

Stock code: 6589

EirGenix, Inc.

2022 Annual Shareholders' Meeting

Meeting Agenda

(Translation)

Date and Time: June 10, 2022 09:30 a.m.

DISCLAIMER:

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EirGenix, Inc. 2022 Annual Shareholders' Meeting Meeting Agenda

(Translation)

Time: 9:30 a.m., June 10, 2022

Physical shareholders meeting.

Place: International Conference Hall, Development Center for Biotechnology (1F, Building B, No.101, Lane.169, Kangning St., Xizhi Dist., New Taipei City). Meeting Procedures:

- I. Call the Meeting to Order
- II. Chairman Remarks

III. Report Items:

- (1) Report the business results of 2021.
- (2) Audit Committee's review report.
- (3) Report Accumulated Losses Reaching One-Half of Paid-in Capital and Execution of the Improvement Plan of Business Operations for the Fourth Quarter of 2021.
- (4) Report the Status of the Private Placement of Securities.
- (5) Remuneration Policy for the Directors of 2021.

IV. Proposed Resolutions:

- (1) Accept 2021 Financial Statements and Business Report.
- (2) Ratification of the 2021 Deficit Offset Proposal.

V. Items for Discussion:

- (1) Amendment to the Company's Articles of Incorporation.
- (2) Amendment to the Procedures for Acquisition or Disposal of Assets.



- (3) Amendment to the Rules of Procedure for Shareholder Meetings.
- (4) Adoption of the Issuance of Employee Restricted Stock Awards.
- (5) Approval of Private Placement of Securities.

VI. Directors Election

(1) Election Fifth Term of Board Directors.

VII.Other Proposal

(1) Proposal to Release the Prohibition on Directors or Representatives of Directors from Participation in Competitive Business.

VIII. Extemporary Motions

IX. Meeting Adjourned



[Report Items]

Item No.1

Subject: Report the business results of 2021.

Explanatory Notes: Please refer to Attachment I.

Item No.2

Subject: Audit Committee's review report.

Explanatory Notes: Please refer to Attachment II.

Item No.3

Subject: Report Accumulated Losses Reaching One-Half of Paid-in Capital and Execution of the Improvement Plan of Business Operations for the Fourth Ouarter of 2021.

Explanatory Notes:

- 1. EirGenix Inc. 2021 financial statement showed an accumulated deficit is NT\$2,973,500,348. Accumulated losses in 2021 aggregated to one-half of the paid-in capital. According to article 211 of the Company Act, the board of directors would report at the most recent regular shareholders' meeting.
- 2. For the Execution of the Improvement Plan of Business Operations for the Fourth Quarter of 2021, please refer to Attachment III.

Item No.4

Subject: Report the Status of the Private Placement of Securities.

Explanatory Notes:

The Status of the Private Placement of Securities, please refer to Attachment IV.

Item No.5

Subject: Remuneration Policy for the Directors of 2021.

Explanatory Notes:

Remuneration Policy for the Directors of 2021, please refer to Attachment V.



[Proposed Resolutions]

Item No.1 (Proposed by the Board of Directors)

Subject: Accept 2021 Financial Statements and the Business Report.

Explanatory Notes:

- 1. EirGenix's 2021 Financial Statements, including Balance Sheets, Statements of Comprehensive Income, Statements of Changes in Equity, and Statements of Cash Flows, were audited by independent auditors, Mr. Sheng-Wei Deng and Mr. Yu-Fang Yen, of PricewaterhouseCoopers Taiwan.
- 2. 2021 Business Report, Independent Auditors' Report, and the aforementioned Financial Statements are attached hereto as Attachments I, II and VI.

Item No.2 (Proposed by the Board of Directors)

Subject: Ratification of the 2021 Deficit Offset Proposal.

Explanatory Notes:

- 1. EirGenix's 2021 financial statement showed an accumulated deficit is NT\$2,973,500,348. According to Company's Articles of Incorporation, EirGenix does not intend to distribute dividends and bonuses this year.
- 2. It is proposed to compensate the total amount of the deficit by capital surplus, please refer to Attachment VII.



[Items for Discussion]

Item No.1 (Proposed by the Board of Directors)

Subject: Amendment to the Company's Articles of Incorporation.

Explanatory Notes:

It is proposed to amend EirGenix's Articles of Incorporation based on Article 172-2 and 356-8 of Company Act and EirGenix's operation planning. The comparison table for the Company's Articles of Incorporation is attached hereto as Attachment VIII.

Item No.2 (Proposed by the Board of Directors)

Subject: Amendment to the Procedures for Acquisition or Disposal of Assets.

Explanatory Notes:

It is proposed to amend the Procedures for Acquisition or Disposal of Assets pursuant to the official announcement from Financial Supervisory Commission on January 28, 2022 (official letter No.1110380465). The comparison table is attached hereto as Attachment IX.

Item No.3 (Proposed by the Board of Directors)

Subject: Amendment to the Rules of Procedure for Shareholder Meetings.

Explanatory Notes:

It is proposed to amend the Company's Rules of Procedure for Shareholder Meetings pursuant to the official announcement from Financial Supervisory Commission on March 7, 2022 (official letter No.1110133385). The comparison table is attached hereto as Attachment X.

Item No.4 (Proposed by the Board of Directors)

Subject: Adoption of the Issuance of Employee Restricted Stock Awards.

Explanatory Notes:



- 1. To attract and retain the professional talents required by EirGenix, to enhance the coherence of employees, EirGenix intends to issue total 850,000 shares at NT\$10 per share and total amount is NT\$8,500,000, pursuant to Article 267 of the Company Act and related rules, including the Regulations Governing the Offering and Issuance of Securities by Securities Issuers to lay down the Regulations of 1st Employee Restricted Stocks in 2022. The actual number of shares to be issued will be resolved by the Board of Directors after the issuance of employee restricted stock awards is approved at the shareholders' meeting and by the competent authority.
- 2. The content and items of the Restricted Employee Stock are as follow:
 - (1) Issue Price: NT\$0 per share.
 - (2) The Eligibility of Employee:
 Only the Company's and controlling and subordinate company's regular employees who are already employed on the date that RSAs are granted. The term" controlling and subordinate company" is recognized in accordance with the standard from Financial Supervisory Commission (official letter No.1070121068).
 - (3) Condition of Vesting:

Employee must remain employed by the Company on the last date of each vesting period. During the vesting period, the employee may not breach any agreement with the company or violate the Company's employment agreement, service agreement, trust agreement, company governance best practice principles, ethical corporate management best practice principles, work rules, non-compete and non-disclosure agreement of the Company or any agreement with the Company. Certain employee performance metrics and the Company's business performance metrics are met in the Employee Restricted Stock Awards Rules. Condition A: Employees on board at, or before the third quarter of 2022, 100% of

- Shares will be vested at the end of same year.
- Condition B: Employees on board in the fourth quarter of 2022, 100% of shares will be vested at the end of following year.
- Condition C: Employees on board between the first quarter to third quarter of 2023, 100% of shares will be vested at the end of same year.
- Condition D: Shares granted for employees 2021 personal performance and company performance rating over 2.5, will be vested 100%.



- Condition E: Shares granted for employees 2022 company performance rating over 2.0, and personal performance rating plus company performance rating total over 5.0 will be vested 100%.
- (4) Category of Restricted Employee Stock: Common shares of the company.
- (5) Measures to be taken when employees fail to meet the vesting conditions or in the event of inheritance: Where an executive fails to meet the vesting conditions, the Company will reclaim the granted RSAs and cancel the same at no extra cost to the Company; for exceptional events, including but not limited to inheritance, the Company will take measures as set forth in the Employee Restricted Stock Awards Rules.
- (6) Number of Restricted Employee Stock eligible for subscription: The number for subscription to respective employee is determined on the job level, salary, job tenure, performance, contribution of company's major operation goals, the regulations at the subscription time and other caused as the reference.
- (7) Restricted rights before employees meet the vesting conditions:
 - A. During the vesting period, the employee may not sell, pledge, transfer, give to another person, create any encumbrance on, or otherwise dispose of, restricted stock awards
 - B. Voting right in Shareholders' Meeting: The same as common stock.
 - C. Dividend: The same as common stock.
- 3. Expected expense amount: The calculation of the expected expense amount is based on EirGenix 's outstanding shares 303,686,235 shares, estimate issue 850,000 shares by restricted stock, and the average closing price in March 2022 is NT\$94.51 as fair value. If all employees achieve the condition, then the total estimated expense amount is NT\$80,333,500. Based on the estimated issue date and given date are one to two years, the annual amortized expense from 2022 to 2023 respectively will be NT\$58,596,200 and NT\$21,737,300. However, the actual amount will be calculated by the fair value on given date and recognize related expenses in installments during the vested period.
- 4. Dilution of EPS and other factors affecting shareholders' equity: EirGenix issues Restricted Employee Stock, representing 0.28% of an aggregate number of all shares issued by EirGenix this time, dilution to EPS from 2022 to 2023 respectively will be NT\$0.193 and NT\$0.071. Accordingly, this will not result in a material impact on the shareholder's equity.



