



長榮海運股份有限公司
EVERGREEN MARINE CORP. (TAIWAN) LTD.

Stock Code : 2603

EVERGREEN MARINE CORP. (TAIWAN) LTD.

2016 Annual General Shareholders' Meeting

Meeting Handbook

June 22, 2016

THIS IS A TRANSLATION OF THE HANDBOOK FOR THE 2016 ANNUAL SHAREHOLDERS' MEETING (THE "HANDBOOK") OF EVERGREEN MARINE CORP. (TAIWAN) LTD. (THE "COMPANY"). THIS TRANSLATION IS INTENDED FOR REFERENCE ONLY AND NOTHING ELSE, THE COMPANY HEREBY DISCLAIMS ANY AND ALL LIABILITIES WHATSOEVER FOR THE TRANSLATION. THE CHINESE TEXT OF THE HANDBOOK SHALL GOVERN ANY AND ALL MATTERS RELATED TO THE INTERPRETATION OF THE SUBJECT MATTER STATED HEREIN.

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EVERGREEN MARINE CORP. (TAIWAN) LTD.

2016 Annual General Shareholders' Meeting

Meeting Time: June 22 (Wednesday), 2016 9:00 am

Meeting Location: Conference Hall (the 15th floor)
No. 163 Sec. 1, Hsin-Nan Road, Lu-Chu Dist., Taoyuan City,
Taiwan (R.O.C.)

Attendance: There are 3,512,355,986 shares issued by the Company, the number of shareholder representatives attending make up _____ shares, reaching ___% of the total issued shares.

Chairman: Chang, Cheng-Yung, the Chairman of the Board

I. Report the total number of shares represented at this AGM and announce commencement of the meeting.

II. Chairman's Address.

III. Discussion Items:

Proposed by the Board of Directors

Proposal: Proposal to amend the Company's "Articles of Incorporation." Amendments shown in a comparison table on the Handbook (page 6). Please discuss.

Description:

1. In accordance with the Article 235, 240 and 235-1 of the revised Company Act announced on May 20, 2015 by Order No. 10400058161 and Letter No. 10402413890 of the Ministry of Economic Affairs, we are to amend the Company's "Articles of Incorporation."
2. Highlights of the amendments:
 - a. If the Company makes profit in a fiscal year, employees' compensation, no less than 0.5% of the profit, and remuneration of directors and supervisors, no more than 5% of the profit, shall be set

aside. The amount of employees' compensation, remuneration of directors and supervisors, and the payment method of employees' compensation shall be determined by a resolution adopted by a majority vote at a board of directors' meeting attended by two-thirds or more of the directors and be reported at a shareholder's meeting.

- b. Amend the original Article 26 to Article 26-1 and delete employees bonuses, and remuneration of directors and supervisors paragraph.

Resolution:

IV. Report Items:

- A. Report of the Company's 2015 Business Operation (Handbook pages 9-14).
- B. Supervisors' report for the year ended December 31, 2015 (Handbook page 33).
- C. Report of not setting aside Employees' Compensation and Remuneration of Directors and Supervisors: Since there was no profit in fiscal year 2015, the Company does not set aside employees' compensation and remuneration of directors and supervisors pursuant to the revised Article 26 of Articles of Incorporation.

V. Ratification and Discussion Items

Proposed by the Board of Directors

Proposal 1: Ratification of the 2015 Business Report and Audited Financial Statements. (Handbook pages 9-31.) Please ratify.

Description: The 2015 Business Report and Financial Statements of the Company have been reviewed by PricewaterhouseCoopers, Taiwan, and have also been reviewed and audited by the Supervisors.

Resolution:

**Proposal 2: Ratification of 2015 earnings distribution. (Handbook page 32.)
Please Ratify.**

Description: The net loss for fiscal year 2015 is NT\$4,408,078,587. After adding unappropriated retained earnings of previous years, there is still appropriable earnings for the year ended Dec. 31, 2015. But based on the principle of stabilization for sustainable management of the Company, it is proposed to reserve all appropriable earnings to meet future needs and not to allocate dividends.

Resolution:

Proposal 3: Discussion to approve the lifting of director non-competition restrictions. Please review and discuss.

Description:

1. Directors who, for themselves or others run businesses which are within the business scope of the Company, shall report to and obtain permission from the shareholders' meeting in accordance with Article 209 of Company Act.
2. Information of the Directors who concurrently serve in a position of other companies is as follows:

Name	The positions directors serve in other companies	The business item same to the Company
Mr. Chang, Cheng-Yung (Representative of Evergreen Airline Service Corporation)	Director and President of Greencompass Marine S.A.	Ship Transportation
	Director and President of Gaining Enterprise S.A.	
	Director of Taipei Port Container Terminal Corporation	Container Distributing Center Business
	President of Pt. Multi Bina Pura International	

Name	The positions directors serve in other companies	The business item same to the Company
Mr. Chang, Cheng-Yung (Representative of Evergreen Airline Service Corporation)	Director of Qingdao Evergreen Container Storage & Transportation Co., Ltd.	Container Distributing Center Business
	Director of Vip Greenport Joint Stock Company	
	Director and Secretary of Everport Terminal Services Inc.	
Mr. Chang, Kuo-Hua (Representative of Evergreen international S.A.)	Director of Evergreen International Storage & Transport Corporation	Ship Transportation & Container Distributing Center Business
Mr. Lee, Mong-Jye (Representative of Chang Yung-Fa Charity Foundation)	Director and Secretary of Greencompass Marine S.A.	Ship Transportation
	Director of Gaining Enterprise S.A.	
	Director of PT. Evergreen Shipping Agency Indonesia	
	Director of Pt. Multi Bina Pura International	Container Distributing Center Business
	Director of Everport Terminal Services Inc.	
Mr. Hu, Daw-Ming (Representative of Evergreen international S.A.)	Director of Taipei Port Container Terminal Corporation	Container Distributing Center Business

3. The aforementioned directors are also directors of other companies without prejudice to the interests of the Company. Therefore, lifting of director non-competition restriction is proposed to the shareholders' meeting for approval.

Resolution:

VI. Extraordinary Motions

VII. Meeting Adjournment

EVERGREEN MARINE CORPORATION (TAIWAN) LTD.

Comparison Table for the Article of Incorporation Before and After Amendments

After Amendments	Before Amendments	Reason for Amendment
Article 26: <u>If the Company makes profit in a fiscal year, employees' compensation, no less than 0.5% of the profit, and remuneration of directors and supervisors, no more than 5% of the profit, shall be set aside. However, in case the Company has accumulated losses, the Company shall reserve an amount to offset accumulated losses beforehand. The employees' compensation and the remuneration of directors and supervisors shall be set aside afterwards according to the principles mentioned above.</u> <u>The employees' compensation shall be distributed in the form of stock or cash; while the remuneration of directors and supervisors shall be distributed only in the form of cash.</u> <u>The profit in item 1 refers to profit before tax without deducting employees' compensation and remuneration of directors and supervisors.</u>	Article 26: <u>If the Company reports a surplus at the year end, after clearing taxes, the Company shall first offset losses from previous years (if any), then set aside 10% of the balance as the statutory surplus reserve, and set aside or reverse special surplus reserve per the provisions. After that, the Board of Directors shall propose a distribution plan for the balance plus the retained earnings accrued from prior years, submit the distribution plan to the shareholders' meeting for approval, and then distribute it. Employee bonuses shall be no less than 0.5% of the distributed amount, while the remuneration of directors and supervisors shall be no more than 5% of the total distributed amount.</u> <u>The dividends shall be distributed in the combination of cash and stocks, provided that cash dividends shall not be less than 10% of the total amount of dividends.</u>	Per Article 235-1 of the Company Act and the Letter Jing-Shang-Zi No. 10402413890 issued by the Ministry of Economic Affairs, this article is established: 1.Item 1 establishes the percentage to set aside out of the profit for employees' compensation and remuneration of directors and supervisors, if the Company makes any profit during a year. 2.Item 2 establishes the distribution method for employees' compensation and the remuneration of directors and supervisors. 3.Per Article 235-1 of the Company Act, Item 3 defines the "profit" mentioned in Item 1. 4.Item 4 establishes that the amount of employees' compensation and the remuneration of directors and supervisors as well as the distribution method of employees' compensation shall be determined by a

After Amendments	Before Amendments	Reason for Amendment
<u>The amount of employees' compensation and remuneration of directors and supervisors as well as the payment method of employees' compensation shall be determined by a resolution adopted by a majority vote at a board of directors' meeting attended by two-thirds or more of the directors and be reported at a shareholder's meeting.</u>		special resolution from the Board of Directors, and reported at a shareholders' meeting.
<u>Article 26-1:</u> If the Company reports a surplus at the year end, after clearing taxes, the Company shall first offset losses from previous years (if any), then set aside 10% of the balance as the statutory surplus reserve, and set aside or reverse special surplus reserve per the provisions. After that, the Board of Directors shall propose a <u>surplus</u> distribution plan of the balance plus the retained earnings accrued from prior years, submit the distribution plan to the shareholders' meeting for approval, and then distribute it. The dividends shall be distributed in the combination of cash and stocks, provided that		1.Move the original Article 26 to this item. 2.Per the revision of the Article 235 of the Company Act, remove items regarding employee bonuses, revise item 1, and delete the following: "Employee bonuses shall be no less than 0.5% of the distributed amount, while the remuneration of directors and supervisors shall be no more than 5% of the total distributed amount." 3.The distribution of earnings is the right of shareholders. Employees and directors and supervisors are not the object of the surplus allocation. Thus, to

After Amendments	Before Amendments	Reason for Amendment
cash dividends shall not be less than 10% of the total amount of dividends.		make it clear, item 1 defines that the distribution plan proposed by the Board of Directors is the distribution plan for surplus.
Article 29: Added the following sentence to the original article: <u>“The 42nd amendment was made on June 22, 2016.”</u>	Article 29: Omitted.	To add the amendment date.

