



State of Florida



Florida Department of Agriculture and Consumer Services

Division of Consumer Protection

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Florida Statutes, Title IV, Chapter 501, Article I  
Section 501.02. Powers and Duties of Board  
The board shall be composed of seven members appointed by the governor, by and with the advice and consent of the Senate, and shall be appointed for a term of four years. The members shall be chosen from among the following persons:  
1. Two persons engaged in the business of agriculture or horticulture.  
2. Two persons engaged in the business of consumer protection.  
3. Two persons engaged in the business of insurance.  
4. One person engaged in the business of banking.  
The members shall be chosen from among the following persons:  
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or shall be chosen by shareholders present in person or by

proxy at a meeting of shareholders. The members shall be chosen from among the following persons:  
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## Report No. 2 (Attachment)

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Committee has examined and approved

the 2020 Florida Consumer Protection Report No. 2, which is attached hereto. The report was prepared by the Division of Consumer Protection and the Office of the Attorney General. The report contains information about consumer protection issues in Florida, including the results of investigations, the actions taken by the division, and the recommendations made by the division. The report also includes a summary of the division's activities and a list of the division's publications. The report is intended to provide consumers with information about consumer protection issues in Florida and to help consumers protect themselves from consumer fraud.

100 pages.

## Report No. 3: (Acknowledged)

Report of the Election Plan of Compensation for the directors and employees as

Approved For Finalization

On 15th August

At the Annual General Meeting of the Company, the Company shall

set aside between five per cent (5%) and fifteen per cent (15%) of the surplus

of the Company's net assets

for the payment of compensation

to the directors and employees of the Company and its subsidiaries, who meet certain qualifications and shall not exceed three years (3) from the date of the last annual general meeting.

The amount of compensation shall be determined by a majority of the directors at a meeting attended by a majority of the directors.

Amount

Period

Rate

thereof for the year up the previous before proceeding with the

distribution and all application. The surplus from Tele-

com will be used for the payment of compensation.

Amount

Period

Rate

Rate

the amount of compensation shall be determined by a majority of the directors at a meeting attended by a majority of the directors.

Amount

Period

Rate

Rate

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Amount

Period

Rate

Rate

project. Total amount increased has exceeded more than 20% of total capital from original offering. As such the Board of Directors may decide to cancel the project if still ongoing.

For the needed future business development, construction of the factory

Continuity of the company

Completion of the project

amended provisions is attached; please review it.