- 5. Other important stipulations: The Employee Restricted Stock issued may be deposited in a security trust account.
- 6. It is proposed to the shareholders' meeting to authorize the board of directors to adjust the condition or regulation of the Employee Restricted Stock this time by law or as required by competent authority and to also authorize the board of directors to decide the actual list of subscribers and the amount. Without violating the principle of content agreed by the shareholders meeting, the board of directors shall have full power to handle the issue.

Item No.5 (Proposed by the Board of Directors)

Subject: Approval of Private Placement of Securities.

Explanatory Notes:

1. EirGenix has considered the timeliness of financing activities and the operational needs, and it will conduct private placements of common shares at a proper time depending on the capital market. The maximum number of total shares issued will be 30,000,000 shares. It will be issued from one to three closings within one year of a resolution adopted by a shareholders meeting to increase the flexibility of EirGenix's financing activities. The anticipated issuance information is as follows. The actual issuance limit will be submitted to the shareholders meeting to authorize the board of directors to determine it based on market condition and the result of negotiations with investors.

Anticipated	Anticipated	It is estimated to conduct private placements
number of	number of shares	for capital increase in three closings. The
closings		unissued number of shares may be combined
First time	10,000,000	with the next closing, or the anticipated number of shares of each closing may be
Second time	10,000,000	combined together. Total number of shares
Third time	10,000,000	issued shall not exceed 30,000,000 shares.

- 2. The issuance of private placements is conducted in accordance with the "Securities and Exchange Act" and "Directions for Public Companies Conducting Private Placements of Securities".
- 3. The basis and reasonableness of the private placement pricing:



Reference price is the simple average closing price of the common shares of the TWSE listed or TPEx listed company for either the 1, 3, or 5 business days before the price determination date, after adjustment for any distribution of stock dividends, cash dividends or capital reduction; or the simple average closing price of the common shares of the TWSE listed or TPEx listed company for the 30 business days before the price determination date, after adjustment for any distribution of stock dividends, cash dividends, or capital reduction. The price shall be the higher of the above two calculations. The private placement pricing shall not be lower than 80% of the reference price.

- 4. Source and total amount of the private placement: The total estimated amount of offering securities to specific persons pursuant to Article 43-6 of the Securities Exchange Act.
- 5. The method for selecting the specific persons and the anticipated benefits:
 - (1) The places of the private placement are strategic investors. In accordance with the Article 43-6 of the Securities and Exchange Act and Taiwan Finance Certificate (1) No. 0910003455 issued by the Financial Supervisory Commission on June 13, 2002, it states to select those who are beneficial to the long-term development of the Company, and improve the operational performance, strengthen competitiveness, and generate benefits for existing shareholders' equity.
 - (2) The method and purpose for selecting the placees: the purpose for the placees selected this time is to introduce strategic investors. The main targets are strategic investors who have developing experiences in biomedicine and health and can stabilize the Company's equity and capital structure.
 - (3) The necessity of the placees: to accelerate the product developing efficiency as well as the process of the same drug series to complete the production line. By the comprehensive effect of expanding the market, it can establish EirGenix's unique status in the international biosimilars and CDMO field. In order to sustain EirGenix's operation and development, it is necessary to conduct private placement to introduce strategic investors by resolution.
 - (4) The relationship between the placees and the company: The placees haven't been arranged.
 - (5) There is no significant change in managerial control within the 1 year period



- immediately preceding the day on which the board of directors resolves on the private placement, and no significant change in managerial control after the introduction of strategic investors through private placement
- (6) Anticipated benefits: improve EirGenix's operating scale, horizontal and vertical integration, and product or market development collaboration, assist EirGenix to improve technology, efficiency, expand the operational scale, and improve the market status. It has positive benefits in creating EirGenix and shareholder value.
- 6. The reasons for the necessity of conducting the private placement:
 - (1) The reasons for not using a public offering:

 With the considerations of the timeliness of financing activities and the uncertainty of the capital market, and the benefit for the Company's long term operating development because of the transfer limit of the private placement common share, it plans to conduct the financial activities with private placement.
 - (2) The use of the funds for each closing of the private placement, and the anticipated benefits:
 - A. The use of the funds for each closing of the private placement of common shares is to replenish operating capital for research and development expenses, plant expansion, horizontal and vertical integration, and other operational funding needs. It could strengthen EirGenix's financial structures and promote stable growth in operation.
 - B. Anticipated benefits: each closing is to act in concert with EirGenix's long-term development. It can cope with the product development needs and expand operational scales to strengthen EirGenix's financial structure.
- 7. The rights and obligations of the private placement of common share is technically the same as the issued share. However, in accordance with the Securities and Exchange Act, the private placement of common shares may not be resold within three years after the delivery date except for the transfer objects in accordance with the Article 43-8 of the Securities and Exchange Act. The private placement of common shares may be submitted to the shareholders meeting to authorize the board of directors to file an application to the Competent Authority with relevant regulations for supplemental public issuance and listed transactions depending on the



- condition after three years of the delivery date and meet certain conditions of the competent authority.
- 8. The main content of the private placement plan, except with the actual issuance price, includes number of shares for issuance, terms of issuance, period for payment of subscription, record date of capital increase, planned item, estimated progress, estimated possible benefits, and all other matters related to the issuance plan. It is proposed to the shareholders meeting to authorize the board of directors to adjust, establish, and handle according to market conditions. Any changes in the future due to changes in law and regulation, amendment instructed by the competent authority, and changes based on operational evaluation or objective circumstance, shall be proposed to the shareholders meeting to authorize the board of directors to take full charge of it.
- 9. According to Article 43-6 of the Securities and Exchange Act, the explanation of Company's private placement of security resolutions can be found on the Market Observation Post System (https://mops.twse.com.tw) and EirGenix website (http://www.eirgenix.com).



(Directors Election)

Item No.1 (Proposed by the Board of Directors)

Subject: Election Fifth Term of Board Directors.

Explanatory Notes:

- 1. Upon the expiry of the Directors' terms of office, the Board of Directors resolved that ten Directors (including four Independent Directors) will be elected at this Annual Shareholders' Meeting. The terms of office of the Directors to be elected shall be three years, commencing on June 10, 2022, and expiring on June 9, 2025.
- 2. EirGenix's Articles of Incorporation state that the Company shall have nine to eleven directors, who will hold office for three years and be elected from legally competent persons at the shareholders' meeting; re-elected directors may serve consecutive terms; the candidate nomination system shall be adopted, and the shareholders meeting shall elect directors from the list of candidates. When terms of directors expire prior to elections, terms may be extended until the newly elected directors assume office.
- 3. The candidates of Directors are as follows:

	Formosa Laboratories, Inc.							
	Representative: Cheng-Yu Cheng							
	National Development Fund, Executive Yuan							
	Representative: Hsiu-Hui Chen							
D:	Yao-Hwa Glass Co., Ltd, Management Commission							
Director	Foxconn Technology Co., Ltd.							
	Representative: Jih-Luh Tang							
	Foxconn Technology Co., Ltd.							
	Representative: Hsueh-Yen Ku							
	Lee-Cheng Liu							
	Fu-Shiow Yin							
Independent	Ming-Thaur Chang							
Director	Ming-Shen Chen							
	Po-Chih Chen							

4. Education and experience of the candidates, please refer to Attachment XI.



[Other Proposal]

Item No.1 (Proposed by the Board of Directors)

Subject: Proposal to Release the Prohibition on Directors or Representatives of Directors from Participation in Competitive Business.

Explanatory Notes:

- 1. According to Article 209 of Company Act, "A director who does anything for himself or on behalf of another person that is within the scope of the company's business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval."
- 2. It is proposed that the shareholders meeting agree to release the prohibition on directors or representatives of directors from participation in competitive business, please refer to Attachment XII.

(Extemporary Motions)

[Meeting Adjourned]



EirGenix, Inc.

