

**UNANIMOUS WRITTEN  
RESOLUTIONS OF ALL THE  
DIRECTORS OF  
INTELLIGENT LIVING APPLICATION GROUP INC.**

**December 3, 2025**

The undersigned, being all of the members of the board of directors (the “**Board**”) of Intelligent Living Application Group Inc., a Cayman exempted company (the “**Company**”), acting pursuant to the current Memorandum and Articles of Association of the Company (the “**M&A**”), hereby consent to the adoption of the following recitals and resolutions as of the date set forth above, which actions shall have the same force and effect as if taken by unanimous affirmative vote at a meeting of the Board duly called and held.

**Declaration of Directors’ Interest**

**IT IS NOTED**, that all the members of the Board have properly and duly disclosed all of their respective interests, if any, relating to the transactions and matters contemplated herein, which are required to be disclosed to the Company pursuant to the current M&A and/or applicable laws and none of them were disqualified or prohibited from voting in these resolutions.

**WHEREAS**, it is proposed that the Company authorize a consolidation (a reverse stock split) of its authorized and issued shares (the “**Share Consolidation**”) to ensure compliance with the \$1.00 minimum closing bid price requirement for continued listing on the NASDAQ Capital Market, as set out in the proxy statement issued by the Company on 18 November 2025

**WHEREAS**, to allow for the issue of new shares by the Company following the Share Consolidation, the Board has determined that it is in the best interests of the Company for the shareholders to approve the increase in the authorised share capital of the Company (the “**Share Capital Increase**”), as follows:

**RESOLVED AS AN ORDINARY RESOLUTION THAT** the authorised share capital of the Company be and is hereby increased from US\$50,000 divided into 500,000,000 shares of a nominal or par value of US\$0.0001 each, comprising of (i) 450,000,000 Ordinary Shares of a nominal or par value of US\$ 0.0001 each, and (ii) 50,000,000 preferred shares of a nominal or par value of US\$0.0001 each of such class or classes (however designated) as the board of directors may determine in accordance with Article 12 of the Articles to US\$500,000 divided into 5,000,000,000 shares of a nominal or par value of US\$0.0001 each, comprising of (i) 4,500,000,000 Ordinary Shares of a nominal or par value of US\$ 0.0001 each, and (ii) 500,000,000 preferred shares of a nominal or par value of US\$0.0001 each of such class or classes (however designated) as the board of directors may determine in accordance with Article 12 of the Articles by the creation of an additional 4,050,000,000 ordinary Shares of a nominal or par value of US\$ 0.0001 each, and (ii) 450,000,000 preferred shares of a nominal or par value of US\$0.0001 each of such class or classes (however designated) as the board of directors may determine in accordance with Article 12 of the Articles each in the capital of the Company, which shares shall rank *pari passu* in all respects with the existing authorised and issued shares of the same class in the share capital of the Company.

**RESOLVED AS A SPECIAL RESOLUTION THAT** clause 8 of the company’s memorandum of association be and is hereby deleted in its entirety and replaced with the following new clause 8:

“8. The share capital of the Company is US\$5,000,000 divided into 5,000,000,000 shares of a nominal or par value of US\$0.0001 each, comprising of (i) 4,500,000,000 Ordinary Shares of a nominal or par value of US\$ 0.0001 each, and (ii) 500,000,000 preferred shares of a nominal or par value of US\$0.0001 each of such class or classes (however designated) as the board of directors may determine in accordance with Article 12 of the Articles. Subject to the Companies Act and the Articles, the Company shall have power to redeem or purchase any of its Shares and to increase or reduce its authorised share capital and to sub-divide or consolidate the said Shares or any of them and to issue all or any part of its capital whether original, redeemed, increased or reduced with or without any preference, priority, special privilege or other rights or subject to any postponement of rights or to any conditions or restrictions whatsoever and so that unless the conditions of issue shall otherwise expressly provide every issue of shares whether stated to be ordinary, preference or otherwise shall be subject to the powers on the part of the Company hereinbefore provided.”

**RESOLVED AS AN ORDINARY RESOLUTION THAT** any one Director or officer of the Company be and is hereby authorised to do all such acts, deeds and things and execute (under the common seal of the Company or by hand or as a deed, if appropriate) and deliver on behalf of the Company from time to time any and all documents whatsoever, and do any and all things whatsoever (including filing any documents necessary or appropriate with the relevant authorities), as such Director in his or her sole discretion determines appropriate in connection with the foregoing resolution and/or the matters contemplated thereby, such determination to be conclusively evidenced by any such execution or the taking of any such action by such person or persons.

**NOW, THEREFORE, BE IT HEREBY RESOLVED**, that, subject to approval by the shareholders of the Company, the Share Capital Increase be and are hereby approved, confirmed and ratified in all respects; and

**RESOLVED**, the extraordinary shareholders meeting (the “**Extraordinary Meeting**”) to approve the Share Capital Increase shall be held at Unit 2, 5/F, Block A, Profit Industrial Building, 1-15 Kwai Fung Crescent, Kwai Chung, New Territories, Hong Kong, on December 15, 2025, at 10:30 a.m. local time; and

**RESOLVED**, that the record date and time for the Extraordinary Meeting and any adjournments thereof shall be fixed as of 5:00 p.m., New York time on November 14, 2025, and only shareholders of record as of that date and time shall be entitled to receive notice of, attend and vote at the Extraordinary Meeting and any adjournments thereof; and

