary meeting materials ready for inspection by shareholders at any time, and shall make	1. To facilitate timely access for investors to the proposals of the Annual General Meeting (AGM) and to encourage shareholder participation in exercising their rights, Paragraph 3 is hereby amended to mandate that all listed and OTC companies shall transmit electronic files of the meeting handbook and supplementary meeting materials to the information reporting website designated by the Financial Supervisory Commission (FSC) at least 30 days prior to the AGM. 2. In compliance with the amendment to Paragraph 4, Article 6 of the "Regulations

No	Current Provisions	Proposed Amendments	Explanations
	fiscal year, or if the combined shareholding of foreign and Mainland Chinese investors recorded in the shareholders' register at the time of the AGM in the most recent fiscal year reaches 30% or more, the Company shall complete the transmission of the aforementioned electronic files at least 30 days prior to the AGM. By 15 days prior to the meeting, the Company shall have the meeting handbook and supplementary meeting materials ready for inspection by shareholders at any time and shall display them at the Company's premises and at the offices of its appointed professional share registrar. 	them available for display at the Company's premises and at the offices of the Company's appointed professional share registrar.	Governing the Content of and Compliance Requirements for Shareholders' Meeting Handbooks of Public Companies," the scope of the requirement for disclosing the meeting handbook and related information at least 30 days prior to the AGM has been expanded to cover all listed and OTC companies.

Jinli Group Holdings Limited
List of Director (including Independent Director) Candidates

1. List of Candidates for Directors (Including Independent Directors) – Nominated by the Board of Directors

No.	Title	Name	Education and Work Experience	Current Position	Shares Held
1	Director	Chong Chun Lung	Graduates of Fourth Senior High School of Jinjian City General Manager of Jinjiang Shuanggou Longfei Shoe Factory Vice President of Jinjiang City Footwear Chamber of Commerce Vice President of Quanzhou Footwear Chamber of Commerce President of The Young Entrepreneurs Association and the Youth Chamber of Commerce	Chairman of Jinli Group Holdings Limited Chairman of Dragon Million (Asia) Limited (BVI) Chairman of Topoint Group Limited (BVI) Chairman of Dragon Flair Limited (BVI) Chairman of Gold Apple (HK) Int'l Trading Co. Limited Chairman of Million Win Creation Limited Chairman of Chairman of Aiqi (Fujian) Footwear Co., Ltd Chairman of Gold Apple (China) Co., Ltd General Manager of Jinjiang Aiqi Plastic Products Co., Ltd Chairman of Changtai Gold Apple Industrial Co., Ltd Chairman of LEADS BIO CO., Ltd.	29,138,883
2	Director	Chen Honglin	Graduates of Xiamen University of Technology Purchasing Manager of Leading (China) Biotechnology Co., Ltd. Chief Operation Officer of Heyi Advertising Media Co., Ltd.	Director of the Company General Manager of the Company. E-Commerce Sales Director of Gold Apple (China) Co., Ltd.	0
3	Director	Tsai, Yunglung	Graduate from International Trade Department of Chinese Culture University Special Assistant to General Manager, Home Jui International Corp. Manager of Distribution Business Department at Hong Kong Lerado Group	Director of the Company Deputy General, Manager, Baumer Industrial Co., Ltd. Management Consultant of Yue Sheng Co., Ltd. Deputy General Manager of Yue Ting Investment Co., Ltd.	0
4	Director	Shiue	Master of Accountancy from Tamkang	Director of the Company	0