2021 Annual Business Report

1. 2021 Business Result

(1) Business plan implementing results

EirGenix was established on December 21,2012 and listed in the market on June 28, 2019. It is a biotechnology and medical company focusing on biosimilars, drug discovery, and biopharmaceutical Contract Development and Manufacturing Organization (CDMO). The annual operating incomes of 2021 and 2020 are NT\$1,697,359 thousand dollars and 1,071,838 thousand dollars respectively with a 58% growth. The source of revenue in 2021 is the continued growth in CDMO business, the authorized contract with Sandoz on self-developed product EG12014, and step-by-step milestone payments recognition. EirGenix holds the critical technology of biotechnological drug development and manufacture and is able to provide differentiated services with high added-value. The consistent and stable operating income can cover part of the development expense for biosimilars. Various drug development projects are being implemented successively as planned. EirGenix's financial and business condition will rise substantially after obtaining the medicine certificate for mass production.

(2) Research and development status

- I. Establish competitive and complete production line development strategies:
 - A. There are seven self-developed products including four biosimilars, one is the Her2 biosimilar with new formulation for subcutaneous injection, one antibody drug conjugate, and one carrier protein. In the current product pipeline, we applied a unique strategy of developing a Her2 franchise products to synergize future market penetration.
 - B. The primary end point analysis of the phase 3 clinical trial of EG12014 (biosimilar of Roche Herceptin®, with indication of early breast cancer patients.) was completed on March 23rd,2021 and shows the study has met its primary end-point. EG12014 has shown equivalent efficacy to Herceptin® in regard to its clinical response (pathologic complete response, pCR, defined as ypTO/is ypN0). EMA and FDA have officially accepted the review of the MAA and BLA submitted by Sandoz AG (exclusive partner of EirGenix) for trastuzumab biosimilar EG12014 in the first quarter of 2022.
 - C. On April 29th, 2019, EirGenix signed a global exclusive authorized sales contract,



except Taiwan, mainland China, Japan, South Korea and Russia, with Sandoz AG, a world well-known pharmaceutical factory for generic drugs and biosimilars. The licensing agreement includes a signing fee and milestone payments, and additional royalty income of product sales in the authorized markets after product launch. EirGenix is also responsible for the manufacture of EG12014 after launching in the market. Sandoz AG, a Novartis Division, is in the leading position in the global generic drug and biosimilars fields. They have a long history of 136 years and abundant drug development and sales experience in biosimilars and antineoplastic drugs. This strategic alliance will improve the global competitiveness therefore benefit to our CDMO business expansion. The launch of EG12014 would provide more treatment choices and opportunity for patients with HER2 breast cancer once the product launches in the market.

- D. EirGenix has officially submitted for Phase I PK biosimilarity clinical study of developmental product EG1206A (proposed Pertuzumab biosimilar) in Europe.
- II. Outstanding development and manufacture technology of biotechnological drugs:
 - A. The operating income has been increasing by years due to consistent and stable growth of CDMO business. The CDMO business had reached the break-even point in 2016, and annual signed contract value had grown significantly since 2015.
 - B. The core competitiveness of EirGenix's CDMO business is owning two major production technologies: Mammalian cell culture development and Microbial strain fermentation development with professional capabilities of development, manufacture, and analysis. Through a vertical integration operating model, we can effectively keep track of the quality and cost control. Because the existing facility in Xizhi has reached its full capacity, a large-scale commercial production facility that meets the requirement of international PIC/S GMP was built in Hsinchu Biomedical Science Park at the beginning of 2019. It is used for the self-developed biosimilars EG12014 future production needs in the market. It could also attract international and domestic clients with late developmental stage products which required large-scale production, and product commercial launches.
 - C. EirGenix submitted post approval change to Pharmaceuticals and Medical Devices Agency (PMDA), an independent administrative institution authorized by the Ministry of Health and Welfare. The inspection went well with no major deficiency and received a PMDA approval letter on February 3, 2020. EirGenix entered into an agreement for long-term supply on March 2, 2021 and became the first long-term biopharmaceutical factory for biological drugs in the Japanese market. The product is a necessary drug for cancer treatment with over 30% market share in the same



category in Japan. It is the only biopharmaceutical factory in Taiwan and China, and one of a few Asian biopharmaceutical factories that was contracted by PMDA. With this accreditation, it would increase the willingness and confidence of Japanese and international biotechnology companies to contract manufacturing and enhance sales promotion. The market demand of Japanese biopharmaceuticals CDMO has been increasing in recent years. With the actual sales of this product in Japan, it will expand the competitive advantage in the Japanese market and significantly increase the willingness and confidence of Japanese and international biotechnology companies to entrust manufacturing. This major milestone will accelerate the sales growth of CDMO.

- D. EirGenix's Xizhi site has been certified by Taiwan FDA as the GMP production facility for commercial biopharmaceutical drug substances. Zhubei site has been inspected and approved by Taiwan FDA as the GMP pilot production facility for biopharmaceutical drug substances.
- E. EirGenix collaborates with Medigen Vaccine Biologics Corporation, a domestic vaccine manufacturer, and provides antigen protein production development and GMP mass production service.

III. Affirmation on business performance:

- A. Received the Grand Winner of Best Bioprocess Excellence in Taiwan.
- B. Awarded Best Bioprocess Excellence in Greater China Region from Biologics Manufacturing Asia.
- C. Won the Globalizing Award of "2021 Taipei Biotech Awards".
- (3) Financial revenue and expenditure and profitability analysis

The annual operating incomes are NTD 1,697,359 thousand dollars, which are mainly contributed by CDMO business and cooperative development revenue. The gross profit is NTD 1,093,054 thousand dollars with a 65% gross margin rate. The major expenditures in 2021 were biosimilars development and research expenses. The reason for that is because the products are still in the development stage and require more investments for research and development funds, such as clinical study expenses, research and development material expenses, and research and development staff salaries. CDMO sales and other revenues are still unable to fully cover the research and development expenditures mentioned previously at this point, which is the main reason that caused EirGenix's loss. The investment of research and development expenditures now is to accumulate the energy for future profit growth after the product launches.

The completion of its 5.0325 billion New Taiwan Dollars (NTD) private placement in 2021. The private placement investors include Foxconn Technology Co., Ltd., Yonglin



Capital Holding Co., Ltd. and Hong Wei Investment Co., Ltd. The cash capital increase will be a significant benefit to EirGenix's long-term development and will further enhance the company's operating efficiency. With the recent injection of additional capital funding, EirGenix can now accelerate the execution of its future strategic planning. For the product development unit, the product pipeline will be expanded to include more biosimilar drug products. For the CDMO unit, the current facility infrastructure will add additional production lines and facilities to handle even more diversified biological products and break into the field of cell and gene therapy, as well as extension of services to further link upstream, midstream, and downstream development and manufacturing services. Lastly, EirGenix will seek to establish various forms of cooperation with international entities, which include but are not limited to collaborations, strategic alliances, or mergers and acquisitions. Soon EirGenix will become an important hub for biopharmaceutical development and manufacturing on the global stage.

Unit: %

Item	Year	2020	2021
	Debt Ratio	50.31	8.85
Financial Structure	Long Term Funds to property, plant and equipment	172.42	569.09
Solvenov	Current Ratio	232.70	1,289.83
Solvency	Quick Ratio	195.19	1,215.91
	Rate of return on assets	(28.10)	(0.34)
Duofitability	Rate of return on equity	(55.40)	(0.69)
Profitability	Net Profit Margin	(97.19)	(2.51)
	Earnings per share (NTD)	(\$5.41)	(\$0.18)

(4) Budget implementation status

EirGenix had only set up an internal budget goal for 2021 and did not disclose the financial forecast. The overall budget implementation has met the goal.

2. 2022 Business plan summary

(1) Business policy

EirGenix's business policy is to maintain the sustainable profit growth since the establishment. It came up with three major service items Considering three factors of the sales and developing time of drugs, risk value, and potential returns, three stages of the business focus have been set: 1. Contract Development and Manufacturing Organization (CDMO); 2. Biosimilar Development and 3. Me too and Novel biologics development to



make the best of EirGenix's cGMP production factory, equipment, and high-end technology human resources.

(2) Estimated sales, and its basis, and important production and sales policy

EirGenix's biosimilars in development is still at the developing stage. The main revenue resource comes from Contract Development and Manufacturing Organization and authorized product collaborations. The senior management team proposes the overall goal and strategy, and the research and development team makes various development project plans. The project schedule for plan implementation and sales projection are made by feasibility analysis, market potential and financial evaluation.

3. EirGenix's future development strategy

(1) Short-term sales development plan

The short-term development strategy is "Build up foundation and move forward step by step". The strategy plans for products in-development and CDMO sales & marketing development are as follows:

- I. Self-developed products:
 - A. EG12014 drug certification applications will approve by the U.S. FDA TFDA and European Union EMA.
 - B. EG1206A will complete the phase I clinical trials.
 - C. EG62054 will complete cell line and 2-50 liter process development and analysis on biosimilarity.
 - D. EG13074 will conduct preclinical meetings with the U.S. FDA.