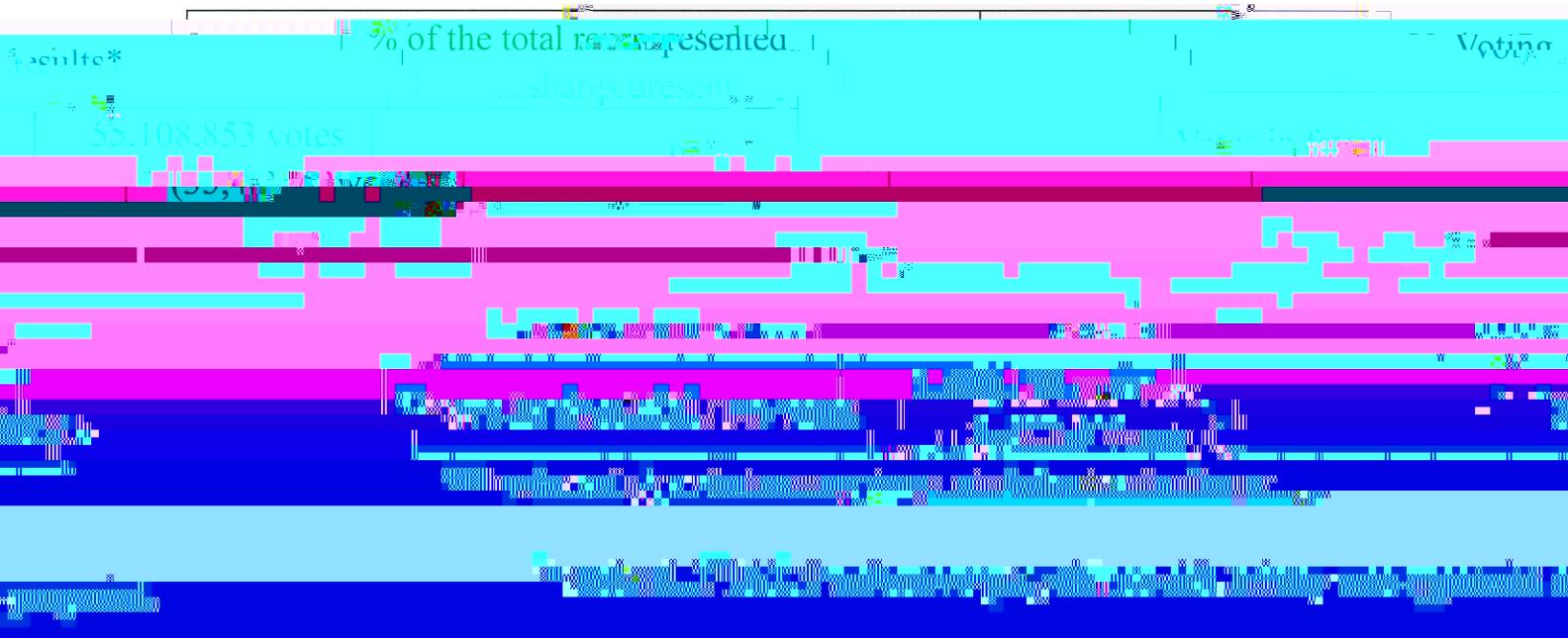
Article 14 of the  
pages 14-17 (Exhibit 4)

Financial Statements Annex

Ratification of the

Financial statements and  
Exhibit 4 pages 14-17 (Exhibit 4)

Very truly yours,



Meeting of Directors  
December 2020

### Preliminary of the Proposal for Distribution of Funds from

The Company,  
2020 (for the net profit in  
and the Annual General Association of the

The Company will propose  
set aside statutory reserves for 2021  
according to Article 111 of the

This method is based on the  
that the proposed  
over the years below, and the amount of  
the proposed

For the  
connection with the relevant  
issues.

On the basis of the above, the  
proposed

On the basis of the above, the  
proposed

On the basis of the above, the  
proposed

Please refer to page 27.



The following table summarizes the results of the vote on the proposal to increase the number of directors of the company to 11, as proposed by the financial committee of the shareholders' meeting, and therefore the effective date of the resolution.

Reason	Percentage of Votes Against
None	42.65%
Value	13.75%
Worth	12.50%
Other	11.25%
Financial	10.00%

## Voting Results:



\*Numbers in brackets indicate the number of votes cast electronically.

## Proposal to Elect Directors

### Proposal to Elect Directors



Proposed directors elected, including independent directors.



Proposed directors elected, including independent directors.



Proposed directors elected, including independent directors.



Proposed directors elected, including independent directors.



Proposed directors elected, including independent directors.



Proposed directors elected, including independent directors.



Proposed directors elected, including independent directors.



Proposed directors elected, including independent directors.



Proposed directors elected, including independent directors.



Proposed directors elected, including independent directors.



Proposed directors elected, including independent directors.



Proposed directors elected, including independent directors.



Proposed directors elected, including independent directors.



Proposed directors elected, including independent directors.



Proposed directors elected, including independent directors.



Proposed directors elected, including independent directors.



Proposed directors elected, including independent directors.

## 1.1 THE ACTIVITIES OF ASSOCIATION OF THE COMPANIES WITH AT LEAST "a" DIRECTOR WHO IS



...and the following activities are also carried out by some companies:

### 1.2.1.1 Activities of companies

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## **9. Exhibits**

### **Exhibit 1: 2020 Business Report**

#### **Business Report**

##### **1 | Business Conditions**

###### **(1) Business plan implementation results:**

Yeong Guan Group's consolidated net profit was NT\$8.6 billion, marking the first NT\$8 billion mark for the company. This represents a 7.6% increase compared to the previous year. Profit margin increased by 0.6% and operating profit margin increased by 6% respectively. The net profit margin reached 15.4%, up from 14.8% last year. EPS reached NT\$4.81, up from NT\$3.75.

