

GREEN RIVER HOLDING CO. LTD.

2021 Annual Meeting of Shareholders

Reports on Company Affairs

Report No. 1: 2020 Business Reports

Explanation: The 2020 Business Report is attached as pp. 7~10, Annex I.

Report No. 2: 2020 Audit Committee's Review Report

Explanation: The 2020 Audit Committee's Review Report is attached as pp. 11, Annex II.

Acknowledgments and Discussions

Proposal 1

Proposed by the Board

Item: Adoption of the 2020 Business Report and Consolidated Financial Statements

Explanation:

1. The Company's 2020 Consolidated Financial Statements, including the balance sheet, income statement, statement of changes in shareholders' equity, and statement of cash flows, were audited by independent auditors, Chang, Chun-I and Chao, Min-Ju of KPMG Taiwan.
2. The 2020 Business Report, independent auditors' audit report, and the above-mentioned Consolidated Financial Statements are attached as pp.7~10, Annex I and pp.12~18, Annex III.
3. Please acknowledge.

Resolution:

Proposal 2

Proposed by the Board

Item: Adoption of the Proposal for Distribution of 2020 Profits

Explanation:

1. The Board has adopted a Proposal for Distribution of 2020 Profits on 2021/03/24.
2. The 2020 Profit Distribution Table is attached as pp.19, Annex IV.
3. Please acknowledge.

Resolution:

Proposal 3

Proposed by the Board

Item: Amendment to the Company's the Articles of Association

Explanation:

1. In order to conform to the needs of commercial practice and the amendments to related commercial laws, the Company hereby proposes to amend the Articles of Association. Comparison table for revised provisions is attached as pp.20~25 Annex V.
2. Please proceed to discuss.

Resolution:

Proposal 4

Proposed by the Board

Item: Amendment to the Rules for Election of Directors

Explanation:

1. In order to cooperate with the announcement in accordance with Ruling No. 10900582662 issued by the TPEX on 2020/06/12 and to conform to the needs of commercial practice, the Company hereby proposes to amend the “Rules for Election of Directors” of the Company. The comparison table for revised provisions is attached as pp.26~30, Annex VI.
2. Please proceed to discuss.

Resolution:

Proposal 5

Proposed by the Board

Item: Amendment to the Rules of Procedure for Shareholders Meetings

Explanation:

1. In order to cooperate with the announcement in accordance with Ruling No. 10900582662 and Ruling No. 11000519041 issued by the TPEX on 2020/06/12 and 2021/02/09, respectively and to conform to the needs of commercial practice, the Company hereby proposes to amend the “Rules of Procedure for Shareholders Meetings” of the Company. The comparison table for revised provisions is attached as pp.31~32, Annex VII.
2. Please proceed to discuss.

Resolution:

Elections

Proposal 1

Proposed by the Board

Item: Election of Directors

Explanation:

1. The term of office of the 4th directors and independent directors will be expired in 2021/06/11. Accordingly, the Board of Directors proposed to duly elect directors, independent directors at this year's Annual Meeting of Shareholders.
2. According to the Articles of Incorporate, a candidate nomination system shall be adopted. The 2021 shareholders' meeting shall elect 7 directors (including 3 independent directors).
3. Three-year term of the newly-elected directors started from 2021/06/23 and concluded on 2024/06/22. The term of office of outgoing directors shall be extended until the 2021 Annual Meeting of Shareholders has been adjourned. Please proceed to elect.
4. The nomination list of directors (including independent directors) is as below:

Category	Name	Main Experience /educational background	Present position	Current Shareholding
Director	Hsieh, Jung-Hui	- Department of Civil Engineering, National Cheng Kung University - Standard Pallet International Co., Ltd./Factory Manager/Responsible Person	- Director of Subsidiaries GP, GPT, GRW, GRP, TNR, and HM - Chairman of the Company and Subsidiaries GP, GPT, GRW, GRP, TNR, and HM	6,383,592
Director	Chin Tai Holding Inc.	—		4,110,548
Director	Forward Thinking Limited	—		1,161
Director	Park Island Enterprises Limited	—		1,161
Independent Director	Chang, Jun En	- PhD. in Civil Engineering, Tohoku University, Japan - Master of Civil Engineering, National Cheng Kung University - College of Engineering, National Cheng Kung University/ Deputy Dean - Environmental Protection Administration, Executive Yuan, R.O.C.(Taiwan)/ Minister - Formosa Association of Resource Recycling/ Chairman - Sustainable Environment Research Laboratories, National Cheng Kung University, Director - Department of Environmental Engineering, National Cheng Kung University, Professor	- Department of Environmental Engineering, National Cheng Kung University, Emeritus Professor - Cleanaway Co Ltd, Independent Director - Cheng Mei Materials Technology Corporation, Independent Director - Yung Yuan Chemical Materials Corp., Consultant	0
Independent Director	Pai, Pei Lin	-PhD. in Electrical Engineering, University of California, Berkeley -Department of Electrical Engineering, National Taiwan University -Nanya Technology Corporation, Vice President and Spokesman -Alpha & Omega Semiconductor Co., Ltd., Vice President -FocalTech Systems Co., Ltd., Vice President	-HiTi Digital Inc., Director -Excelsior Bio-System Co., Ltd., Supervisor -Winbond Electronics Corp, Vice President	0

Category	Name	Main Experience /educational background	Present position	Current Shareholding
Independent Director	Chen, Yu-Hsuan	- Master of The Department of Asia-Pacific Industrial and Business Management, National University of Kaohsiung - Bachelor of Accounting group, Department of Business Management, National Sun Yat-sen University - Sheh Kai Precision Co., Ltd audit Director	- Sheh Kai Precision Co., Ltd audit Director and Chairman's Special Assistant - Hye Technology Co., Ltd. Supervisor - Kuan-Yi Investment Co., Ltd Supervisor - Bymit Inc. Supervisor - Tian Yu Hsuan Ltd. Representative	0

5. Mr. Pai, Pei-ling, the independent director, has served his term three times in a row; the reason for his nomination is with his experiences in production/management fields have a great help in the Company.
6. This election has followed the “Rules for Election of Directors” of the Company.
7. Please proceed to elect.

Voting Results:

Other Matters

Proposal 1

Proposed by the Board

Item: To release the Prohibition on Directors from Participation in Competitive Business

Explanation:

1. According to Article 209 of the Company Act, any director who does anything for himself or on behalf of another person that is within the scope of the Company's business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval
2. The directors may participate in investment or operation of another company that engages in the same or similar business scope. Thus, the Company proposes to release the prohibition on the newly-elected directors from participation in competitive business, under the premise that no harm to the Company's interest.
3. The concurrent positions of the nominated directors which propose to release from participation in competitive business are as below:

Category	Name	Concurrent Position
Director	Hsieh, Jung-Hui	- Director of Subsidiaries GP, GPT, GRW, GRP, TNR, and HM - Chairman of the Company and Subsidiaries GP, GPT, GRW, GRP, TNR, and HM

Category	Name	Concurrent Position
Independent Director	Chang, Jun En	- Cleanaway Co Ltd, Independent Director - Cheng Mei Materials Technology Corporation, Independent Director - Yung Yuan Chemical Materials Corp., Consultant
Independent Director	Pai, Pei Lin	-HiTi Digital Inc., Director -Excelsior Bio-System Co., Ltd., Supervisor -Winbond Electronics Corp, Vice President
Independent Director	Chen, Yu-Hsuan	- Sheh Kai Precision Co., Ltd audit Director and Chairman's Special Assistant - Hye Technology Co., Ltd. Supervisor - Kuan-Yi Investment Co., Ltd Supervisor - Bymit Inc. Supervisor - Tian Yu Hsuan Ltd. Representative

4. Please proceed to discuss.

Resolution:

Questions and Motions

Adjournment