II. CDMO sales:

In order to expand the current capacity and the needs for commercialized mass production of the future products, a biopharmaceutical plant is built in Hsinchu Biomedical Science Park. The current target is to cope with the phase III clinical trial of EG12014. It could also attract international and domestic clients with the late developmental stage products for large-scale production and commercial manufacturing after product launches. The oversea sales expansion has made a great progress in Japan. In addition, a subsidiary is set up in Germany to focus on the clinical development of on-going and future products in-development.

(2) Medium and long-term sales development plan

The medium and long-term development strategy is "Products are developing and launching one after another to promote stable growth in revenue. The strategy plans for products in-development and CDMO sales development are as follows:



I. Obtain drug certificates and product launch for products in-development.

II. CDMO sales:

Since the facility at the new factory in Zhubei is more suitable for products developed at late developmental stage (such as mass production for phase III clinical trials) or commercial production; therefore, the short-term sales expansion will focus on the clients with early stage development and production projects which could be executed in Xizhi plant while establishing a global customer network for late stage development projects or mass production projects. Zhubei plant is expected to expand the production capacity to 25,500L after completion. It could meet the demand of various biopharmaceutical process development for mammal's cell. It can not only meet the demand for the products in-development, but also be useful for CDMO business in the future. Moreover, EirGenix is the only biopharmaceutical factory in Taiwan and China, and one of a few Asian biopharmaceutical factories that was GMP inspected and authorized by the Japanese official agency, PMDA. With this accreditation, it would increase the willingness and confidence of Japanese and international biotechnology companies to contract manufacturing and enhance sales promotion.

4. Effects by external competitive environment, legal environment, and overall business environment

The mission of EirGenix at the beginning is to provide high quality and cost-effective Contract Development and Manufacturing Organization and develop biosimilars with commercial values. The medium to long term goal is focusing on Niche Biologics development to benefit to the human and the society and improve the life quality. EirGenix insists on making the technology first with excellent quality as the foundation and be responsible for customer's success. The goal is becoming an international biotechnology and medicine company that begins in Taiwan and focuses on the global market

We would like to thank all of the shareholders, customers, and collaborating business partners for encouraging and supporting us, as well as the contribution and hard work from our employees. Together it brings prosperity and constant growth for EirGenix.

EirGenix, Inc.

Chairman: Chung-Hur Lee

President: Lee-Cheng Liu

Head of Accounting Department: Hsiu-Chuan Yang



EirGenix, Inc.

Audit Committee's Review Report

The Board of Directors has prepared EirGenix's 2021 Business Report, Financial Statement, and Deficit Offset Statement. The CPA Sheng-Wei Deng and Yu-Fang Yen of PricewaterhouseCoopers Taiwan was retained to audit EirGenix's Financial Statement and has issued an audit report relating to the Financial Statement.

The Business Report, Financial Statement, and Deficit Compensation Statement have been reviewed and determined to be correct and accurate by the Audit Committee member of EirGenix. According to relevant requirements of the Securities and Exchange Act and the Company Act, we hereby submit this report.

To

EirGenix, Inc. 2022 Annual Shareholders' Meeting

EirGenix, Inc.

Chairman of Audit Committee: Ming-Thaur Chang

Member of Audit Committee: Ming-Shen Chen

Member of Audit Committee: Fu-Shiow Yin

March 22, 2022



EirGenix, Inc.

Accumulated Loss and the Improvement Plan of Business Operations for the Fourth Quarter of 2021

1. Business policy

The business policy of EirGenix, Inc. is sustainable growth since the establishment. It came up with three major service items considering three factors of the sales and developing time of drugs, risk value, and amount of rewards: 1. Contract Development and Manufacturing Organization (CDMO); 2. Development, production, manufacture, and sales of Biosimilars; and 3. Optimized biopharmaceuticals and development, manufacture, and sales of new biopharmaceuticals (Me too and Novel).

The current business model adopted at EirGenix, Inc. is a double-track system of Contract Development and Manufacturing Organization (CDMO) and Product Development to make the best of EirGenix's cGMP production factory, equipment, and high-end technology human resources. The core competitiveness of EirGenix, Inc. are two major production technologies: Mammalian cell development and Microbial strain fermentation development with professional capacities of development, manufacture, and analysis. It can keep track of the quality and cost control through a vertical integration operating model.

2. Reasons for loss in the past

EirGenix focuses on biosimilars, drug discovery, and biopharmaceutical Contract Development and Manufacturing Organization (CDMO). The biosimilars development time is slightly shorter than new drug development. Generally speaking, it takes about 2 to 3 years for the stage of manufacturing process development in the labs, analysis on product features, and specification setting. With the drug review period and other schedules, it takes 6 to 8 years in total.

The business model adopted at EirGenix, Inc. is a double-track system of Contract Development and Manufacturing Organization (CDMO) and Product Development at the early establishing stage on December 21, 2012. With the considering factors of developing time, risk level, and number of rewards, the business focuses on CDMO sales and the development and sales of biosimilars at this point. However, the substantial sales transferred from the pilot plant of the original Development Center for Biotechnology at the beginning were very limited. The CDMO sales were started from scratch. Thus, the fixed expenditures of biosimilars development, staff, and operations have caused the losses of EirGenix. The revenue from CDMO sales has been significantly increased in recent years compared with the early stage. The gross profit from



CDMO sales is able to cover EirGenix's sales and marketing expenses, and general and administrative expenses. Even though the signing bonus with Sandoz and the milestone payments of each stage for the self-developed product EG12014 are able to inject in the revenue, the revenue will have to be recognized step-by-step as the operating revenue. With the enormous developing expenses for sustained investment in biosimilars, EirGenix is still at losses.

As the continued growing sales of CDMO in recent years and advance of self-developed product EG12014 research and development schedule, EirGenix will receive milestone payments of each stage successively. Moreover, there is the royalty income of product sales in the authorized market shared at the contracted ratio after the product is launched. All of the above revenue would significantly improve EirGenix's financial structure.

3. Future operating strategy and improvement plan

(1) Short-term sales development plan

The short-term development strategy is "Build up foundation and move forward step by step". The strategy plans for products in-development and CDMO sales & marketing development are as follows:

I. Self-developed products:

- A. EG12014 drug certification applications will approve by the U.S. FDA `TFDA and European Union EMA.
- B. EG1206A will complete the phase I clinical trials.
- C. EG62054 will complete cell line and 2-50 liter process development and analysis on biosimilarity.
- D. EG13074 will conduct preclinical meetings with the U.S. FDA.

II. CDMO sales:

In order to expand the current capacity and the needs for commercialized mass production of the future products, a biopharmaceutical plant is built in Hsinchu Biomedical Science Park. The current target is to cope with the phase III clinical trial of EG12014. It could also attract international and domestic clients with the late developmental stage products for large-scale production and commercial manufacturing after product launches. The oversea sales expansion has made a great progress in Japan. In addition, a subsidiary is set up in Germany to focus on the clinical development of on-going and future products in-development.

(2) Medium and long-term sales development plan

The medium and long-term development strategy is "Products are developing and launching one after another to promote stable growth in revenue. The strategy plans for



products in-development and CDMO sales development are as follows:

I. Obtain drug certificates and product launch for products in-development.

II. CDMO sales:

Since the facility at the new factory in Zhubei is more suitable for products developed at late developmental stage (such as mass production for phase III clinical trials) or commercial production; therefore, the short-term sales expansion will focus on the clients with early stage development and production projects which could be executed in Xizhi plant while establishing a global customer network for late stage development projects or mass production projects. Zhubei plant is expected to expand the production capacity to 25,500L after completion. It could meet the demand of various biopharmaceutical process development for mammal's cell. It can not only meet the demand for the products in-development, but also be useful for CDMO business in the future. Moreover, EirGenix is the only biopharmaceutical factory in Taiwan and China, and one of a few Asian biopharmaceutical factories that was GMP inspected and authorized by the Japanese official agency, PMDA. With this accreditation, it would increase the willingness and confidence of Japanese and international biotechnology companies to contract manufacturing and enhance sales promotion.