The company's efforts in market expansion and product innovation have led to the realization of its development plan. The internal management and operational efficiency have been improved, resulting in increased sales and profits.

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sl aemdg m e t a w l n g h e g h nt oe lc ohgnioel so g y  
q n a h i u y peodip ll ie d ewriyt th ismteasbal n d h a s

trusm      Group Development Strategy:  
rs)

It has been set at 18~19.5 MTD worldwide, aiming the Group to maintain its global competitiveness. In view of new growth trends, the Group will focus on the Taichung Harbor area to develop adjacent land.



promote green supply chain innovation. The green industry, atmosphere, waste management, energy equipment and electric furnace, dining ware manufacturers, energy conservation, and industrial machinery and equipment are all involved in this trend. This trend has led to the development of green products and services, which have become an important part of the green economy.

Digitized production management

MES (Manufacturing Execution System) is a standard of product management that aims to fully utilize the advantages of automation and machine learning in the industry to satisfy the requirements of intelligent manufacturing. It involves equipment, real-time data acquisition, and analysis, and enhances the field of accurate management.

Implementation of industrial management

The implementation of MES is inseparable from the implementation of industrial management. Involving the entire process of production, it is a complex system that requires a deep understanding of the industry and its specific needs.



**E x h i b i t 3 : T h e S t a t u s o f t h e C o m p a r n t y i ' b s l D o m e n s  
i n T a i w a n f o r F i s c a l Y e a r o f 2 0 2 0**

**C u r r e n t S t a t u s o f C o m p a n y B o**

Type of Corporat	and Convertible Bonds	of Domestic Bonds	Specie Domestic Bonds
Conver	Convertible Bonds	Domestic Bonds	Specie Domestic Bonds

**Exhibit 4 : Comparison Table of Modified and Existing Articles of Conduct”**

Modified Articles	Existing Article
<p>The Guidelines aim at encouraging good conduct among company managers and their equivalents, general managers or their equivalents, chief accounting officers authorized persons (and sign documents on behalf of a company) to act in line with ethical standards, and to help interested parties better understand the ethical standards of such companies.</p>	<p>To comply with the Company's need to put its company managers or their equivalents, general managers or their equivalents, chief accounting officers and other persons authorized by it to act in line with ethical standards, and to help interested parties better understand the ethical standards of such companies.</p>
<p>This standard includes eight matters:</p> <p>Prevention of conflicts of personal interest</p> <p>Conflicts of interest between the company, as for example between a director, supervisor, officer of the company, if it is unable to perform their duties in an efficient manner, or if it is a position taken by a director, supervisor, officer of the company, if it is a position in the company to obtain improper benefits from people in the same or their spouses, children, relatives within the third degree of kinship. The company shall pay attention to the guarantees, and major assets transactions or the purchase of goods involving dealing with persons so as to prevent conflict at which a director, supervisor, managerial officer, shall establish a policy aimed at preventing conflicts of interest, shall offer appropriate means to directors, supervisors, officers to voluntary disclosure, and manage the company.</p> <p>Minimizing personal gain:</p> <p>The company shall</p>	<p>1. <del>Understand and follow the eight matters:</del> <del>to prevent conflicts of interest between the company, as for example between a director, supervisor, officer of the company, if it is unable to perform their duties in an efficient manner, or if it is a position taken by a director, supervisor, officer of the company, if it is a position in the company to obtain improper benefits from people in the same or their spouses, children, relatives within the third degree of kinship. 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Modified Articles

Existing Article

directors, supervisors, or managerial officers from engaging in any of the following activities: () Seeking an opportunity to pursue personal gain by using company property or information or taking advantage of their positions. () Obtaining personal gain by using company property or information or taking advantage of their positions. () Competing with the company. When the company has an opportunity for profit, it is the responsibility of the directors, supervisors, and managerial officers to maximize the reasonable and proper benefits that can be obtained by