EVERGREEN MARINE CORP. (TAIWAN) LTD.

Business Report of the year 2015

The container shipping industry experienced an unforgettably difficult year in 2015. The global political and economic situation has been depressed and jeopardized. Economic recovery, which was much slower than expected, caused a growth in sluggish cargo volume. Furthermore, due to new deliveries in large ships, shipping carriers have been struggling with persistent overcapacity and weak demand. Price competition has driven freight rates to historic lows. Despite several large acquisition and mergers in the container shipping industry, the unprecedented challenges on the sustainability still remain.

To strengthen business competitiveness, Evergreen has been making flexible adjustments with fleet deployment and service routes. Loading capability was maximized. Fuel consumption was lowered, saving fuel costs as well as protecting environment. Moreover, improvements were made with service scope, sailing frequency, and delivery time by working closely with alliance partners. Under Evergreen's business policies and strategic guidance, all colleagues utilized great teamwork effort to trim down costs and provide dedicated professional customer service.

With the readjusted structure, all employees are well prepared to meet future challenges. Respectfully we present you the following reports:

1. Container shipping market overview

A. Cargo volume growth

Due to sluggish global economic growth, the cargo volume growth was hindered. According to the International Monetary Fund (IMF) forecast, the global GDP growth for 2015 only reached 3.1%, and the volume of world trade only grew 2.5%, which is lower than global GDP growth. Global container cargo growth for 2015 was 1.7%, lower than the previous year's 5.2%. Far East to Europe westbound cargo volume declined 4.3%, while the volume on eastbound Pacific routes grew 3.7%.

B. The supply of ship capacity

Due to the delivery of newbuilding fleets, the global capacity increased by 8.5%, with a total of 214 units, 1,720,000 TEU capacities. Ships sizes above 10,000 TEU account for 54% of all the new deliveries. It not only occupied more than a half of capacity of the Far East to Europe trade lane, but also affected other secondary trade lanes with “cascading effects.”

Due to a cooled “Peak Season,” operating losses forced carriers to adopt the unprecedented measure of capacity reductions in the traditional peak season, resulting in the increased number of idle ships. Beginning in 2015, the idle container ships amounted to about 200 thousands TEUs, and then the number had climbed to 1,400,000 TEU by November, nearly the highest record during the financial crisis period.

C. Carriers’ Performances

To cope with the imbalanced supply and demand situation, ocean carriers take cost reduction as priority consideration, such as accession to the alliances, re-organizing service lines, blank voyages, and freight rate restoring programs, etc.

Last year was the most drastic year in terms of volatility in China’s export container freight index (CCFI). Freight rate level was constrained by supply and demand factors. A series of pricing efforts failed to revitalize the average profitability for carriers, which had turned negative at the third quarter from the positive number in first half of the year. During the fourth quarter, the freight rates of many shipping routes reached a historic low.

2. Our Strategy

Our business strategy seeks to be both robust and flexible enough to respond to market supply and demand imbalances, and unstable freight rates. Joining the shipping alliance to maintain the diverse transport routes is one of our primary operating strategies. The strategies are summarized as follows:

- (1) Cost reduction— continuing to control the four main costs, and try to reduce unit costs;

- (2) Grasp the opportunities to increase profits– to seize the opportunity to adjust the freight rate and find the niche markets in respond to the market demand and supply;
- (3) Activation Benefit– to control the cargo structure, and optimize fleet transport capacity;
- (4) Join the shipping alliance– to cooperate with other partners for providing expanded service network; and
- (5) Service Enhancement– to provide our customers a better service and accurate sailing schedules.

3. Fulfillment Ratio of Financial Target

The 2015 actual consolidated operating income was NT\$133.81 billion, compared with estimated consolidated operating income NT\$138.13 billion, the fulfill rate was 96.88%.

4. Annual Accounts & Profitability Analysis

In 2015, the actual consolidated operating income totaled NT\$133.81 billion, compared with year 2014's NT\$144.28 billion, decreased by NT\$10.47 billion. In 2015, the actual consolidated operating cost was NT\$132.19 billion, compared with year 2014's NT\$136.94 billion, decreased by NT\$4.74 billion.

5. Research & Development

A. Green Fleet

Eco-friendliness and emission reduction remain our fundamental principles. Along with the deliveries of 20 all-new L-type green ships since July 2012 (all of them had received by the end of last year), the “optimized ship hull” concept, which emphasizes on material, configuration, and equipment, etc., is imbedded in our fleet designing and shipbuilding to achieve best efficiency and eco-friendly purposes. These design concepts will address ballast water treatment plant, minimum ballast and electronic controlled fuel injection engine with function under low-load condition. Equipped with all the environmental features, the L-type ships will reduce the drag and cut CO2 emissions by up to 15 percent compared to their S-type predecessors.

In addition, we continuously maintain the “Environmental Guardians” page on our website so as to proactively share our management of emissions and treatment of ballast and sludge, 19 state-of-the-art designs on L-type and other green instruments for the easy reference of our customers.

B. Maritime Training

Evergreen uphold the spirit and vision of sustainable development, committing to professional maritime training. There are full of training equipment in Evergreen Seafarer Training Center, and we rigorously organized a series of training courses, keep improving crew’s professional knowledge and skills so as to prevent maritime accidents and environmental pollution.

- (1) In 2015, Evergreen Seafarer Training Center organized a total of 30 categories, 282 professional training courses, training up to 2,486 people.
- (2) Evergreen started to offer refrigerated container maintenance training courses to enhance the engineer’s troubleshooting and repairing skills, and ensured the normal operation of reefer container as well as maintaining good quality of frozen/refrigerated goods.
- (3) In September 2015, the UK Maritime and Coastguard Agency confirmed Shipboard High Voltage Training (Management Level) and Shipboard High Voltage Training (Operational Level). The courses provided by Evergreen Seafarer Training Center (ESTC) met the requirements of IMO STCW (Standards of Safety, Training, Certification, and Watchkeeping) 2010 Amendments, while starting high voltage training courses to ensure personal and equipment safety.
- (4) Evergreen Seafarer Training Center (ESTC) had further received renewal certification of “Human Element, Leadership and Bridge Resource Management,” “Human Element, Leadership and Engine Room Resource Management,” and “Operational Use of ECDIS Course” in December 2015 from the leading Japanese class society, Class NK.

C. E-Commerce Enhancement

- (1) Evergreen Shipment link is being constantly upgraded and innovated for customers. In 2015, the online log-in and uploading of money remittance functions were incorporated into the system for the Greater China region. Customers can get the updated information immediately, as well as achieve purposes of carbon reduction and the paperless operation.
- (2) For regulatory compliance needs, we also provide “Evergreen Line Competition Policy” on our website, declaring our social responsibility and the duty of complying with the U.S. Antitrust Law, EU competition law and any other jurisdictions' similar regulations on Antitrust, Antimonopoly, Cartel or Competition.

D. Renowned Quality

By devotions to enhancing service quality, Evergreen keeps earning reliance and recognitions from customers, media, and organizations worldwide:

- (1) In March 2015, Evergreen was named the recipient of the “2015 LOGNET E-Commerce Excellence Award” at the Trans Pacific Maritime conference. The award was given in recognition of Evergreen's outstanding achievement in processing customer electronic information. The award is recognized as the top such honor in electronic commerce in the international trade and transportation industry and recognizes Evergreen's commitment to customers in every area of operations.
- (2) Evergreen was awarded “Best Global Shipping Line” by Asia Cargo News at the “2015 Asian Freight Logistics and Supply Chain Awards.” Over 15,000 readers of Asia Cargo News were asked to select the companies that had consistently demonstrated excellence in customer service, innovation, and quality of services provided. This accolade of Best Global Shipping Line is therefore particularly significant as it signifies a vote of confidence in Evergreen's quality performance from its customers themselves.

This honor is in recognition of Evergreen Line's consistent efforts to enhance its services to our customers. Customer demand is the foundation of our

strategic planning. We closely monitor the developments of the global economy and demands of our customers, adjusting our service network accordingly.

The AFLAS Awards recognize outstanding performance, service innovation and the efforts in environmental protection by transportation service providers around the world. In addition to ocean carriers, the annual survey by Asia Cargo News also covers seaports, container terminals, logistics companies and many other players in the global transportation service chain.

In pursuit of positive business results, we shall regularly review the execution by using Key Performance Indicator, so that the overall operation can be monitored, analyzed properly. There are clear performing indicators for reference on adjustment of activities. The Company management and executives are also committed to providing the resources necessary to introduce and implement quantified performance. The consensus in company policy will result in a sounder business model, operating targets aimed at sustainable, long-term profits, and fulfill our corporate social responsibility in looking after employees and giving back to society. This will in turn maintain our status as the brand leader of global sea shipping industry.