4. Implementing status of the complete operating plan of 2021 Q4

Unit: NT thousand dollars

	1	1	1	
Item	Actual	Estimate	Increase (decrease) amount	Increase (decrease) percentage
Operating Revenue	1,697,359	1,597,267	100,092	6.27%
Operating Cost	604,305	577,340	26,965	4.67%
Gross Profit	1,093,054	1,019,927	73,127	7.17%
Operating Expenses	1,151,365	1,150,562	803	0.07%
Operating Income (Loss)	(58,311)	(130,635)	72,324	(55.36%)
Non- operating income (loss)	17,146	22,480	(5,334)	(23.73%)
Net loss before income tax	(41,165)	(108,155)	66,990	(61.94%)

EirGenix's operating income in 2021 was increased by NT\$100,092,000 compared with the estimated amount. The increase in operating income and profit margin was mainly caused by the improvement of CDMO production efficiency and the higher sales of APIs provided to other companies as experimental drugs for research and development than estimated. The operating loss was decreased by NT\$72,324,000 because the operating



margin is better than estimation.

The actual non-operating income(loss) is decreased by NT\$5,334,000 compared with the estimated amount because of the adverse effects of exchange rate fluctuations on exchange gains and losses and recognizing the remaining unamortized processing fee and management fee of a syndicated loan due to the sufficient fund's condition.

In conclusion, the net loss before tax was decreased by NT\$66,990,000 compared to the estimated amount because of the higher sales of APIs provided to other companies than estimated. Therefore, EirGenix's implementation shall be reasonable in accordance with the regular operational plan.

5. Conclusion

EirGenix's business policy is sustainable growth. At this stage, the CDMO business revenue is used to cover EirGenix's internal expenses stably. The biosimilars development is mature and can move on to the next stage of market sales. EirGenix may look for regional business partners as the product is successfully developed. The income of signing bonus from biosimilars in each year may balance out the expense for product research and development such as brand drug purchases, clinical trials on humans, and consulting fees for medical regulations in various countries, etc. With a two-pronged approach from the increase of CDMO sales and advance of product development, it is expected to reach the break-even point of profit and loss and begin to gain profits.



2021 Status of Private Placement of Securities

Item	2021 First time Private Placement of Securities
Securities under	Issue Date (delivery date): 2021/11/30
	Common Stock
private placement	Common Stock
Date of	
resolution and	2021/08/03
approved	55,000,000 shares
quantity	55,000,000 shares
Basis and rationale for price setting	The price determination date is based on the board meeting on 2021/10/01. Reference price is the simple average closing price of the common shares of the TWSE listed or TPEx listed company for either the 1, 3, or 5 business days before the price determination date and each of them is 126.5 dollars, 126.67dollars, and 128.5 dollars. After adjustment for any distribution of stock dividends, cash dividends, or capital reduction, the price is 128.5 dollars; or the simple average closing price of the common shares of the TWSE listed or TPEx listed company for the 30 business days before the price determination date, after adjustment for any distribution of stock dividends, cash dividends, or capital reduction, the price is 128.75 dollars. Select the higher of the above two calculations 128.75 as reference price and actual private placement shall not be lower than 50% of the reference price. The actual private placement price is per share NT\$91.5 which is 71.07% of the reference price: NT\$128.75 and complies with shareholder meetings' decision that no lower than the price based on the pricing principle: at least 50% of the two above-mentioned prices (the higher one). Consult with Hsiu-Luan Lin, Certified Public Accountant from CHAMPiON accounting firm, to issue a submission of the reasonableness for private placement.
Selection method of the placees	 The placees of the private placement are strategic investors. In accordance with Article 43-6 of the Securities and Exchange Act and Taiwan Finance Certificate (1) No. 0910003455 issued by the Financial Supervisory Commission on June 13, 2002, it states to select those who are beneficial to the long-term development of the Company and improve the operational performance, strengthen competitiveness, and generate benefits for existing shareholders' equity. The purpose of the placees selected this time is to introduce strategic investors. The main targets are strategic investors who have developing experiences in biomedicine and health and can stabilize the Company's equity and capital structure.
The necessary reason for the Private Placement	 With the considerations of the timeliness of financing activities and the uncertainty of the capital market, and the benefit for the Company's long term operating development because of the transfer limit of the private placement common share, it plans to conduct the financial activities with the private placement. To accelerate the product development efficiency as well as the process of the same drug series to complete the production line. By the comprehensive effect of expanding the market, it can establish EirGenix's



	unique status in the international biosimilars and CDMO field. In order to sustain EirGenix's operation and development, it is necessary to conduct private placement to introduce strategic investors by resolution.													
Date of payment and completion				2021/										
	Placees	Eligibil (note	•		Relations with EirGen Inc.	•	Participation in Company Operations							
Information on	Foxconn Technology Co., Ltd.			27,500,000			There is no significant change in managerial control within the 1-year							
Placees	Yonglin Capital Holding Co., Ltd.	Note 2.		26,500,000	None		period immediately preceding the day on which the board of directors resolves on the private							
	Hong Wei Investment Co., Ltd.			1,000,000			placement and after the introduction of strategic investors through private placement.							
Actual Subscription Price		Per share NT\$91.5												
Difference between Actual Subscription price and Reference Price	The actual sub	scribed	pri	ce is per sha price: NT			71.07% of the reference							
Impact of private placement on shareholders' equity	product or mark technology, effic	ket deve eiency, e	elo _] exp	pment colla and the ope	boration, crational	, ass	vertical integration, and sist EirGenix to improve e, and elevate the market and shareholder value.							
	The Usage of fur	nds	Bu	dget Amour	Que	oter	entation as of 2022 First							
Use of funds	R&D expenses		3,0	00,000,000	Unu acco		, deposit in EirGenix bank							
from private placement and	Expansion and b factory	uilding	500	0,000,000	Unu acco		, deposit in EirGenix bank							
progress of proposed plans	Repay bank loans replenish horizont vertical integration other operational f needs	al and n, and	1,5	32,500,000	dep	Repay bank loan 316,322,000 and deposit other funds in EirGenix bank accounts								
Effectiveness of private placement	5,684,000 which	calcula	ting	g under the o	current Ei	irGe	est expenses roughly about nix loan rates of 1.797%. trate effects continuously.							



Remuneration Policy for the Directors

If the Company has net profit in this fiscal year, the Company shall set aside 3% (inclusive) or less of its profits as bonus to Directors. The distribution of director remuneration shall be heard by over two-thirds of the Board of Directors, be voted in favor for implementation by over one-half of the directors present and represented, and also be reported at the shareholders' meeting.

The Company shall first offset its losses in previous years that have not been previously offset, and then set aside annual profits as a bonus to Directors.

EirGenix did not distribute bonuses to directors for the aforementioned two years. Director Remuneration is the travel expenditure spent to attend Board. The compensation paid to the chairman and independent directors is on a fixed monthly basis or for the purposes of carrying out their duties. Remuneration paid to the general manager is handled determined by considering the position of the general manager in the Company, the responsibility they assume, and their contribution to the Company, as well as industry benchmarks. The remuneration is proposed by the Company to the Remuneration Committee for approval and presented to the Board of Directors for review.

Unit: NT\$ thousands; %

		Remuneration									Ratio of Total Relevant Remuneration Received by Directors Who are Also Employees									Com	o of Total pensation	n
Title	Name	Comp	Base Compensation (A)		ance Pay (B)	Directors Compensation(C)		Allowances (D)				Salary, Bonuses, and Allowances (E)					Compensation G)		(A+B+C+D+E+F+G) to Net Income (%)		Remuneration from ventures other than subsidiaries or	
Title		The company	All companies in the consolidate d financial statements		All companies in the consolidate d financial statements		All companies in the consolidate d financial statements		All companies in the consolidate d financial statements	The company	All companies in the consolidate d financial statements		All companies in the consolidate d financial statements		All companies in the consolidate d financial statements	The co		in conso fina state	panies the lidated ncial ments Stock	The company	Companies in the consolidated financial statements	from the parent company
			statements		statements		statements		statements		statements		statements		statements	Casn	Stock	Casn	Stock			
Chairman	Augusta Inc.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Chairman	Representative Chung-Hur Lee	720	720	-	-	-	-	50	50	770 (1.81)	770 (1.81)	-	-	-	-	-	-	-	-	770 (1.81)	770 (1.81)	-
Di .	Formosa Laboratories, Inc.		-		-		-	-		-	-	-	-		-	-	-	-	-	-	-	-
Director	Representative : Cheng-Yu Cheng	-	-	-	-	-	-	45	45	45 (0.11)	45 (0.11)	-	-	-	-	-	-	-	-	45 (0.11)	45 (0.11)	-
Dissets	Development Center for Biotechnology		-	-	-		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Director	Representative : Hsiu-Hui Chen	-	-	-	-	-	-	50	50	50 (0.12)	50 (0.12)	-	-	-	-	-	-	-	-	50 (0.12)	50 (0.12)	-
Director	National Development Fund, Executive Yuan		-	-	-		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Representative : Jing-Jer Lin	-	-	-	-	-	-	50	50	50 (0.12)	50 (0.12)	-	-	-	-	-	-	-		50 (0.12)	50 (0.12)	-
Director	Lee-Cheng Liu		-	-	-	-	-	50	50	50 (0.12)	50 (0.12)	10,015	10,015	108	108	-	-	-	-	10,173 (23.89)	10,173 (23.89)	-
Director	Yao-Hwa Glass Co., Ltd, Management Commission	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-