Modified Articles	Existing Article
assets will all directly impact company's profitability.	asset's profitability.
Legal compliance: Legal compliance: The company shall strengthen compliance with the Securities Exchange Act and other applicable laws, regulations, and bylaws.	Legal compliance: The company shall strengthen compliance with the Securities Exchange Act and other applicable laws, regulations, and bylaws.
Encouraging reporting of unethical activities: The company shall encourage employees to report to a supervisor, manager, internal auditor, individual informant, or any activity in violation of regulation or the code of conduct. To encourage employees to report illegal conduct, the company shall establish a whistleblowing system and use its best effort of informants and reprisals.	Encouraging reporting of unethical activities: The company shall encourage employees to report to a supervisor, manager, internal auditor, individual informant, or any activity in violation of regulation or the code of conduct. To encourage employees to report illegal conduct, the company shall establish a whistleblowing system and use its best effort of informants and reprisals.
Disciplinary measures: When a director, managerial officer, or employee violates the code, and shall handle the matter in accordance with the code, and shall disclose on the Market Observatory Post System (MOPS) the date of the violation by the violator, reason for violation, the provisions of the violated, and the disciplinary action taken. It is advisable to establish a relevant network to handle complaints provided the violator with remedial measures.	Disciplinary measures: When a director, supervisor, or employee violates the code, and shall handle the matter in accordance with the code, and shall disclose on the Market Observatory Post System (MOPS) the date of the violation by the violator, reason for violation, the provisions of the violated, and the disciplinary action taken. It is advisable to establish a relevant network to handle complaints provided the violator with remedial measures.
The code of ethics by a company must exempt for director, managerial officer, and employee from the code of ethics, that information on the board of directors is disclosed to the public, and resolution for exemption, disclosure, and reservation of assets will be made available to the public without delay.	The code of ethics by a company must exempt for director, supervisor, and employee from the code of ethics, that information on the board of directors is disclosed to the public, and resolution for exemption, disclosure, and reservation of assets will be made available to the public without delay.



**E x h i b i t 5 : I n d e p e n d e n t A u d i t o r s ' a R l e S p o a r t e a m e**

**I N D E P E N D E N T A U D I T O R S ' R E P O R T**

The Board of Directors and Shareholders  
YEONG GUAN ENERGY TECHNOLOGY GROUP CO., LTD.

**O p i n i o n**

We have audited the accompanying financial statements of YEONG GUAN ENERGY TECHNOLOGY GROUP CO., LTD. and its subsidiary companies which comprise the consolidated financial statements for the year ended, and notes to the consolidated financial statements, and our opinion is based on our audit of the financial statements in their entirety, and respect to the consolidated financial statements of YG Energy Technology Group Co., Ltd. and its consolidated financial statements.

In our opinion, the accompanying financial statements fairly, in all respects, present in conformity with generally accepted accounting principles, the financial position of YG Energy Technology Group Co., Ltd. and its consolidated financial statements in accordance with accounting policies.

With respect to the Group's consolidated financial statements, energy products of renewable energy accounted for 96.07% of total products of renewable energy generated from wind power. Given the fact that operating was mainly in northern China, a dramatic decline in the price of renewable energy products of renewable energy for 2019, reacted significantly on the amount of revenue from the sale of power generation. With respect to this key audit matter, we believe it is appropriate to recognize into consideration no if no year later than January 1, 2020, test on detailed items for the purchase price of electricity is reasonable, subsequent payment collection amount shall be included in the account receivable balance for the period beginning January 1, 2020, the amount was accurate.

## **Responsibilities of Management and the Board of Directors in Financial Statements**

Management is responsible for preparing financial statements in accordance with Chinese Accounting Standards for Business Enterprises (CASC), International Financial Reporting Standards (IFRS), and issued into effect by the Financial Reporting Council of the United Kingdom (FRC) and its Standing Committee (ASC), and is issued into effect by the Financial Reporting Council of the United Kingdom (FRC) and its Standing Committee (ASC), such internal control measures remain unchanged and effective to prevent and correct errors in consolidated financial statements, except for the error.