EVERGREEN MARINE CORPORATION (TAIWAN) LTD. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
YEARS ENDED DECEMBER 31

(Expressed in thousands of New Taiwan dollars, except as otherwise indicated)

Assets	Notes	December 31, 2015		December 31, 2014	
		AMOUNT	%	AMOUNT	%
Current assets					
Cash and cash equivalents	6(1)	\$ 32,834,520	17	\$ 32,826,541	17
Held-to-maturity financial assets - current	6(3)	200,000	-	-	-
Notes receivable, net		39,624	-	68,095	-
Accounts receivable, net	6(4)	10,783,582	6	14,167,175	8
Accounts receivable, net - related parties	7	762,913	-	451,085	-
Other receivables		320,983	-	441,545	-
Other receivables - related parties	7	470,771	-	318,063	-
Current income tax assets		226,444	-	2,788	-
Inventories	6(5)	2,798,186	1	4,492,807	2
Prepayments		917,626	1	1,005,630	1
Other current assets	6(6), 7 and 8	2,817,350	2	3,495,230	2
Current assets		52,171,999	27	57,268,959	30
Non-current assets					
Available-for-sale financial assets - non-current	6(2)	2,576,927	1	2,211,369	1
Held-to-maturity financial assets - non-current	6(3)	220,000	-	370,000	-
Investments accounted for using equity method	6(7)	24,584,558	13	23,550,100	13
Property, plant and equipment, net	6(8), 7 and 8	107,619,180	56	99,524,289	53
Investment property, net	6(9) and 8	1,967,025	1	1,987,214	1
Intangible assets		22,371	-	22,578	-
Deferred income tax assets	6(28)	489,531	-	386,009	-
Other non-current assets	6(10) and 8	3,000,616	2	3,614,489	2
Non-current assets		140,480,208	73	131,666,048	70
Total assets		\$ 192,652,207	100	\$ 188,935,007	100

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EVERGREEN MARINE CORPORATION (TAIWAN) LTD. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
YEARS ENDED DECEMBER 31

(Expressed in thousands of New Taiwan dollars, except as otherwise indicated)

Liabilities and Equity	Notes	December 31, 2015		December 31, 2014	
		AMOUNT	%	AMOUNT	%
Current liabilities					
Accounts payable		\$ 12,658,949	6	\$ 14,385,345	8
Accounts payable - related parties	7	192,562	-	667,569	-
Other payables		1,826,325	1	2,399,967	1
Other payables - related parties	7	133,170	-	118,835	-
Current income tax liabilities		217,478	-	900,973	1
Other current liabilities	6(11) and 7	24,327,683	13	22,180,734	12
Current liabilities		<u>39,356,167</u>	<u>20</u>	<u>40,653,423</u>	<u>22</u>
Non-current liabilities					
Corporate bonds payable	6(12)	3,000,000	2	3,000,000	1
Long-term loans	6(13)	71,095,549	37	61,022,348	32
Deferred income tax liabilities	6(28)	961,391	-	1,196,839	1
Other non-current liabilities	6(14)(15)	16,944,498	9	18,226,064	10
Non-current liabilities		<u>92,001,438</u>	<u>48</u>	<u>83,445,251</u>	<u>44</u>
Total liabilities		<u>131,357,605</u>	<u>68</u>	<u>124,098,674</u>	<u>66</u>
Equity attributable to owners of the parent					
Capital	6(17)				
Common stock		35,123,560	18	34,775,802	18
Capital surplus	6(18)				
Capital surplus		7,986,633	4	7,292,458	4
Retained earnings	6(19)				
Legal reserve		9,233,242	5	9,115,638	5
Special reserve		-	-	828,940	-
Unappropriated retained earnings		2,561,825	1	7,240,507	4
Other equity interest	6(20)				
Other equity interest		3,095,787	2	1,627,440	1
Equity attributable to owners of the parent		<u>58,001,047</u>	<u>30</u>	<u>60,880,785</u>	<u>32</u>
Non-controlling interest		<u>3,293,555</u>	<u>2</u>	<u>3,955,548</u>	<u>2</u>
Total equity		<u>61,294,602</u>	<u>32</u>	<u>64,836,333</u>	<u>34</u>
Significant contingent liabilities and unrecognised contract commitments	9				
Significant events after the balance sheet date	11				
Total liabilities and equity		<u>\$ 192,652,207</u>	<u>100</u>	<u>\$ 188,935,007</u>	<u>100</u>

The accompanying notes are an integral part of these consolidated financial statements.
See report of independent accountants dated March 29, 2016.

EVERGREEN MARINE CORPORATION (TAIWAN) LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME
FOR THE YEARS ENDED DECEMBER 31

(Expressed in thousands of New Taiwan dollars, except as otherwise indicated)

Items	Notes	Year ended December 31			
		2015		2014	
		AMOUNT	%	AMOUNT	%
Operating revenue	6(21) and 7	\$ 133,813,687	100	\$ 144,284,374	100
Operating costs	6(26)(27) and 7	(132,194,363)	(99)	(136,937,148)	(95)
Gross profit		1,619,324	1	7,347,226	5
Unrealised profit from sales		(84,261)	-	(2,104)	-
Realised profit on from sales		5,252	-	105	-
Gross profit, net		1,540,315	1	7,345,227	5
Operating expenses	6(26)(27) and 7	(5,701,090)	(4)	(5,754,712)	(4)
Other gains, net	6(22)	313,749	-	2,167,500	1
Operating (loss) profit		(3,847,026)	(3)	3,758,015	2
Non-operating income and expenses					
Other income	6(23)	695,808	-	1,260,546	1
Other gains and losses	6(24)	(84,441)	-	253,192	-
Finance costs	6(25)	(986,094)	(1)	(539,372)	-
Share of loss of associates and joint ventures accounted for using equity method		(460,743)	-	(1,520,638)	(1)
Total non-operating income and expenses		(835,470)	(1)	(546,272)	-
(Loss) profit before income tax		(4,682,496)	(4)	3,211,743	2
Income tax expense	6(28)	(56,801)	-	(1,176,694)	(1)
(Loss) profit for the year		<u>(\$ 4,739,297)</u>	<u>(4)</u>	<u>\$ 2,035,049</u>	<u>1</u>

(Continued)

EVERGREEN MARINE CORPORATION (TAIWAN) LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME
FOR THE YEARS ENDED DECEMBER 31

(Expressed in thousands of New Taiwan dollars, except as otherwise indicated)

Items	Notes	Year ended December 31			
		2015		2014	
		AMOUNT	%	AMOUNT	%
Other comprehensive income (loss), net					
Components of other comprehensive income that will not be reclassified to profit or loss					
(Loss) gain on remeasurements of defined benefit plans		(\$ 162,439)	-	\$ 7,492	-
Share of other comprehensive loss of associates and joint ventures accounted for using equity method, components of other comprehensive income that will not be reclassified to profit or loss		(154,579)	-	(20,741)	-
Income tax related to components of other comprehensive income that will not be reclassified to profit or loss		22,440	-	13,236	-
Components of other comprehensive income that will not be reclassified to profit or loss		(294,578)	-	(13)	-
Components of other comprehensive income that will be reclassified to profit or loss:					
Exchange differences on translating the financial statements of foreign operations		327,271	-	2,073,737	2
Unrealised gain on valuation of available-for-sale financial assets		1,039,584	1	235,857	-
Share of other comprehensive (loss) income of associates and joint ventures accounted for using equity method, components of other comprehensive income that will be reclassified to profit or loss		(209,339)	-	299,604	-
Income tax relating to the components of other comprehensive loss		(11,789)	-	(14,932)	-
Components of other comprehensive income that will be reclassified to profit or loss		1,145,727	1	2,594,266	2
Other comprehensive income for the year, net of income tax		\$ 851,149	1	\$ 2,594,253	2
Total comprehensive (loss) income for the year		(\$ 3,888,148)	(3)	\$ 4,629,302	3
(Loss) profit, attributable to:					
Owners of the parent		(\$ 4,408,079)	(4)	\$ 1,155,924	-
Non-controlling interest		(\$ 331,218)	-	\$ 879,125	1
Comprehensive (loss) income attributable to:					
Owners of the parent		(\$ 3,226,155)	(3)	\$ 3,601,295	2
Non-controlling interest		(\$ 661,993)	-	\$ 1,028,007	1
(Loss) earnings per share (in dollars)	6(29)				
Basic (loss) earnings per share		(\$ 1.26)		\$ 0.33	
Diluted (loss) earnings per share		(\$ 1.26)		\$ 0.33	

The accompanying notes are an integral part of these consolidated financial statements.
See report of independent accountants dated March 29, 2016.