				Remuneration							of Total neration	Relevant Remuneration Received by Directors Who are Also Employees								Com	o of Total pensation	
Title	Name	Base Compensation (A)		tion Severance Pay (B)		Directors Compensation(C)		Allowances (D)		(A+B+C+D) to Net Income (%)		Salary, Bonuses, and Allowances (E) Sever		Severano	everance Pay (F)		Employee Compensation (G)			(A+B+C+D+E+F+G) to Net Income (%)		Remuneration from ventures other than subsidiaries or
			All companies in the consolidate d financial statements		All companies in the consolidate d financial statements		All companies in the consolidate d financial statements		All companies in the consolidate d financial statements		All companies in the consolidate d financial statements		All companies in the consolidate d financial statements		All companies in the consolidate d financial statements		mpany Stock	in consol fina state	ncial	The company	Companies in the consolidated financial statements	from the parent company
	Representative : Wei-Hung Chang	-	-	-				50	50	50 (0.12)	50 (0.12)	-		-		-		-		50 (0.12)	50 (0.12)	-
	Taiwania Capital Buffalo II Bioventures, LP	-		-		-		50	50	50 (0.12)	50 (0.12)	-				-	-	-		50 (0.12)	50 (0.12)	-
Director	Representative : Chih-Lung Shen				-		-		-	-	-	-	-	-	-	-	-	-				-
	Representative : I-Ta Lu		-		-		-			-	-	-	-	-	-	-	-	-	-			-
Independent Director	Ming-Shen Chen	670	670					50	50	720 (1.69)	720 (1.69)	-		-		-				720 (1.69)	720 (1.69)	-
Independent Director	Fu-Shiow Yin	670	670		-			55	55	725 (1.70)	725 (1.70)	-	-	-	-	-	-			725 (1.70)	725 (1.70)	-
Independent Director	Ming-Thaur Chang	670	670		-			55	55	725 (1.70)	725 (1.70)	-	-	-	-	-	-			725 (1.70)	725 (1.70)	-

1. Please describe the policy, system, standard, and structure of remuneration to independent directors, and the correlation between duties, risk, and time input with the amount of remuneration:

If the Company has net profit in this fiscal year, the Company shall set aside 3% (inclusive) or less of its profits as bonus to Directors. The distribution of director remuneration shall be heard by over two-thirds of the Board of Directors, be voted in favor for implementation by over one-half of the directors present and represented, and also be reported at the shareholders' meeting.

The Company shall first offset its losses in previous years that have not been previously offset, and then set aside annual profits as bonus to Directors.

2.In addition to the above remuneration, director remuneration shall be disclosed as follows when received from companies included in the consolidated financial statements in the most recent year to compensate directors for their services, such as being independent contractors: None.



Financial Statements and Independent Auditors' Report

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of EirGenix Inc.

Opinion

We have audited the accompanying consolidated balance sheets of EirGenix Inc. and subsidiary (the "Group") as at December 31, 2021 and 2020, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2021 and 2020, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance 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.

Basis for opinion

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 (ROC GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Professional Ethics for Certified Public Accountants in the Republic of China (the "Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

The key audit matters for the Group's consolidated financial statements of the current period are stated as follows:



Accuracy of service revenue and authorisation and cooperative development revenue

Description

Refer to Note 4(26) for accounting policy on service revenue and authorisation and cooperative development revenue recognition, Note 5(2) for significant accounting estimates and assumptions, and Note 6(19) for details of operating revenue. The amount of service revenue and authorisation and cooperative development revenue for the year ended December 31, 2021 were NTD 864,515 thousand and NTD 496,089 thousand, respectively.

The Group's service revenue and authorisation and cooperative development revenue primarily arise from offering biopharmaceutical contract development and manufacturing services and authorising intellectual property rights of medicine development to pharmaceutical factory. Revenue is recognised based on the stage of completion at balance sheet date provided that such transaction amounts can be reliably estimated. Since the information process, recording and maintenance are done partly manually and the recognition of service revenue and authorisation and cooperative development revenue contained a high degree of uncertainty resulting in a complex calculation process, and revenue recognition is significant to the financial statements, we considered the accuracy of service revenue recognition a key audit matter.

How our audit addressed the matter

We performed the following audit procedures on the above key audit matter:

- Obtained management's accounting policies on the service revenue and authorisation and cooperative development revenue recognition and confirmed that they are reasonable.
- Sampled and examined the contract in order to confirm the judgement made by the management was in line with the contract and R.O.C. GAAP.
- For the performance obligation which was satisfied over time, sampled and examined each data and assessed whether the method and parameter used to measure the completion of performance obligation are reasonable.
- Recalculating the accuracy of amount recognised as revenue and respective timing.



Impairment assessment of property, plant and equipment and intangible assets - professional expertise

Description

Refer to Note 4(17) for accounting policy on impairment of non-financial assets, Note 5(2) for uncertainty of accounting estimates and assumptions in relation to property, plant and equipment and intangible assets and Note 6(8) and 6(10) for description of property, plant and equipment and intangible assets.

On December 31, 2021, property, plant and equipment amounted to NTD 1,886,824 thousand, which were constructed to extend the production capacity of GMP; intangible assets - professional expertise totally amounted to NTD 14,838 thousand, which are externally acquired expertise aiming to develop new drug. The Group assesses at each balance sheet date the fair value or recoverable value of those assets whether there is an indication that they are impaired based on internal and external information. Since the impairment indication assessment and information and assumptions used to assess recoverable amount of assets have significant impact to property, plant and equipment and intangible assets - professional expertise, we considered impairment assessment of property, plant and equipment and intangible assets - professional expertise a key audit matter.

How our audit addressed the matter

We performed the following audit procedures on the above key audit matter:

- Reviewed and assessed the reasonability of each data in the impairment indications assessment.
- Assessed the estimation procedure of future cash flows, and checked whether the cash flows listed in assessment is consistent with operation plans.
- Interviewed management to discuss the Group's operations and reviewed the actual performance of prior years' operating plans in order to understand the Group's intention and ability and no significant postponement on research and development.
- Assessed the reasonability of the significant assumption adopted on estimating cash flows.

Other matter - Parent company only financial reports

We have audited and expressed an unqualified opinion on the parent company only financial statements of EirGenix Inc. as at and for the years ended December 31, 2021 and 2020.



Responsibilities of management and those charged with governance for the consolidated financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the 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, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance, including the audit committee, are responsible for overseeing the Group's financial reporting process.

Auditors' responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the generally accepted accounting standards in the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with the generally accepted accounting standards in the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:



- Identify and assess the risks of material misstatement of the consolidated financial statements, whether
 due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit
 evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting
 a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may
 involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal
 control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- 4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- 6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.



We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Teng, Sheng-Wei

Yen. Yu-Fun

For and on behalf of PricewaterhouseCoopers, Taiwan March 22, 2022

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.



EIRGENIX INC. AND SUBSIDIARIES CONSOLIDATED BALANCE SHEETS DECEMBER 31, 2021 AND 2020 (Expressed in thousands of New Taiwan dollars)

				December 31, 202			December 31, 2020	0
	Assets	Notes		AMOUNT	%		AMOUNT	%
	Current assets							
1100	Cash and cash equivalents	6(1)	\$	6,625,384	58	\$	908,346	24
1110	Current financial assets at fair value	6(2)						
	through profit or loss			891	-		600	
1136	Current financial assets at amortised	6(3) and 8						
	cost			1,636,640	14		113,920	3
1140	Current contract assets	6(19) and 7		170,597	1		133,038	3
1150	Notes receivable, net	6(4)		1,139	-		21,052	1
1170	Accounts receivable, net	6(4)		78,474	1		72,532	2
1180	Accounts receivable, net-related	7						
	parties			546	-			
1200	Other receivables			6,818	-		3,114	
1220	Current income tax assets			1,128	-		307	
130X	Inventories	6(5)		413,712	4		160,932	4
1410	Prepayments	6(6)		106,048	1		79,937	2
1476	Other current financial assets	6(1) and 8		27,334	-		-	
1479	Other current assets, others			1,555			529	
11XX	Total current assets			9,070,266	79		1,494,307	39
	Non-current assets							
1517	Non-current financial assets at fair	6(7)						
	value through other comprehensive							
	income			11,607			5,956	
1535	Non-current financial assets at	6(3) and 8						
	amortised cost			8,588			8,526	
1600	Property, plant and equipment, net	6(8) and 8		1,886,824	17		1,851,850	48
1755	Right-of-use assets	6(9) and 7		297,739	3		316,642	8
1780	Intangible assets	6(10)		19,553			33,129	1
1980	Other non-current financial assets	6(1) and 8			-		30,601	1
1990	Other non-current assets, others	6(8), 7 and 8		146,296	1		94,204	3
15XX	Total non-current assets			2,370,607	21		2,340,908	61
1XXX	Total assets		s	11,440,873	100	\$	3,835,215	100
			-	,,		-	-,,	