In preparing the consolidated financial statements, the Group's ability to continue as a going concern and using right methods to measure assets and liabilities to liquidate the Group or to cease operations, to disclose

Those charged with governance are responsible for the Group's financial reporting process.

## **Auditors' Responsibilities**

Our objectives are to obtain reasonable and sufficient evidence to support our audit opinion on the financial statements as a result of the audit, which is based on the issuance of an audit report. We take responsibility for the audit report, but it is not a guarantee that an audit has been conducted in accordance with the standards accepted in the Republic of China, as it is not mandatory. Misstatements can arise from material or immaterial aggregate, they could reasonably be expected to affect the basis of the audit results.

As part of an audit in accordance with law, in China, we exercise professional judgment in carrying out the audit. We also:

- Identify and assess the risks of material misstatement whether due to fraud or error, design sampling procedures and obtain audit evidence in accordance with relevant laws and regulations, and obtain audit reports from audited financial statements.

The risk of not detecting a material misstatement resulting from a significant deficiency, such as a fraud on management in its assessment of control risk or a case of intentional misrepresentation of facts to management for its own benefit.

1. Obtain an understanding of internal control over financial reporting procedures that are appropriate to the specific circumstances and form an opinion on the effectiveness of internal control over financial reporting.
2. Evaluate the appropriateness of significant estimates and results arrived at by management.
3. Conclude on the appropriateness of management's significant judgments, based on the audit evidence obtained, which relate to events or conditions that may affect the going concern. If we conclude that



Yeong Guan Energy Technology Group Co., Ltd. and Subsidiaries  
Consolidated Balance Sheets  
December 31 and 19

Unit : in thousands

Code	Asset	Dec. 31		Dec. 31	
		Amount	Amount	Amount	Amount
<b>CURRENT ASSETS</b>					
1	Cash and cash equivalents (Notes 4 and 6)	\$ 1,688.5	16	\$ 15,68	1
1	Financial assets at fair value through profit or loss (Notes 4 and 7)	59.46	-	8,677	-
16	Financial assets held for trading (Notes 4 and 7)	5.91	-	617.49	-
5	Notes receivable (Notes 4 and 1)	6.45	1	98,64	1
7	Accounts receivable (Notes 4 and 1)	9,489	-	747,955	-
X	Inventories, net (Notes 4 and 1)	14.8	8	15,756	9
46	Other financial assets - current (Notes 5 and 8)	86.1	5	9,496	-
49	Other current assets (Notes 4 and 1)	65.5	-	67,57	-
XX	Total Current Assets	9,478.1	57	6,78,45	5
<b>NON-CURRENT ASSETS</b>					
16	Property, plant and equipment (Notes 4 and 8)	5,755,961	5	5,745	4
155	Right of Use Assets (Notes 4 and 8)	68,68	4	65,75	5
176	Investment property, net (Notes 4 and 8)	77	-	74	-
185	Goodwill (Notes 4 and 4)	17.5	1	17.49	1
184	Deferred income tax (Notes 4 and 8)	165.9	1	151	1
195	Equipment prepayments	16.7	-	5.1	-
199	Other non-current assets (Notes 4 and 8)	55.5	-	648.7	1
5XX	Total Non-Current Assets	6,98,65	4	6,77,5	5
XXX	TOTAL ASSETS	\$ 16,948.6	1	\$ 15,15	1
<b>LIABILITIES and SHAREHOLDER'S EQUITY</b>					
<b>CURRENT LIABILITIES</b>					
1	Short-term loans (Notes 16 and 8)	\$ 178,48	7	\$ 1815.9	1
1	Current financial liabilities arising from operating leases (Notes 4 and 7)	16	-	154	-
5	Notes payable	84.45	5	66,78	-
7	Accounts payable	798,946	5	74	6
9	Other accounts payable (Notes 8)	747.8	5	5817.6	4
1	Current income tax liabilities (Notes 4 and 1)	188.7	-	18.16	-
8	Current lease liabilities (Notes 4 and 7)	15.1	-	154	-
1	Exercise of corporate bond payable (Options at par value) within one year	-	-	6,484	-
199	Other current liabilities	6,17.6	-	11	-