EVERGREEN MARINE CORPORATION (TAIWAN) LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014
(Expressed in thousands of New Taiwan dollars, except as otherwise indicated)

Equity attributable to owners of the parent															
	Notes	Common stock	Capital surplus	Legal reserve	Retained Earnings				Other equity interest				Total	Non-controlling interest	Total equity
					Special reserve	Unappropriated retained earnings	Exchange differences on translating the financial statements of foreign operations	Unrealised gain or loss on available-for-sale financial assets	Hedging instrument gain (loss) on effective hedge of cash flow hedges						
(Year 2014)															
Balance at January 1, 2014		\$ 34,749,523	\$ 7,271,957	\$ 9,115,638	\$ 5,814,993	\$ 1,109,539	(\$ 804,815)	(\$ 36,456)	\$ 12,331	\$57,232,710	\$ 2,927,541	\$ 60,160,251			
Appropriations of 2013 earnings		-	-	-	-	-	-	-	-	-	-	-			
Reversal of special reserve	6(17)	-	-	-	(4,986,053)	4,986,053	-	-	-	-	-	-			
Conversion of convertible bonds into common stock		26,279	23,555	-	-	-	-	-	-	49,834	-	49,834			
Stock warrants of convertible bonds	6(18)	-	(4,632)	-	-	-	-	-	-	(4,632)	-	(4,632)			
Adjustments to share of changes in equity of associates and joint ventures	6(18)	-	1,578	-	-	-	-	-	-	1,578	-	1,578			
Profit for the year		-	-	-	-	1,155,924	-	-	-	1,155,924	879,125	2,035,049			
Other comprehensive income (loss) for the year	6(20)	-	-	-	-	-	-	-	-	-	-	-			
Balance at December 31, 2014		<u>\$ 34,775,802</u>	<u>\$ 7,292,458</u>	<u>\$ 9,115,638</u>	<u>\$ 828,940</u>	<u>\$ 7,240,507</u>	<u>\$ 1,356,698</u>	<u>\$ 672,975</u>	<u>(\$ 365,777)</u>	<u>2,445,371</u>	<u>148,882</u>	<u>2,594,253</u>			
(Year 2015)															
Balance at January 1, 2015		\$ 34,775,802	\$ 7,292,458	\$ 9,115,638	\$ 828,940	\$ 7,240,507	\$ 1,356,698	\$ 636,519	(\$ 365,777)	\$60,880,785	\$ 3,955,548	\$ 64,836,333			
Appropriations of 2014 earnings	6(19)	-	-	-	-	-	-	-	-	-	-	-			
Legal reserve		-	-	117,604	-	(117,604)	-	-	-	-	-	-			
Reversal of special reserve		-	-	-	(828,940)	828,940	-	-	-	-	-	-			
Stock dividends		347,758	-	-	-	(347,758)	-	-	-	-	-	-			
Cash dividends		-	-	-	-	(347,758)	-	-	-	(347,758)	-	(347,758)			
Adjustments to share of changes in equity of associates and joint ventures	6(18)	-	694,175	-	-	-	-	-	-	694,175	-	694,175			
Loss for the year		-	-	-	-	(4,408,079)	-	-	-	(4,408,079)	(331,218)	(4,739,297)			
Other comprehensive income (loss) for the year	6(20)	-	-	-	-	-	-	-	-	-	-	-			
Balance at December 31, 2015		<u>\$ 35,123,560</u>	<u>\$ 7,986,633</u>	<u>\$ 9,233,242</u>	<u>\$ -</u>	<u>\$ 2,561,825</u>	<u>\$ 2,155,086</u>	<u>825,331</u>	<u>(155,372)</u>	<u>1,181,924</u>	<u>(330,775)</u>	<u>851,149</u>			
								<u>\$1,461,875</u>	<u>(\$ 521,149)</u>	<u>\$58,001,047</u>	<u>\$ 3,293,555</u>	<u>\$ 61,294,602</u>			

The accompanying notes are an integral part of these consolidated financial statements.
See report of independent accountants dated March 29, 2016.

EVERGREEN MARINE CORPORATION (TAIWAN) LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31
(Expressed in thousands of New Taiwan Dollars)

	Notes	2015	2014
CASH FLOWS FROM OPERATING ACTIVITIES			
Consolidated (loss) profit before tax		(\$ 4,682,496)	\$ 3,211,743
Adjustments			
Adjustments to reconcile profit (loss)			
Financial assets at fair value through profit or loss	6(24)	-	5,258
Depreciation	6(8)(9)	8,192,869	7,709,649
Amortization	6(26)	12,869	13,557
Bad debts expense	6(4)	24,155	27,675
Amortization of bond discounts		-	7,293
Interest income	6(23)	(230,050)	(326,060)
Interest expense	6(25)	986,094	539,372
Dividend income	6(23)	(137,552)	(142,227)
Realized loss from available-for-sale financial assets	6(24)	717,713	-
Gain on disposal of investments accounted for using equity method		(131,351)	-
Share of loss of associates and joint ventures accounted for using equity method		460,743	1,520,638
Net gain on disposal of property, plant and equipment	6(22)	(313,749)	(2,167,500)
Net loss on disposal of intangible assets		5	-
Gain on disposal of investments		-	(69,269)
Realized income with affiliated companies		(14,184)	(8,932)
Unrealized income with affiliated companies		84,261	1,999
Changes in operating assets and liabilities			
Changes in operating assets			
Notes receivable, net		31,052	40,481
Accounts receivable		3,764,309	(768,100)
Accounts receivable, net - related parties		(318,423)	(101,828)
Other receivables		127,651	83,980
Other receivables - related parties		(140,943)	43,800
Inventories		1,841,054	971,906
Prepayments		123,444	(51,905)
Other current assets		776,113	(428,385)
Other non-current assets		(30,878)	16,342
Changes in operating liabilities			
Accounts payable		(2,158,105)	1,547,674
Accounts payable - related parties		(498,267)	(89,658)
Other payables		(320,320)	197,787
Other payables-related parties		12,213	(19,743)
Other current liabilities		(804,141)	269,268
Other non-current liabilities		(92,107)	(78,333)
Cash inflow generated from operations		7,281,979	11,956,482
Interest received		230,050	326,060
Interest paid		(1,004,725)	(650,467)
Income tax paid		(1,287,414)	(435,435)
Net cash flows from operating activities		<u>5,219,890</u>	<u>11,196,640</u>

(Continued)

EVERGREEN MARINE CORPORATION (TAIWAN) LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31
(Expressed in thousands of New Taiwan Dollars)

	<u>Notes</u>	<u>2015</u>	<u>2014</u>
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Acquisition of held-to-maturity financial assets		(\$ 50,000)	\$ -
Acquisition of investments accounted for using equity method		(1,435,320)	(898,976)
Proceeds from disposal of investments accounted for using equity method		7,304	19,293
Proceeds from disposal of subsidiaries		(61,740)	(151,665)
Acquisition of property, plant and equipment	6(30)	(2,515,724)	(4,102,999)
Proceeds from disposal of property, plant and equipment		482,265	2,802,660
Acquisition of intangible assets		(13,347)	(24,895)
Increase in other non-current assets	6(30)	(10,873,074)	(13,384,377)
Cash dividends received		<u>552,762</u>	<u>487,877</u>
Net cash flows used in investing activities		(<u>13,906,874</u>)	(<u>15,253,082</u>)
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
Increase in short-term loans		4,637,138	2,408,174
Decrease in short-term loans		(4,637,138)	(3,041,904)
Decrease in other payables-related parties	7	(7,270)	(4,779)
Increase in long-term loans		28,122,621	17,634,695
Decrease in long-term loans		(16,961,552)	(11,995,770)
Decrease in corporate bonds payable		-	(523,200)
Decrease in other non-current liabilities		(1,961,861)	(2,168,276)
Cash dividends paid		(<u>347,758</u>)	-
Net cash flows from financing activities		<u>8,844,180</u>	<u>2,308,940</u>
Effect of exchange rate changes on cash and cash equivalents		(<u>149,217</u>)	<u>1,071,601</u>
Net increase (decrease) in cash and cash equivalents		7,979	(675,901)
Cash and cash equivalents at beginning of year		<u>32,826,541</u>	<u>33,502,442</u>
Cash and cash equivalents at end of year		<u>\$ 32,834,520</u>	<u>\$ 32,826,541</u>

The accompanying notes are an integral part of these consolidated financial statements.
See report of independent accountants dated March 29, 2016.

REPORT OF INDEPENDENT ACCOUNTANTS TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of Evergreen Marine Corporation (Taiwan) Ltd.

We have audited the accompanying consolidated balance sheets of Evergreen Marine Corporation (Taiwan) Ltd. and subsidiaries as of December 31, 2015 and 2014, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for the years then ended. These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We did not audit the financial statements of all the consolidated subsidiaries. Those financial statements and the information disclosed in Note 13 were audited by other independent accountants whose reports thereon have been furnished to us, and our audit expressed herein is based solely on the audit reports of other independent accountants. The statements reflect total assets of NT\$67,152,721 thousand and NT\$71,573,226 thousand, constituting 34.86% and 37.88% of the total consolidated assets as of December 31, 2015 and 2014, respectively, and net operating revenues of NT\$50,884,347 thousand and NT\$58,276,108 thousand, constituting 38.03% and 40.39% of the total consolidated net operating revenues for the years then ended. In addition, we did not audit the financial statements of all the investee companies accounted for using equity method. Those statements were audited by other independent accountants, whose reports thereon have been furnished to us, and our audit expressed herein, insofar as it relates to the amounts included for those investee companies accounted for using equity method and information disclosed in Note 13 relating to these long-term equity investments, is based solely on the audit reports of other independent accountants. Long-term investments in these investee companies amounted to NT\$14,393,328 thousand and NT\$13,407,449 thousand, constituting 7.47% and 7.10% of total consolidated assets as of December 31, 2015 and 2014, respectively, and comprehensive loss (including share of profit or loss and share of other comprehensive income of associates and joint ventures accounted for using equity method) was NT\$1,166,011 thousand and NT\$1,994,293 thousand for the years then ended.

We conducted our audits in accordance with the "Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants" and generally accepted auditing standards in the Republic of China. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes

examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits and reports of other independent accountants provide a reasonable basis for our opinion.

In our opinion, based on our audits and the reports of the other independent accountants, the financial statements referred to in the first paragraph present fairly, in all material respects, the financial position of Evergreen Marine Corporation (Taiwan) Ltd. and subsidiaries as of December 31, 2015 and 2014, and their financial performance and cash flows for the years then ended in conformity with the “Regulations Governing the Preparation 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.

We have also audited the parent company only financial statements of Evergreen Marine Corporation (Taiwan) Ltd. as of and for the years ended December 31, 2015 and 2014 on which we have issued an unqualified opinion with explanatory paragraph thereon.