(Continued)



EIRGENIX INC. AND SUBSIDIARIES CONSOLIDATED BALANCE SHEETS DECEMBER 31, 2021 AND 2020

(Expressed in thousands of New Taiwan dollars)

	Liabilities and Equity	Notes	-		December 31, 2021 AMOUNT	%		December 31, 2020 AMOUNT	%
	Current liabilities	110103	_		AMOUNT	70		AMOUNT	70
2130	Current contract liabilities	6(19) and 7		s	223,967	2	s	209,570	6
2170	Accounts payable	-()			86,456	1	•	41,161	1
2200	Other payables	6(11)			234,716	2		269,389	7
2220	Other payables - related parties	7			5,695			4,069	
2230	Current tax liabilities				1,159				
2280	Current lease liabilities	7			19,231			18,770	1
2320	Long-term liabilities, current portion	6(12)(13) and 8			127,070	1		90,620	2
2399	Other current liabilities, others				4,922			8,584	
21XX	Total current liabilities				703,216	6		642,163	17
	Non-current liabilities								
2527	Non-current contract liabilities	6(19)			20,059			64,232	2
2530	Bonds payable	6(12)						291,985	7
2540	Long-term borrowings	6(13) and 8						626,081	16
2570	Deferred tax liabilities				536			366	
2580	Non-current lease liabilities	7	_		288,311	3		304,771	8
25XX	Total non-current liabilities				308,906	3		1,287,435	33
2XXX	Total Liabilities				1,012,122	9		1,929,598	50
	Equity								
	Capital	6(16)							
3110	Common stock				3,003,845	26		2,063,751	54
	Capital reserve	6(17)							
3200	Capital surplus				10,475,952	92		2,813,974	73
	Accumulated deficit	6(18)							
3350	Accumulated deficit		(2,973,500) (26)	(2,930,919) (76)
	Other equity interest								
3400	Other equity interest		(77,546) (1)	(41,189) (1)
3XXX	Total Equity		-		10,428,751	91		1,905,617	50
	Significant contingent liabilities and	9							
	unrecognised contract commitments								
	Significant events after the balance	11							
	sheet date								
3X2X	Total Liabilities and Equity		3	\$	11,440,873	100	\$	3,835,215	100

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



EIRGENIX INC. AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME YEARS ENDED DECEMBER 31, 2021 AND 2020 (Expressed in thousands of New Taiwan dollars, except as loss per share)

				Year	ended Dece	mber 31	
				2021		2020	
	Items	Notes		AMOUNT	%	AMOUNT	%
4000	Operating Revenue	6(19) and 7	\$	1,697,359	100 \$	1,071,838	100
5000	Operating Costs	6(5)(10)(24) and 7	(604,305)(35) (321,171)(30)
5900	Gross Profit			1,093,054	65	750,667	70
	Operating Expenses	6(10)(24) and 7					
6100	Sales and marketing expenses		(33,602) (2)(26,649) (2)
6200	General and administrative expenses		(223,564) (13) (148,300) (14)
6300	Research and development expenses		(893,510) (53) (1,561,722) (146)
6450	Expected credit impairment loss	12(2)	(689)			_
6000	Total operating expenses		(1,151,365) (68) (1,736,671) (162)
6900	Operating Profit		(58,311) (3) (986,004) (92)
	Non-operating Income and Expenses						
7100	Interest income	6(3)(4)(20)		10,366	1	3,093	-
7010	Other income	6(21)		40,195	2	1,571	-
7020	Other gains and losses	6(2)(22)	(12,266) (1)(31,483) (3)
7050	Finance costs	6(9)(23) and 7	(21,149)(1) (28,500) (2)
7000	Total non-operating income and						
	expenses			17,146	1 (55,319) (5)
7900	Loss before income tax		(41,165) (2) (1,041,323) (97)
7950	Income tax benefit	6(25)	ì	1,416)	- (347)	
8200	Net Loss	()	(\$	42,581) (2) (\$	1,041,670) (97)
	Other Comprehensive Income		(4	,2,552,		1,0.1,0.0	
	Components of other comprehensive						
	income that will not be reclassified to						
	profit or loss						
8316	Unrealised gains (losses) from	6(7)					
0510	investments in equity instruments	S(7)					
	measured at fair value through other						
	comprehensive income		\$	5,651		180	_
8310	Other comprehensive income that		Ψ	5,051	- 4	100	
0310	will not be reclassified to profit or						
	loss			5,651		180	_
	Components of other comprehensive		_	5,051		100	
	income that will be reclassified to						
	profit or loss						
8361	Exchange differences on translation		(335)	_	98	_
8399	Income tax related to components of	6(25)	,	555)	-	70	-
00))	other comprehensive income that	0(22)					
	will be reclassified to profit or loss			19	- (19)	_
8360	Other comprehensive income that		_	- 17		17)	
0500	will be reclassified to profit or loss		(316)		79	_
8300	Other Comprehensive Income		\ <u> </u>	5,335		259	
8500	-		4		2) (\$		07)
0.500	Total Comprehensive Income		(\$	37,246) (2)(\$	1,041,411)(97)
	Loss non shore (in dellars)	6(26)					
0750	Loss per share (in dollars)	6(26)	10		0.10376		5 415
9750	Loss per share (in dollars)		(\$		0.18) (\$		5.41)

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



ERGENIX INC. AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF CHANGES IN FOURTY YEARS ENDED DECEMBER 31, 2021 AND 2020 (Expressed in thousands of New Taiwan dollus)

Equity attributable to owners of the parent

					Capital Reserves					Other equity interest		
										Unrealised gains		
										(losses) from		
									Dohama differences	financial assets		
									on translation of	value through other		
	Notes	Common stock	Additional paid-in capital	Donated assets received	Employee stock options	Capital surplus, share options	Restricted stock to employees	Accumulated deficit	foreign financial statements	comprehensive	Uncarned compensation	Total equity
Year ended December 31, 2020		******	107 707	700	***************************************			97				
Loss for 2020		1+0,000,1	190,000,2	0017 6	(1K'0 &		0070	(0.5, 100, 1			4,700	4 1,034,071
Other comprehensive income	(2)							(appropriate)	2	180		259
Total comprehensive income								(1,041,670)	EL.	180	ļ.	(1,041,411)
Issuance of shares	(919)	330,000	662,427									1,012,427
Casa capital increase reserved nor employee preemption	(51)0		15,330									15,330
Compensation costs of employee stock 6(15)	(15)				02.2							0.2. 9
Employee ctock ontions everyled	91/81/9	1 007	8 172		(1847)							07,0
Issuance of employee restricted stocks	(91)(19)	18,384			· ·		57,703				(76,087)	norther .
Redemption of employee restricted stock	(15)(16)	(1191)		•			1.67					
Compensation costs of employee	(12)										***	***
restricted stocks											39,342	39,342
Restricted stocks vested Issuance of convertibal bands	(213)		14,364			× 056	(14,964)					× 0.6
Balance at December 31, 2020	(\$ 2,063,751	\$ 2,737,424	\$ 2,036	\$ 13,798	\$ 8,056	\$ 52,660	(\$ 2,930,919)	5	\$ 180	(\$ 41,448)	\$ 1,905,617
Year ended December 31, 2021												
Balance at January 1, 2021		\$ 2,063,751	\$ 2,737,424	\$ 2,036	\$ 13,798	\$ 8,056	\$ 52,660	(\$ 2,930,919)	S S	\$ 180	(\$ 41,448)	\$ 1,905,617
Loss for 2021								(42,581)				(42,581)
Other comprehensive income	(2)								316)	5,651		5,335
Total comprehensive income	900	000 000	200 000 0					(187,281)	316)	169,6		0 27,246)
Cash capital increase reserved for	6(15)	200,000	001,620,1		•		•			•		05/162710
employee preemption	910		88,335									88,335
options	(21)0				29,935							29,935
Employee stock options exercised	(15)(16)	3,865	9,489		(211.175)							975,11
Issuance of employee restricted stocks		9,525					195'19				(77,092)	
Redemption of employee restricted stock	6(15)(16)	(4.29.)			٠		4.29	٠				
Compensation costs of employee	6(15)	, cont										
restricted stocks							•				35,400	35,400
Restricted stocks vested			9,552			•	(9,522)					
Conversion of convertible bonds	6(12)(16)	30,957	139,027			(4,589)						165,395
Balance at December 31, 2021		\$ 3,003,845	\$ 10,313,563	\$ 2,036	\$ 41,958	\$ 3,467	\$ 114,928	(\$ 2,973,500)	(\$ 237)	\$ 5,831	(\$ 83,140)	\$ 10,428,751