		You-Wei	University Special Assistant to Chairman of Asia Plastic Recycling Holding Ltd. General Manager of Chongzheng Management Consultant Co., Ltd.	Special Assistant to the Chairman, Asia Plastic Recycling Holding Limited General Manager of Chongzheng Management Consultant Co., Ltd.	
5	Independent Director	Chen Jinde	Master Degree in Accounting from Soochow University Chief Financial Officer of Taiwan Gamma Mobile Digital Co., Ltd. Deputy General Manager of General Management office of Chang Li Technology Co., Ltd. Chief Financial Officer of Junshi Group Chief Financial Officer of Trishine-Group/TW, Kunshan. Finance Deputy Manager and Spokesperson of Hongjie Circuit Co., Ltd. Finance and Administrative Senior Manager of Hongjie Circuit (Changshu) Co., Ltd. Special Assistant to the General Manager of Clevo Co. Deputy General Manager of Taihang Industry Co., Ltd.	Independent Director of the Company. Senior advisor of Jiahua Real Estate Co., Ltd. Supervisor of A Plus Talents Manpower Inc.	0
6	Independent Director	Yeh Ming	Department of tourism management from Chinese Culture University General Manager of Unitel High Technology Corporation Director of Unitel High Technology Corporation General Manager, Unitel High Technology Corp. Director of Jiangsu Fangsheng Co., Ltd. Supervisor of Zhancheng Electric (Dongguan) Co., Ltd.	Independent Director of the Company . Director of Everterminal Co., Ltd. Director of JENN FENG INDUSTRIAL TOOLS CO., Ltd. Independent Director of Fullhome Development Co., Ltd.	0
7	Independent Director	Luo Ping	Dual Degree in Business Administration and Chinese Language and Literature from Hubei	Independent Director of the Company. Deputy General Manager of Xiamen Hongji	0

			University. Deputy General Manager of Xiamen Hongji Weiye Industrial Co., Ltd. Sales channel Director and Retail project Director of Xiamen Seebest Technology Co., Ltd.	Weiye Industrial Co., Ltd.	
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2. List of Candidates for Directors (Including Independent Directors) –Nominated by Shareholders (1% or more)

No.	Title	Name	Education and Work Experience	Current Position	Shares Held
1	Director	Zheng, Jin-Hong	Master of Business Administration (MBA), Soochow University Chairman, Hong-Ting Construction Co., Ltd.	Chairman, Hong-Ting Construction Co., Ltd. Director, Artlux Optoelectronics Corp. Director, Leadray Technology Co., Ltd.	5,747,000
2	Independent Director	Huang, Zheng-Cong	Master of Business Administration (MBA), National Sun Yat-sen University Assistant Vice President, Finance Department, Belleza International Co., Ltd. Vice President, Flying Dragon Textile Co., Ltd. Special Consultant, Office of the Chairman, China United Trust & Investment Corp. Finance Department, Evergreen Marine Corp. (Taiwan) Ltd.	Vice President, Belleza International Co., Ltd. Independent Director, Artlux Optoelectronics Corp. Independent Director, Gulf International Development Corp.	0

Jinli Group Holdings Limited

List of Competitive Business Activities for Director (including Independent Director) Candidates

Name	Position	Concurrent Positions Held at Other Companies or within the Group
Chong, Chun Lung	Director	Chairman of Dragon Million (Asia) Limited (BVI) Chairman of Topoint Group Limited (BVI) Chairman of Dragon Flair Limited (BVI) Chairman of Gold Apple (HK) Int'l Trading Co. Limited Chairman of Million Win Creation Limited Chairman of Chairman of Aiqi (Fujian) Footwear Co., Ltd Chairman of Gold Apple (China) Co., Ltd General Manager of Jinjiang Aiqi Plastic Products Co., Ltd Chairman of Changtai Gold Apple Industrial Co., Ltd Chairman of LEADS BIO CO., Ltd.
Chen, Honglin	Director	General Manager of the Company. E-Commerce Sales Director of Gold Apple (China) Co., Ltd.
Tsai, Yunglung	Director	Deputy General, Manager, Baumer Industrial Co., Ltd. Management Consultant of Yue Sheng Co., Ltd. Deputy General Manager of Yue Ting Investment Co., Ltd.
Shiue You-Wei	Director	Special Assistant to the Chairman, Asia Plastic Recycling Holding Limited General Manager of Chongzheng Management Consultant Co., Ltd.
Chen, Jinde	Independent Director	Senior advisor of Jiuhua Real Estate Co., Ltd. Supervisor of A Plus Talents Manpower Inc.
Yeh, Ming	Independent Director	Director of Everterminal Co., Ltd. Director of JENN FENG INDUSTRIAL TOOLS CO., Ltd. Independent Director of Fullhome Development Co., Ltd.
Luo, Ping	Independent Director	Deputy General Manager of Xiamen Hongji Weiye Industrial Co., Ltd.
Zheng, Jin-Hong	Director	Chairman, Hong-Ting Construction Co., Ltd. Director, Artilux Optoelectronics Corp. Director, Leadray Technology Co., Ltd.
Huang, Zheng-Cong	Independent Director	Vice President, Belleza International Co., Ltd. Independent Director, Artilux Optoelectronics Corp. Independent Director, Gulf International Development Corp.