PricewaterhouseCoopers, Taiwan

March 29, 2016

Taipei, Taiwan

Republic of China

The accompanying consolidated financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, 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 report of independent accountants are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

As the financial statements are the responsibility of the management, PricewaterhouseCoopers 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.

EVERGREEN MARINE CORPORATION (TAIWAN) LTD.
PARENT COMPANY ONLY BALANCE SHEETS
(Expressed in thousands of New Taiwan dollars)

Assets	Notes	December 31, 2015		December 31, 2014	
		AMOUNT	%	AMOUNT	%
Current assets					
Cash and cash equivalents	6(1)	\$ 18,678,635	17	\$ 15,219,426	15
Held-to-maturity financial assets - current	6(3)	200,000	-	-	-
Notes receivable, net		37	-	14	
Accounts receivable, net	6(4)	1,684,859	2	2,136,651	2
Accounts receivable - related parties	7	192,943	-	146,926	-
Other receivables		195,704	-	248,862	-
Other receivables - related parties	7	153,857	-	14,541	-
Current income tax assets		180,626	-	-	-
Inventories	6(5)	473,999	1	629,420	1
Prepayments		187,725	-	156,992	-
Other current assets	6(6), 7 and 8	2,445,756	2	1,829,723	2
Current Assets		24,394,141	22	20,382,555	20
Non-current assets					
Available-for-sale financial assets - non-current	6(2)	1,349,363	1	1,400,117	1
Held-to-maturity financial assets - non-current	6(3)	220,000	-	370,000	-
Investments accounted for using equity method	6(7)	53,343,917	48	56,515,589	54
Property, plant and equipment- net	6(8) and 8	27,982,312	25	20,522,164	20
Investment property - net	6(9) and 8	1,945,991	2	1,965,137	2
Intangible assets		10,080	-	9,705	-
Deferred income tax assets	6(27)	363,764	1	266,731	-
Other non-current assets	6(10)	1,319,547	1	2,841,730	3
Non-current assets		86,534,974	78	83,891,173	80
Total assets		\$ 110,929,115	100	\$ 104,273,728	100

(Continued)

EVERGREEN MARINE CORPORATION (TAIWAN) LTD.
PARENT COMPANY ONLY BALANCE SHEETS
(Expressed in thousands of New Taiwan dollars)

Liabilities and Equity	Notes	December 31, 2015		December 31, 2014	
		AMOUNT	%	AMOUNT	%
Current liabilities					
Accounts payable		\$ 2,168,272	2	\$ 2,289,873	2
Accounts payable - related parties	7	81,789	-	116,222	-
Other payables		354,109	-	727,217	1
Other payables - related parties	7	35,683	-	18,189	-
Current income tax liabilities		4	-	675,903	1
Other current liabilities	6(11) and 7	12,622,114	12	9,913,125	9
Current Liabilities		<u>15,261,971</u>	<u>14</u>	<u>13,740,529</u>	<u>13</u>
Non-current liabilities					
Corporate bonds payable	6(12)	3,000,000	3	3,000,000	3
Long-term loans	6(13)	32,255,720	29	24,121,777	23
Deferred income tax liabilities	6(27)	865,079	1	1,091,168	1
Other non-current liabilities	6(14)(15)	1,545,298	1	1,439,469	2
Non-current liabilities		<u>37,666,097</u>	<u>34</u>	<u>29,652,414</u>	<u>29</u>
Total Liabilities		<u>52,928,068</u>	<u>48</u>	<u>43,392,943</u>	<u>42</u>
Equity					
Capital	6(16)				
Common stock		35,123,560	32	34,775,802	33
Capital surplus	6(17)				
Capital surplus		7,986,633	7	7,292,458	7
Retained earnings	6(18)				
Legal reserve		9,233,242	8	9,115,638	9
Special reserve		-	-	828,940	1
Undistributed earnings		2,561,825	2	7,240,507	7
Other equity interest	6(19)				
Other equity interest		3,095,787	3	1,627,440	1
Total equity		<u>58,001,047</u>	<u>52</u>	<u>60,880,785</u>	<u>58</u>
Significant Contingent Liabilities And	9				
Unrecognised Contract Commitments					
Significant Events After The Balance	11				
Sheet Date					
Total liabilities and equity		<u>\$ 110,929,115</u>	<u>100</u>	<u>\$ 104,273,728</u>	<u>100</u>

The accompanying notes are an integral part of these financial statements.
See report of independent accountants dated March 29, 2016.

EVERGREEN MARINE CORPORATION (TAIWAN) LTD.
PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
(Expressed in thousands of New Taiwan dollars, except earnings per share amounts)

		Years ended December 31			
Items	Notes	2015		2014	
		AMOUNT	%	AMOUNT	%
Operating revenue	6(20) and 7	\$ 25,134,073	100	\$ 26,151,838	100
Operating costs	6(25)(26) and 7	(23,201,988)	(92)	(22,975,914)	(88)
Gross profit		<u>1,932,085</u>	<u>8</u>	<u>3,175,924</u>	<u>12</u>
Operating expenses	6(25)(26) and 7	(1,655,643)	(7)	(1,583,219)	(6)
Other gains - net	6(21) and 7	<u>192,757</u>	<u>1</u>	<u>1,996,633</u>	<u>8</u>
Operating profit		<u>469,199</u>	<u>2</u>	<u>3,589,338</u>	<u>14</u>
Non-operating income and expenses					
Other income	6(22)	334,169	1	854,929	3
Other gains and losses	6(2)(23)	(655,470)	(3)	(105,881)	-
Finance costs	6(24)	(521,266)	(2)	(473,189)	(2)
Share of loss of subsidiaries, associates and joint ventures accounted for using equity method		(4,341,215)	(17)	(1,944,404)	(7)
Total non-operating income and expenses		<u>(5,183,782)</u>	<u>(21)</u>	<u>(1,668,545)</u>	<u>(6)</u>
(Loss) profit before income tax		<u>(4,714,583)</u>	<u>(19)</u>	<u>1,920,793</u>	<u>8</u>
Income tax expense	6(27)	<u>306,504</u>	<u>1</u>	<u>(764,869)</u>	<u>(3)</u>
(Loss) profit for the year		<u>(\$ 4,408,079)</u>	<u>(18)</u>	<u>\$ 1,155,924</u>	<u>5</u>
Other comprehensive income	6(20)				
Components of other comprehensive income that will not be reclassified to profit or loss					
Other comprehensive income, before tax, (loss) gains on remeasurements of defined benefit plans		(\$ 168,143)	(1)	(\$ 30,982)	-
Share of other comprehensive (loss) income of subsidiaries, associates and joint ventures accounted for using equity method		(146,864)	-	14,706	-
Income tax related to components of other comprehensive income that will not be reclassified to profit or loss		<u>28,584</u>	<u>-</u>	<u>5,267</u>	<u>-</u>
Components of other comprehensive loss that will not be reclassified to profit or loss		<u>(286,423)</u>	<u>(1)</u>	<u>(11,009)</u>	<u>-</u>
Components of other comprehensive income that will be reclassified to profit or loss					
Other comprehensive income, before tax, exchange differences on translation		649,891	2	1,935,866	7
Other comprehensive income (loss), before tax, available-for-sale financial assets		666,959	3	(83,883)	-
Share of other comprehensive income of subsidiaries, associates and joint ventures accounted for using equity method		147,449	1	605,735	2
Income tax related to components of other comprehensive income that will be reclassified to profit or loss		<u>4,048</u>	<u>-</u>	<u>(1,338)</u>	<u>-</u>
Components of other comprehensive income that will be reclassified to profit or loss		<u>1,468,347</u>	<u>6</u>	<u>2,456,380</u>	<u>9</u>
Other comprehensive income for the year		<u>\$ 1,181,924</u>	<u>5</u>	<u>\$ 2,445,371</u>	<u>9</u>
Total comprehensive (loss) income for the year		<u>(\$ 3,226,155)</u>	<u>(13)</u>	<u>\$ 3,601,295</u>	<u>14</u>
Basic (loss) earnings per share (in dollars)	6(29)				
Basic (loss) earnings per share		(\$ 1.26)		\$ 0.33	
Diluted (loss) earnings per share		(\$ 1.26)		\$ 0.33	

The accompanying notes are an integral part of these financial statements.
See report of independent accountants dated March 29, 2016.