**RESOLVED**, that the Secretary of the Company shall prepare or shall cause the Company’s transfer agent to prepare a complete list of all record holders of Ordinary Shares and Preferred Shares as of the record date and time for the Extraordinary Meeting, arranged in alphabetical order and showing the address of and the number of shares registered in the name of each such shareholder, and the Secretary shall make, or shall cause the Transfer Agent to make, the list available for examination by any shareholder for any purpose related to the Extraordinary Meeting, at the time and place of the Extraordinary Meeting; and

**RESOLVED**, that each of Mr. Bong Lau and Mr. Fred Wong or, failing them, the Chairperson of the Extraordinary Meeting, be and is hereby appointed to act as proxy, with full power of substitution, to vote all Ordinary Shares and Preferred Shares of the Company as directed on the Proxy Cards submitted by shareholders in connection with the Extraordinary Meeting; and

**RESOLVED**, that the Chairperson of the Board is hereby authorized to appoint a representative to serve as inspector of election and to act in that capacity at the Extraordinary Meeting and at any adjournment thereof to (i) ascertain the number of shares outstanding and the voting power of each, (ii) determine the shares represented at the Extraordinary Meeting and the validity of proxies and ballots, (iii) count all votes and ballots, (iv) determine and retain for a reasonable period a record of the disposition of any challenges made to any determination by such inspector of election, (v) certify the determination of the number of shares represented at the Extraordinary Meeting and the count of all votes and ballots, and (vi) take all such other actions as are customary for inspectors of election. The Chairperson of the Board is authorized to appoint a substitute inspector of election if necessary; and

**RESOLVED**, that the directors and officers of the Company are hereby authorized and directed to cause to be prepared and finalized the proxy materials for the Extraordinary Meeting (including the Notice of the Extraordinary Meeting, the Proxy Statement, the Proxy Card, and the forms of proxy for voting at the Extraordinary Meeting); and

**RESOLVED**, that the Directors and officers of the Company hereby are authorized and directed to make written inquiry of all brokers, dealers, voting trustees, banks and other nominee holders of the Company's Ordinary Shares and Preferred Shares of the number of copies of the Company's proxy materials necessary to supply such documents to the beneficial owners of Ordinary Shares and Preferred Shares to whom these documents are to be distributed by each nominee holder, to supply each nominee holder with the number of copies of documents requested; and

**RESOLVED**, that in connection with the Extraordinary Meeting, the Secretary hereby is authorized and directed to cause the proxy materials (including the Notice of the Extraordinary Meeting, Proxy Statement, the Notice of Internet Availability, and forms of proxy for voting at the Extraordinary Meeting), to be mailed or made available to all shareholders of record of the Company as of 5:00 p.m. New York time on November 14, 2025, the record time and date for the Extraordinary Meeting; and

**RESOLVED**, that the Board hereby authorizes and approves the Company, its secretary, registered office provider and its counsel to prepare and file necessary documents with the Securities Exchange Commission ("**SEC**") and Cayman Islands authorities and to pay any fees related to such filing; and

**RESOLVED**, that the Board hereby directs and instructs the officers of the Company to take all necessary and proper action to notify the SEC, NASDAQ, Depository Trust Company ("**DTC**"), transfer agent and shareholders of the Company of the Share Capital Increase; and

**RESOLVED**, that the Board hereby authorizes and approves the Company and its counsel to prepare and file the necessary filings with SEC, NASDAQ, DTC, CUSIP, transfer agent and any other regulatory agency necessary to complete and implement the Share Capital Increase; and

**RESOLVED**, that the Board hereby authorizes and approves any Director or officer of the Company to take all such further action and to execute, deliver and file all such further agreements, certificates, instruments and documents, in the name and on behalf of the Company, and if requested or required, under its corporate seal duly attested by the Secretary; to pay or cause to be paid all expenses; to take all such other actions as they or any one of them shall deem necessary, desirable, advisable or appropriate to consummate, effectuate, carry out or further the transactions contemplated by and the intent and purposes of the foregoing resolutions.

#### **General Authorization and Ratification**

**FURTHER RESOLVED**, that the Directors and officers of the Company are hereby authorized and directed, on behalf of the Company, to take and to do such acts and deeds, and to execute, acknowledge, file, deliver and perform all documents as are necessary or appropriate in order to effectuate the purpose and intent of the foregoing resolutions; and


**FURTHER RESOLVED**, that any actions heretofore taken by any Director or officer of the Company that are consistent with the authority granted by the foregoing resolutions are hereby ratified, confirmed and approved in all respects as the acts and deeds of this Company; and

**FURTHER RESOLVED**, this unanimous written consent is executed in separate counterparts, each of which shall be deemed an original; when executed, separately or together, all of such counterparts shall constitute a single original instrument, effective in the same manner as if all parties hereto had executed one and the same instrument.

*(Signatures appear on the following page)*

**IN WITNESS WHEREOF**, the undersigned directors of the Company have executed this Consent as of the date first above written. This Consent may be signed in one or more counterparts, each of which is an original, and all of which together shall constitute one and the same instrument.

**Signed by The Board of Directors of Intelligent Living Application Group Inc.**


  
\_\_\_\_\_  
Bong Lau

  
\_\_\_\_\_  
Wynn Hui

  
\_\_\_\_\_  
Monique Ho

  
\_\_\_\_\_  
Carina Chui

  
\_\_\_\_\_  
Henry Yeung (Wing Hang Yeung)

  
\_\_\_\_\_  
Wang Ho Tin (Kenneth)  
(Lastly known as Chun Fai Liu)

  
\_\_\_\_\_  
Bun Lau