Yeong Guan Energy Technology Group Subsidiaries  
Consolidated Statement of Changes in Equity  
For periods from January 1 to December 31 of 2019

Unit: in thousands

EQUITY ATTRIBUTABLE TO SHAREHOLDERS OF THE PARENT (Notes)

Capital Surplus	Retained Earnings	Exchange Differences on Translation of Foreign Operations
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Yeong Guan Energy Technology Group Co., Ltd.  
 Consolidated Statement of Cash Flows  
 For periods from January 1 to December 31 of a year

Unit : in thousands

<u>Code</u>	CASH FLOWS FROM OPERATING ACTIVITIES		<b>19</b>
A1	Income before income tax	\$ 6,718	\$ 18
A1	Adjustments for :		
A1	Depreciation expense	5,618	5,517,6
A1	Amortization expense	48,89	7,
A1	Expected credit loss recognition	9,81	,615

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P r o c e e d s f r o m d i s p o s a l o f f i n a n c i a l a s s e t s a t



**E x h i b i t 7 : C o m p a r i s o n T a b l e o f M o r d i c e f i d e u d r A r f  
S h a r e h o l d e r s M e e t i n g s ”**

Mod i f i e d A r t i c l e s	E x i s t i n g A r t i c l e
1 To establish a strong and sound system and capabilities for shareholders to meet changes, to strengthen management and maintenance of minutes by abhiel these Rules are adopted. Pursuant to Article 5 of the Corporation Law, the Best-Practice Principles for Listed Companies in securities authority.	To be amended T o n e g s g a b e r i n h a n c e s t p o n g u g a v e r n a n c e s y s t e m d o r v a i n s d o r y s o u n d O r d u p m a n c e s o r y shareholders meet changes, to strengthen management and maintenance of minutes by abhiel these Rules are adopted. Pursuant to Article 5 of the Corporation Law, the Best-Practice Principles for Listed Companies in securities authority.

(omit)

Election or dismissal of directors or supervisors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the company by directors, surplus profit distributed in the form of new shares, reserved distributed in the form of new shares, the dissolution, merger, or demerger of the corporation, or any matter under Article 185, paragraph 1 shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders meeting. None of the above matters may be raised by an extraordinary motion; the essential contents may be posted on the website designated by the competent authority in charge of securities affairs of the corporation, and such website shall be indicated in the above notice.

Where re-election of all directors and supervisors as well as their inauguration date is stated in the r

## Modified Articles

## Existing Article

a written proposals shall be limited to one meeting per year, and the number of items shall not exceed five. With the however, is limited to one meeting per year, and the proposal containing the same shall be included in the meeting agenda, provided that the proposal for urging the Board of Directors to nominate a director, alter the social responsibility of the company, or promote public interest, reduce social responsibility, or nominate a director, shall be included in the agenda as a public company director. In addition, where competing with the circumstances of a company, a director may be nominated by the Board of Directors in the form of news sheet. Article 7-1 paragraphs 4 of which are forwarded by a shareholder, the Board of Directors may exclude it from the agenda.

Prior to the book closure date before a regular shareholders meeting is held, this Corporation shall publicly announce its acceptance of shareholder proposals in writing or electronically, and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 1 day.

Shareholder-submitted proposals are limited to words, and no proposal containing more than words will be included in the meeting agenda.

The shareholder making the proposal shall be present in person or by proxy at the regular shareholders meeting and take part in discussion of the proposal.

Prior to the date for issuance of notice of a shareholders meeting, this Corporation shall inform the shareholders who submitted proposals of the proposal screening results, and shall list in the meeting notice the proposals that conform to the provisions of this article. At the shareholders meeting the board of directors shall explain the reasons for exclusion of any shareholder proposals not included in the agenda.