EVERGREEN MARINE CORPORATION (TAIWAN) LTD.
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
(Expressed in thousands of New Taiwan dollars)

	Notes	Retained Earnings				Other equity interest			Total equity	
		Common stock	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Exchange differences on translating the financial statements of foreign operations	Unrealized gain or loss on available-for-sale financial assets		Hedging instrument gain (loss) on effective hedge of cash flow
Year 2014										
Balance at January 1, 2014		\$ 34,749,523	\$ 7,271,957	\$ 9,115,638	\$ 5,814,993	\$ 1,109,539	\$ 804,815	\$ 36,456	\$ 12,331	\$ 57,232,710
Appropriation of 2013 earnings	6(18)	-	-	-	-	4,986,053	-	-	-	-
Reversal of special reserve		-	-	-	(4,986,053)	-	-	-	-	-
Conversion of convertible bonds into common stock	6(16)	26,279	23,555	-	-	-	-	-	-	49,834
Stock warrants of convertible bonds	6(17)	-	(4,632)	-	-	-	-	-	-	(4,632)
Adjustments to share of changes in equity of subsidiaries, associates and joint ventures	6(17)	-	1,578	-	-	-	-	-	-	1,578
Profit for the year		-	-	-	-	1,155,924	-	-	-	1,155,924
Other comprehensive income (loss) for the year		-	-	-	-	(11,009)	2,161,513	672,975	(378,108)	2,445,371
Balance at December 31, 2014	6(19)	<u>\$ 34,775,802</u>	<u>\$ 7,292,458</u>	<u>\$ 9,115,638</u>	<u>\$ 828,940</u>	<u>\$ 7,240,507</u>	<u>\$ 1,356,698</u>	<u>\$ 636,519</u>	<u>(\$ 365,777)</u>	<u>\$ 60,880,785</u>
Year 2015										
Balance at January 1, 2015		\$ 34,775,802	\$ 7,292,458	\$ 9,115,638	\$ 828,940	\$ 7,240,507	\$ 1,356,698	\$ 636,519	(\$ 365,777)	\$ 60,880,785
Appropriation of 2014 earnings	6(18)	-	-	117,604	-	(117,604)	-	-	-	-
Legal reserve		-	-	-	(828,940)	828,940	-	-	-	-
Reversal of special reserve		-	-	-	-	-	-	-	-	-
Cash dividends		-	-	-	-	(347,758)	-	-	-	(347,758)
Stock dividends		347,758	-	-	-	(347,758)	-	-	-	-
Adjustments to share of changes in equity of subsidiaries, associates and joint ventures	6(17)	-	694,175	-	-	-	-	-	-	694,175
Loss for the year		-	-	-	-	(4,408,079)	-	-	-	(4,408,079)
Other comprehensive income (loss) for the year	6(19)	-	-	-	-	(286,423)	798,388	825,331	(155,372)	1,181,924
Balance at December 31, 2015		<u>\$ 35,123,560</u>	<u>\$ 7,986,633</u>	<u>\$ 9,233,242</u>	<u>\$ -</u>	<u>\$ 2,561,825</u>	<u>\$ 2,155,086</u>	<u>\$ 1,461,850</u>	<u>(\$ 521,149)</u>	<u>\$ 58,001,047</u>

The accompanying notes are an integral part of these financial statements.
See report of independent accountants dated March 29, 2016.

EVERGREEN MARINE CORPORATION (TAIWAN) LTD.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
(Expressed in thousands of New Taiwan dollars)

	<u>Notes</u>	<u>2015</u>	<u>2014</u>
<u>CASH FLOWS FROM OPERATING ACTIVITIES</u>			
(Loss) profit before tax		(\$ 4,714,583)	\$ 1,920,793
Adjustments			
Adjustments to reconcile profit (loss)			
Financial assets and liabilities at fair value through profit or loss	6(23)	-	5,258
Depreciation	6(23)(25)	1,646,406	1,679,362
Amortization	6(25)	7,973	9,967
Interest expense	6(24)	521,266	473,189
Interest income	6(22)	(104,412)	(152,461)
Dividend income	6(22)	(56,990)	(57,837)
Realized loss from available-for-sale financial assets	6(2)	717,713	-
Share of loss of subsidiaries, associates and joint ventures accounted for using equity method		4,341,215	1,944,404
Net gain on disposal of property, plant and equipment		(192,757)	(1,996,633)
Loss on disposal of investments		7,550	-
Amortization of bond discounts		-	7,293
Realized income with affiliated companies		(8,932)	(8,932)
Changes in operating assets and liabilities			
Changes in operating assets			
Notes receivable		(23)	(9)
Accounts receivable		451,792	(665,601)
Accounts receivable - related parties		(46,017)	38,737
Other receivables		53,158	23,361
Other receivables - related parties		(139,316)	49,866
Inventories		155,421	(26,787)
Prepayments		(26,723)	(3,389)
Other current assets		(616,033)	(549,035)
Other non-current assets		8,208	2,208
Changes in operating liabilities			
Accounts payable		(121,601)	496,332
Accounts payable - related parties		(34,433)	(120,451)
Other payables		(113,156)	117,828
Other payables - related parties		11,909	(404)
Other current liabilities		(68,983)	430,875
Other non-current liabilities		(62,315)	(47,420)
Cash inflow generated from operations		1,616,337	3,570,514
Interest received		104,412	152,461
Income tax paid		(856,793)	(57,953)
Interest paid		(527,768)	(508,001)
Net cash flows from operating activities		<u>336,188</u>	<u>3,157,021</u>

(Continued)

EVERGREEN MARINE CORPORATION (TAIWAN) LTD.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
(Expressed in thousands of New Taiwan dollars)

	<u>Notes</u>	<u>2015</u>	<u>2014</u>
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Acquisition of property, plant and equipment	6(29)	(\$ 1,523,329)	(\$ 1,612,757)
Proceeds from disposal of property, plant and equipment		213,173	2,555,082
Acquisition of intangible assets		(8,348)	(12,554)
Increase in other non-current assets	6(29)	(6,321,961)	(4,413,003)
Acquisition of held-to-maturity financial assets		(50,000)	-
Cash dividends received		<u>249,330</u>	<u>231,901</u>
Net cash flows used in investing activities		(<u>7,441,135</u>)	(<u>3,251,331</u>)
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
Decrease in corporate bonds payable		-	(523,200)
Increase in long-term loans		20,055,410	5,472,553
Decrease in long-term loans		(9,143,496)	(5,000,148)
Cash dividends paid		(<u>347,758</u>)	<u>-</u>
Net cash flows from (used in) financing activities		<u>10,564,156</u>	(<u>50,795</u>)
Net increase (decrease) in cash and cash equivalents		3,459,209	(145,105)
Cash and cash equivalents at beginning of year		<u>15,219,426</u>	<u>15,364,531</u>
Cash and cash equivalents at end of year		<u>\$ 18,678,635</u>	<u>\$ 15,219,426</u>

The accompanying notes are an integral part of these financial statements.
See report of independent accountants dated March 29, 2016.

REPORT OF INDEPENDENT ACCOUNTANTS

To the Board of Directors and Shareholders of Evergreen Marine Corporation (Taiwan) Ltd.

We have audited the accompanying parent company only balance sheets of Evergreen Marine Corporation (Taiwan) Ltd. as of December 31, 2015 and 2014, and the related parent company only statements of comprehensive income, of changes in equity and of cash flows for the years then ended. These parent company financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these parent company only financial statements based on our audits. As stated in Note 6.(7) to the financial statements, we did not audit the financial statements of all the investee companies accounted for using equity method. Those statements were audited by other independent accountants whose reports thereon have been furnished to us, and our audit expressed herein, insofar as it relates to the amounts included for those investee companies accounted for using equity method and information disclosed in Note 13 relating to these long-term equity investments, is based solely on the audit reports of other independent accountants. Long-term equity investments in these investee companies amounted to NT\$20,344,766 thousand and NT\$21,126,766 thousand, constituting 18.34% and 20.26% of the total assets as of December 31, 2015, and 2014, respectively, and comprehensive loss (including share of profit or loss and share of other comprehensive income of associates and joint ventures accounted for using equity method) was NT\$934,340 thousand and NT\$651,520 thousand for the years then ended.

We conducted our audits in accordance with the "Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants" and generally accepted auditing standards in the Republic of China. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits and reports of other independent accountants provide a reasonable basis for our opinion.

In our opinion, based on our audits and the reports of the other independent accountants, the financial statements referred to in the first paragraph present fairly, in all material respects, the financial position of Evergreen Marine Corporation (Taiwan) Ltd. as of December 31, 2015 and 2014, and the financial performance and cash flows for the years then ended in conformity with the “Regulations Governing the Preparation of Financial Reports by Securities Issuers”.

PricewaterhouseCoopers, Taiwan

March 29, 2016

Taipei, Taiwan

Republic of China

The accompanying financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, 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 financial statements and report of independent accountants are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

EVERGREEN MARINE CORP. (TAIWAN) LTD.

2015 PROFIT ALLOCATION PROPOSAL

Unit : NT\$

Item	Amount
Unappropriated Retained Earnings of Previous Years	7,285,825,536
Subtract : Adjustments for First-time Adoption of 2013 edition of IFRS	(29,498,694)
Adjusted unappropriated Retained Earnings of Previous Years	7,256,326,842
Subtract : Adjustments for Retained Earnings	(286,422,868)
Adjusted unappropriated Retained Earnings	6,969,903,974
Subtract : Net Loss of 2015	(4,408,078,587)
Retained Earnings in 2015 Available for Distribution	2,561,825,387
Distribution Item :	
Shareholders' Dividends	0
Unappropriated Retained Earnings	2,561,825,387

Audit Report by Supervisors

The Board reports the financial statements, business report, and earnings distribution proposal of 2015, and the financial statements have been audited by PricewaterhouseCoopers, Taiwan. The financial statements, business report and earnings distribution proposal have been audited by us as Supervisors of the Company. We deem no inappropriateness on these documents. Pursuant to Article 219 of the Company Act, we hereby present the audited report. Please review.

Submitted to:

EVERGREEN MARINE CORP. (TAIWAN) LTD. (EMC)
2016 Annual General Shareholders' Meeting

Supervisors: Ko, Lee-Ching

Ku Lai, Mei-Hsueh

Date : March 31, 2016

Appendices

EVERGREEN MARINE CORPORATION (TAIWAN) LTD.

Articles of Incorporation

Chapter 1 General Provisions

- Article 1** This Company is incorporated pursuant to the provisions governing a company limited by Shares of the Company Act of Republic of China with the name of 長榮海運股份有限公司 in Chinese and EVERGREEN MARINE CORPORATION (TAIWAN) LTD. in English.
- Article 2** The Company may engage in the following activities:
1. G301011 Ship Transportation;
 2. G401011 Shipping Agency Services;
 3. G404011 Container Distributing Center Business;
 4. I701011 Occupation Services;
 5. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.
- Article 3** The office of the Company is located at Taipei, Taiwan, where necessary, the Company may have branches or offices established within or outside the Republic of China as decided by resolution adopted by the Board of Directors.
- Article 4** The total amount of investment by the Company shall not be subject to the restriction of 40 percent of the paid-up capital of the Company pursuant to Article 13 of the Company Act.
- The Company may render external guarantees.

Chapter 2 Shares

- Article 5** The total authorized capital of the Company shall be NT\$36,000,000,000 divided into 3,600,000,000 shares at NT\$10 each. The Board of Directors is hereby authorized to issue the unissued shares in installments.

Article 6 The shares issued by the Company shall be registered in the Securities Central Depository Business Institution.

Article 7 Registration of share transfer, within sixty (60) days before the date of Annual General Meeting of the Shareholders, thirty (30) days before the date of Extraordinary Meeting of Shareholders, or five (5) days before the date fixed by the Company for distribution of dividends, bonus or other benefits, shall not be conducted.

Chapter 3 Shareholders' Meeting

Article 8 The Shareholders' Meeting of the Company consists of two categories; the Annual General and Extraordinary Meetings;

1. The Annual General Meeting shall be duly held within six (6) months after the end of each fiscal year of the Company;
2. The Extraordinary Meeting of the Company may be duly held if necessary.

Article 9 Notices to convene the Annual General Meeting shall be given to each shareholder thirty (30) days in advance, and the one to convene the Extraordinary Meeting shall be given fifteen (15) days in advance. Notices of the Shareholders' Meeting shall specify the time and place of the meeting and the particulars of the business to be transacted, and shall be given to all the Shareholders.

Article 10 The shareholders of the Company shall have one voting right for each share, except the shares which set forth in Article 179 of the Company Act are no voting right.

Article 11 A shareholder who is unable to attend a Shareholders' Meeting may duly authorize another person as his proxy to attend and vote on his behalf pursuant to a power of attorney printed and distributed by the Company duly issued by the Shareholder stating the ambit of the proxy's authority.

Article 12 Unless otherwise provided under the Company Act and related regulations, the quorum for a Shareholders' Meeting shall be duly adopted by a majority in the meeting attended by Shareholders who represent a majority of the total issued shares.

Article 13 When Shareholders' Meeting is convened by the Board of Director, its chairman shall be processed in accordance with the provision in Article 208 of the Company Act. When the meeting is convened by other party with right of summons other than the Board of Directors, the Chairman shall be undertaken by that party with right of summons. When there are two and more parties with right of summons, one party will be elected among these parties.

Article 14 The resolutions adopted by the Shareholders' Meeting shall be reported in the minutes. The content, distribution and other essentials of the minutes shall be made in accordance with the provision of Article 183 of the Company Act.

Chapter 4 Directors, Supervisors And Managers

Article 15 The Company shall have seven to nine (7~9) Directors and two (2) Supervisors.

The election of the Directors and Supervisors shall adopt the candidate nomination system provided in the Article 192-1 of the Company Act. The shareholders shall elect the Directors and Supervisors from the list of candidates announced by the Company. The following matters shall be processed according to the relevant regulations.

The total number of shares that should be held by all preceding Directors and Supervisors shall be subject to the provision established by the Securities Management Institution.

Article 15-1 The number of the Directors set forth in the preceding article shall include two (2) to three (3) Independent Directors.

The independent and non-independent directors shall be elected at the same time, but the number of votes shall be calculated separately.

The professional qualifications, restrictions on shareholdings and concurrent positions held, assessment of independence, method of nomination and election, and other matters for compliance with respect to Independent Directors shall be subject to the Securities and Exchange Act and other relevant regulations.

Article 16 The Directors and the Supervisors shall be elected at the Shareholders'

Meeting and they are selected due to their competence and disposing capacity. They shall each have a three-year term of office and are eligible for re-election. The Directors or Supervisors may, according to Article 199 and Article 227 of the Company Act, be discharged at any time by a resolution passed at a Shareholders' Meeting.

Article 17 When the dismissal of Director(s) results in the number of directors less than five(5), the Company shall hold supplementary election for Director at the next following Shareholders' Meeting. When the number of vacancies of Directors reaches one-third of the total number of Directors, or when the Supervisors are all dismissed, the Board of Directors shall convene a Shareholders' Meeting for supplementary election within 60 days from the date on which the situation arose. Its term of office shall only be limited to full replenishment of the original term of office.

When the dismissal of Independent Directors(s) result in the number of Independent Directors less than the number providing in the paragraph 1 of the Article 15-1, the Company shall hold supplementary election for Independent Director(s) at the next following Shareholders' Meeting. When all Independent Directors have been dismissed, the Board of Directors shall convene a Shareholders' Meeting for electing Independent Directors within 60 days from the date on which the situation arose.

Article 18 The Directors shall constitute the Board. The Chairman shall be elected at a meeting attended by at least two-thirds (2/3) of the Directors and by a simple majority vote of the Directors present at the meeting and may also elect a Vice Chairman in the same manner. The Chairman of the Board of Directors shall internally preside at the Meetings of Shareholders and Board Meetings, and shall externally represent the Company. When the Chairman is on leave of absence or cannot exercise its job for any cause, agency of his/her job shall be handled in accordance with Article 208 of the Company Act.

Article 19 For execution of business of the Company, apart from items that are separately specified in related laws or the Articles of Incorporation to be resolved at the Shareholders' Meeting, all items shall be resolved by the Board of Directors.

Article 20 Notices of the Board Meeting shall be dispatched to each of the Directors and supervisors seven (7) days prior to convening such meeting.

Nevertheless, in case of emergency, the said meeting may be convened anytime.

The notice set forth in the preceding paragraph may be conducted in the form of writing or by way of e-mail or fax.

Where a Director is unable to attend a Board Meeting, he may authorize another Director to attend on his behalf by issuing a power of attorney in the latter's favor specifying the business to be conducted thereat and the scope of the authority to be granted.

Article 21 Unless otherwise provided under related regulations or the Articles of Incorporation, resolutions of the Board Meeting shall be adopted by a majority of the Directors at a meeting attended by a majority of the Directors.

Article 22 The Supervisors shall execute his duty in accordance with the Company Act and related regulations.

Article 23 The remuneration of the Directors and Supervisors (the "remuneration") to be resolved by the Board of the Directors authorized herein will be based on the level of each one's participation in and the value of individual's contribution to the Company's operation as well as the ordinary standard of the competitors' remuneration.

In order to cover the loss causing from liabilities of the Directors and Supervisors and to raise awareness of corporate governance, the Company may take out liability insurance for all Directors, Supervisors, and the representatives who are designated by the Company to its investing companies to act as Director or Supervisor during their terms of offices.

Article 24 The company may have managers. Its appointment, discharge and remuneration shall be handled in accordance with the provision of Article 29 of the Company Act.

Chapter 5 Accounting

Article 25 After the end of each fiscal year of the Company, the Board of Directors shall prepare the following reports which shall be delivered to the Supervisors thirty (30) days in advance of the Annual General Meeting of

the Shareholders for the auditing and preparation of reports thereof, which shall be approved by the shareholders at the Annual General Meeting:

1. Business report.
2. Financial statements.
3. Proposal for allocation of surplus profit or making up loss.

Article 26 If the Company reports a surplus at the year end, after clearing taxes, the Company shall first offset losses from previous years (if any), then set aside 10% of the balance as the statutory surplus reserve, and set aside or reverse special surplus reserve per the provisions. After that, the Board of Directors shall propose a distribution plan for the balance plus the retained earnings accrued from prior years, submit the distribution plan to the shareholders' meeting for approval, and then distribute it. Employee bonuses shall be no less than 0.5% of the distributed amount, while the remuneration of directors and supervisors shall be no more than 5% of the total distributed amount.

The dividends shall be distributed in the combination of cash and stocks, provided that cash dividends shall not be less than 10% of the total amount of dividends.

Chapter 6 Miscellaneous

Article 27 The rules and regulations of the Company and various operation procedures shall be separately stipulated by the Board of Directors.

Article 28 Any matter not provided for by these Articles shall be subject to the Company Act and related regulations.

Article 29 These Articles were originally established on September 3, 1968;

The 1st amendment was made on November 12, 1970;

The 2nd amendment was made on July 27, 1974;

The 3rd amendment was made on December 6, 1974;

The 4th amendment was made on July 15, 1975;

The 5th amendment was made on September 2, 1976;

The 6th amendment was made on September 9, 1978;

The 7th amendment was made on December 8, 1978;

The 8th amendment was made on August 11, 1979;

The 9th amendment was made on November 15, 1980;
The 10th amendment was made on May 23, 1981;
The 11th amendment was made on April 20, 1982;
The 12th amendment was made on June 11, 1983;
The 13th amendment was made on September 10, 1983;
The 14th amendment was made on December 1, 1983;
The 15th amendment was made on April 27, 1984;
The 16th amendment was made on December 27, 1984;
The 17th amendment was made on March 30, 1985;
The 18th amendment was made on April 26, 1986;
The 19th amendment was made on August 21, 1986;
The 20th amendment was made on March 16, 1987;
The 21st amendment was made on April 14, 1987;
The 22nd amendment was made on March 25, 1988;
The 23rd amendment was made on April 17, 1989;
The 24th amendment was made on May 11, 1991;
The 25th amendment was made on May 9, 1992;
The 26th amendment was made on May 8, 1993;
The 27th amendment was made on April 20, 1996;
The 28th amendment was made on May 16, 1998;
The 29th amendment was made on June 22, 1999;
The 30th amendment was made on 20 June, 2000;
The 31st amendment was made on June 20, 2001;
The 32nd amendment was made on June 21, 2002;
The 33rd amendment was made on June 20, 2003;
The 34th amendment was made on June 24, 2004;
The 35th amendment was made on June 23, 2005;
The 36th amendment was made on June 23, 2006;
The 37th amendment was made on June 27, 2007;
The 38th amendment was made on June 19, 2009;
The 39th amendment was made on June 24, 2011, but the article 15-1 and the paragraph 2 of the article 17 will not effective until the Shareholders' Meeting of the Company elects Independent Directors;
The 40th amendment is made on June 15, 2012;
The 41st amendment is made on June 14, 2013.