Modified Articles

Existing Article

still be included in the list of p  
to be discussed at a regular meet  
shareholders by the board of dire  
In addition, when the circumstan  
any subparagraph of Article Π-1  
paragraph Cho4m p at the Act apply  
to a proposal put forward by a

**Modified Articles**

**Existing Article**

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

Modified Articles	Existing Article
<p>statement of the nsutmbteerm o if t s ñ f a rtehse obtained by sol iocbittaoirnse d t hbryou g b l iicsis tuoerds b yt thre solicitation and tshoelniwmi b eart idf ns dñad etSh teor ukm b eErx &amp; f has represented by prox e p s ,easnedn st he al lblymparkoe &amp; o e p ,oarnadt si h o an 1 an express disclo saunr e xopfr e h s sl am e laot s Juarneu a f yt &amp; e s a m the place r e h o h d es th atmhee pt lianger e h o h d es th same etting. If matters put to a fr m a o l e t is opu a tt o a resolution shareholders mee shi ange h o d s t is tum e etting consti material information in ant umidælr iamp spol rincat ilœn under appl laws or regulation nsaw s w n dreerg Td a w a n s or under Tai Stock Exchange <u>C</u> S it po ck at iEoxnc h a n g e Corporation <u>G</u> reTai <u>S</u>ecuritie s M a g k e a t ri egnus l at thi osn Corporation this Corporation usph ad al d utph loca dn t h e t of such resol content of such re so ot h u et MOrP St w i t t hei n the prescrib MOPS within the p t a m e p ie breido dt.ime period.</p>	<p>nNuam b 45l of s ha r an</p>

These regulations shall be effective from the date of promulgation and shall come into effect upon approval by the shareholders at the annual general meeting and the date of filing and the date of listing of stocks of this company on the Taiwan Stock Exchange. Stock Exchange.

These rules were formulated on May 5, 2011

These rules were amended for the time on June 7, 2011

These rules were amended for the second time on June 6, 2011

These rules were amended for the third time on June 17, 2011

These rules were amended for the fourth time on June 19, 2011

These rules were amended for the fifth time on XXXX, 2011

**E x h i b i t   8 : C o m p a r i s o n   T a b l e   o f   M o d d i r f e i s e f l o A**

Modified Articles

Existing Article

When the number of directors falls below five due to the dismissal of a director for any reason, this

Modified Articles	Ex	String Article
<del>8</del> (omit)	<del>9</del> (omit)	Article 4 add article number
<del>9</del> (omit)	<del>4</del> (omit)	To coordinate the deletion Article 4 add article number
	<del>4</del> <p>If a candidate is a must enter the ca name and shareholder in the "candidate" ballot; for a non- shall enter the e and identity card candidate is a shareholder, the juristic persons entered in the c candidate's account paper, or both the juristic persons name of its repre entered. When the representatives, respective repre entered.</p>	Deleted shareholder, a number that the § 18j name of the shareholder and representative may there are multiple the names of representative sha

Modified Articles	Existing Article
	<p>in addition to the candidate's account name or shareholder account number and the number of eight digits noted.</p> <p>6. The name of the candidate entered in the ballot is identical to the another shareholder, but no shareholder account number or identity card number is provided ballot to identify such individual.</p>
<u>1</u> The voting rights on site immediate to the poll, and the calculation, including persons elected a numbers of votes were elected, shall be coordinated by the chair on the site.	<p>4-</p> <p>The voting rights shall be sealed with the monitoring person and kept however, a shareholder pursuant to Article 18(9) of the Company Act, the retained until litigation.</p>
<u>1</u> The board of directors of the corporation shall be selected as officers.	<p>4-</p> <p>The board of directors shall consist of at least one director.</p>
<u>1</u> These Procedures are implemented after the shareholders meeting on January 9, 2017. These Procedures were first time on June 17, 2017. These rules were	<p>5-</p> <p>These Procedures, which have been amended to implement by a later shareholders meeting in article number 18(9), were first time on January 9, 2017. These Procedures were first time on June 17, 2017. These rules were amended for the</p>

Modified Articles	Existing Article
second time on XXX[X,1]	