EVERGREEN MARINE CORPORATION (TAIWAN) LTD.

Chairman Chang, Cheng-Yung

EVERGREEN MARINE CORPORATION (TAIWAN) LTD.

Rules and Procedures of Shareholders' Meeting

Article 1 Shareholders' Meeting of the Company (the "Meeting") shall be conducted in accordance with these Rules and Procedures. Any matter not provided in these Rules and Procedures shall be handled in accordance with the Company Act and other relevant laws and regulations.

Article 2 Shareholders in these Rules refer to shareholders themselves or their designated proxies attending the Meeting.

Any legal entity designated as proxy by shareholders to be present at the Meeting may appoint only one representative to attend the Meeting.

Article 3 Shareholders attending the Meeting shall bring an attendance card, and submit it for the purpose of signing in. The number of shares represented by shareholders attending the Meeting shall be calculated in accordance with the attendance cards submitted by the shareholders.

The attendance of the Meeting shall be calculated based on shares.

Article 4 The Meeting shall be held at the head office of the Company or at any other appropriate place that is convenient for the shareholders to attend. The time to start the Meeting shall not be earlier than 9:00 a.m. or later than 3:00 p.m.

Article 5 Chairman shall call the Meeting to order at the time scheduled for the Meeting. If the number of shares represented by the shareholders present at the Meeting has not yet constituted the majority at the time scheduled for the Meeting, the chairman may postpone the Meeting. The postponements shall be limited to two times at the most and Meeting shall not be postponed for longer than one hour in the aggregate. If after two postponements no quorum can yet be constituted but the shareholders present at the Meeting represent more than one - third of the total outstanding shares, tentative resolutions may be made in accordance with Section 1 of Article 175 of the Company Act.

If before the end of the Meeting the number of outstanding shares represented by the shareholders present becomes sufficient to constitute the quorum, the chairman shall submit the tentative resolutions to the Meeting for approval in accordance with Article 174 of the Company Act.

Article 6 The Chairman of the Board of Directors shall be the chairman presiding at the Meeting in the case that the Meeting is convened by the Board of Directors.

If the Meeting is convened by any other person entitled to convene the Meeting, such person shall be the chairman to preside at the Meeting. If there are more than two persons convening the Meeting, they should select one person to be the chairman.

Article 7 The agenda of the Meeting shall be set by the Board of Directors if the Meeting is convened by the Board of Directors. Unless otherwise resolved at the Meeting, the Meeting shall proceed in accordance with the agenda.

The above provision applies mutatis mutandis to cases where the Meeting is convened by any person, other than the Board of Directors, entitled to convene such Meeting.

Unless otherwise resolved at the Meeting, the chairman cannot announce adjournment of the Meeting before all the items (including special motions) listed in the agenda are resolved. In the event that the Chairman adjourns the Meeting in violation of these Rules and Procedures, the shareholders may designate, by a majority of votes represented by shareholders attending the Meeting, one person as chairman to continue the Meeting.

The shareholders cannot designate any other person as chairman and continue the Meeting in the same or other place after the Meeting is adjourned.

Article 7-1 In accordance with Article 172-1 of the Company Act, the shareholders who hold one percent (1%) or more of the total number of outstanding shares of the Company may submit proposal in written form for discussion at the annual general meeting of shareholders.

The proposals submitted by shareholders violating Article 172-1 of the Company Act shall not be included in the agenda of the Meeting and the minute of the Meeting, but the cause of exclusion of such proposals shall be listed in the appendix of the handbook for shareholders' meeting proceedings of the Company.

The shareholders' proposals complying with the Article 172-1 of the Company Act, which are classified into the same category of the proposal submitted by the Board of Directors, shall be deemed as the amendment of the proposal submitted by the Board of Directors, and the Chairman may combine them into one proposal to deal with.

Article 8 When a shareholder attending the Meeting wishes to speak, a Speech Note should be filled out with summary of the speech, the shareholder's number (or the number of the Attendance Card) and the name of the shareholder. The sequence of speeches by shareholders should be decided by the chairman.

If any shareholder presenting at the Meeting submits a Speech Note but does not speak, no speech should be deemed to have been made by such shareholder. In case the contents of the speech of a shareholder are inconsistent with the contents of the Speech Note, the contents of actual speech shall prevail.

Unless otherwise permitted by the chairman and the shareholder in speaking, no shareholder shall interrupt the speeches of the other shareholders; otherwise the chairman shall stop such interruption.

Article 9 If a corporate shareholder designates two or more representatives to attend the Meeting, only one representative is entitled to speak for each discussion item.

When reporting the topic, speech for each shareholder is limited to once, and the speech shall not exceed five minutes for all reporting items.

Unless otherwise permitted by the chairman, each shareholder shall not speak more than two times concerning each motion and each preposition shall not exceed 5 minutes with regard to each proposal listed in ratification and discussion items listed on the agenda, proposals collected during special motion procedure.

When a shareholder speaks with regard to non-proposal matters and expresses other opinions during the special motion session, the provisions in the preceding paragraph regarding speaking time and number of speaking times shall be applied.

In case the speech of any shareholder violates the proceeding four provisions, exceeds the scope of the discussion item, or disturbs the order of the meeting, the chairman is entitled to stop the speech of such shareholder.

Article 10 The Company may ask its lawyer, certified public accountant or related person to attend the Meeting. After a shareholder speaks, chairman may answer the question personally or designate the related person to answer the question.

Article 11 Unless otherwise required by the Company Act or the Articles of Incorporation, a resolution of a shareholders' meeting shall be adopted by a majority of the votes represented by the Shareholders present at the Meeting.

Article 12 The resolution shall be deemed adopted and shall have the same effect as if it was voted by casting ballots if no objection is voiced after solicitation by the chairman and the resolution is passed by applause. If there is objection, the resolution should be voted by casting ballots.

Article 13 If there is an amendment to or a substitute for a proposal of a discussion topic, the chairman shall decide the sequence of voting for the amendment or the substitute, together with the original proposal. If any one of them has been adopted, the others shall be deemed vetoed and no further voting is necessary.

Article 14 Where the chairman believes that the proposal discussed may be resolved, he/she may announce the ending of the discussion and propose that votes be made.

Article 15 During the Meeting, the chairman may, at his/her discretion, set time for intermission.

Article 16 The personnel supervising and calculating the votes for the proposals shall be designated by the chairman, but the supervising personnel shall be a shareholder.

The result of the votes shall be announced on the spot and recorded.

Article 17 The process of the meeting shall be fully recorded via audio or video recording, and retained for at least one (1) year.

Logistics staff and disciplinary officers (including security guards) assisting the Meeting shall wear badge or armband for identification purpose.

Article 18 The chairman may command the disciplinary personnel (or security guards) to help safeguard the order of the meeting site.

Article 19 These Rules and Procedures shall be effective from the date it is approved by the Shareholders' Meeting. The same applies in case of revision.

Article 20 These Regulations were enacted on March 16, 1987.

The 1st amendment was made on April 20, 1996.

The 2nd amendment was made on May 16, 1998.

The 3rd amendment was made on June 21, 2002.

The 4th amendment was made on June 23, 2006.

The 5th amendment was made on June 19, 2009.

The 6th amendment was made on June 15, 2012.

EVERGREEN MARINE CORPORATION (TAIWAN) LTD.

Shareholdings of Directors and Supervisors

Title	Name	Shares held
Chairman	Evergreen Airline Services Corp. Representative : Chang, Cheng-Yung	450,855
Director	Evergreen Airline Services Corp. Representative : Hsieh, Huey-Chuan	
Director	Evergreen International S.A. Representative : Chang, Kuo-Hwa	373,130,301
Director	Evergreen International S.A. Representative : Hsieh, Chih-Chien	
Director	Evergreen International S.A. Representative : Hu, Daw-Ming	
Director	Chang Yung-Fa Charity Foundation Representative : Lee, Mong-Jye	28,940,403
Independent Director	Wu, Chin-Shun	0
Independent Director	Chang, Chia-Chee	
Independent Director	Chen, Ching-Kuhn	
Total		402,521,559
Supervisor	Evergreen Steel Corp. Representative : Ko, Lee-Ching	30,075,742
Supervisor	Evergreen Steel Corp. Representative : Ku Lai, Mei-Hsueh	
Total		30,075,742

Notes:

1. As of April 24, 2016, the stock stop transferring date for the Company's shareholders' meeting, the total number of shares already issued is 3,512,355,986 shares.
2. All directors' minimum shareholding number is 84,296,544 shares.
3. All supervisors' minimum shareholding number is 8,429,655 shares.