EIRGENIX INC. AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF CASH FLOWS

YEARS ENDED DECEMBER 31, 2021 AND 2020

(Expressed in thousands of New Taiwan dollars)

			Year ended I	December	31
	Notes		2021		2020
CASH ELOWIC EDOM OBERATING ACTIVITIES					
CASH FLOWS FROM OPERATING ACTIVITIES Loss before tax		(\$	41,165)	(\$	1,041,323)
Adjustments		(4	41,105)	(4	1,041,525)
Adjustments to reconcile profit (loss)					
Depreciation	6(8)(9)(24)		168,692		158,217
Amortization	6(10)(24)		16,304		13,936
Net loss(profit) on financial assets or liabilities at fair value	6(2)(22)	(1,937)		240
Interest expense	6(23)	`	21,149		28,500
Interest income	6(20)	(10,366)	(3,093)
Compensation costs of employee stock options	6(15)(24)		153,670		61,392
Gain on lease modification	6(9)(22)			(14)
Changes in operating assets and liabilities					
Changes in operating assets					
Current contract assets		(37,559)	(72,106)
Notes receivable, net			19,913	(21,052)
Accounts receivable, net		(5,942)		98,803
Accounts receivable, net-related parties		(546)		
Other receivables		(2,887)		2,593
Inventory		(252,780)		3,036
Prepayments		(21,468)		261,018
Other current assets		(1,026)		1,204
Changes in operating liabilities Current contract liabilities		,	20. 226 \	,	2 526 \
		(29,776)	(2,526)
Accounts payable		,	45,295		24,353 78,463
Other payables Other payables - related parties		(37,664) 1,626		2,443
Other current liabilities		,	3,662)		6,987
Cash outflow generated from operations			20,129)	,—	398,929)
Interest received		,	9,549	(3,129
Interest paid		(18,498)	(23,330)
Income tax received		,	77	(98
Income tax paid		(898)	(230)
Net cash flows used in operating activities		;	29,899)	·—	419,262)
CASH FLOWS FROM INVESTING ACTIVITIES		`	27,077	`	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
Acquisition of financial assets at amortized cost		(1,522,782)	(111,288)
Acquisition of property, plant and equipment	6(8)(27)	ì	166,692)	-	38,146)
Acquisition of intangible assets	6(10)(27)	ì	3,017)	-	4,865)
Decrease (increase) in refundable deposits(shown as other non-		-			
current assets)			958	(315)
Decrease in other financial assets			3,266		261
Increase in other non-current assets		(68,453)	(74,004)
Net cash flows used in investing activities		(1,756,720)	(228,357)
CASH FLOWS FROM FINANCING ACTIVITIES					
Issuance of corporate bonds	6(12)(28)				297,277
Payments of long-term borrowings	6(28)		37,160		715,935
Repayments of long-term borrowings	6(28)	(755,174)	(754,200)
Decrease in guarantee deposits received(shown as other non-					
current liabilities)				(382)
Repayments of lease principal	6(9)(28)	(19,570)	(17,785)
Issuance of common stocks			8,229,736		1,012,427
Employee stock options exercised			11,579		10,282
Net cash flows from financing activities		,—	7,503,731		1,263,554
Effect of exchange rate		(74)		84
Net increase in cash and cash equivalents			5,717,038		616,019
Cash and cash equivalents at beginning of year		*	908,346		292,327
Cash and cash equivalents at end of year		2	6,625,384	\$	908,346

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



INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of EirGenix Inc.

Opinion

We have audited the accompanying parent company only balance sheets of EirGenix Inc. (the "Company") as at December 31, 2021 and 2020, and the related parent company only statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the parent company only financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying parent company only financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2021 and 2020, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for opinion

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. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Parent company only Financial Statements section of our report. We are independent of the Company in accordance with the Norm of Professional Ethics for Certified Public Accountants in the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Company's 2021 parent company only financial statements of the current period. These matters were addressed in the context of our audit of the parent company only financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

The key audit matters for the Company's 2021 parent company only financial statements are stated as follows:



Accuracy of service revenue and authorisation and cooperative development revenue

Description

Refer to Note 4(26) for accounting policy on service revenue and authorisation and cooperative development revenue recognition, Note 5(2) for significant accounting estimates and assumptions, and Note 6(20) for details of operating revenue. The amount of service revenue and authorisation and cooperative development revenue for the year ended December 31, 2021 were NTD 864,515 thousand and NTD 496,089 thousand, respectively.

The Company's service revenue and authorisation and cooperative development revenue primarily arise from offering biopharmaceutical contract development and manufacturing services and authorising intellectual property rights of medicine development to pharmaceutical factory. Revenue is recognised based on the stage of completion at the balance sheet date provided that such transaction amounts can be reliably estimated. Since the information process, recording and maintenance are done partly manually and the recognition of service revenue and authorisation and cooperative development revenue contained a high degree of uncertainty resulting in a complex calculation process, and revenue recognition is significant to the financial statements, we considered the accuracy of service revenue recognition a key audit matter.

How our audit addressed the matter

We performed the following audit procedures on the above key audit matter:

- Obtained management's accounting policies on the service revenue and authorisation and cooperative development revenue recognition and confirmed that they are reasonable.
- Sampled and examined the contract in order to confirm the judgement made by the management was in line with the contract and R.O.C. GAAP.
- For the performance obligation which was satisfied over time, sampled and examined each data and assessed whether the method and parameter used to measure the completion of performance obligation are reasonable.
- Recalculate the accuracy of amount recognised as revenue and respective timing.



Impairment assessment of property, plant and equipment and intangible assets - professional expertise

Description

Refer to Note 4(17) for accounting policy on impairment of non-financial assets, Note 5(2) for uncertainty of accounting estimates and assumptions in relation to property, plant and equipment and intangible assets and Notes 6(9) and 6(11) for description of property, plant and equipment and intangible assets.

On December 31, 2021, property, plant and equipment amounted to NTD 1,885,858 thousand, which were constructed to extend the production capacity of GMP; and intangible assets - professional expertise amounted to NTD 14,838 thousand, which are externally acquired expertise aiming to develop new drugs. The Company assesses at each balance sheet date the fair value or recoverable value of those assets whether there is an indication that they are impaired based on internal and external information. Since the impairment indication assessment and information and assumptions used to assess recoverable amount of assets have significant impact to property, plant and equipment and intangible assets - professional expertise, we considered impairment assessment of property, plant and equipment and intangible assets - professional expertise a key audit matter.

How our audit addressed the matter

We performed the following audit procedures on the above key audit matter:

- 1. Reviewed and assessed the reasonableness of each data in the impairment indications assessment.
- Assessed the estimation procedure of future cash flows, and checked whether the cash flows listed in assessment is consistent with operating plans.
- 3. Interviewed management to discuss the Company's operations and reviewed the actual performance of prior years' operating plans in order to understand the Company's intention and ability and no ascertained whether there was significant postponement on research and development.
- 4. Assessed the reasonableness of the significant assumptions adopted on estimating cash flows.



Responsibilities of management and those charged with governance for the parent company only financial statements

Management is responsible for the preparation and fair presentation of the parent company only financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and for such internal control as management determines is necessary to enable the preparation of parent company only financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance, including the audit committee, are responsible for overseeing the Company's financial reporting process.

Auditors' responsibilities for the audit of the parent company only financial statements

Our objectives are to obtain reasonable assurance about whether the parent company only financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the generally accepted accounting standards in the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these parent company only financial statements.

As part of an audit in accordance with the generally accepted accounting standards in the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:



- Identify and assess the risks of material misstatement of the parent company only financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- 4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the parent company only financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the parent company only financial statements, including the disclosures, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- 6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company and its subsidiaries to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.



We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the parent company only financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Yen. Yu-Fun

Teng, Sheng-Wei

For and on behalf of PricewaterhouseCoopers, Taiwan March 22, 2022

The accompanying parent company only 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 parent company only financial statements and independent auditors' report 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.



EIRGENIX INC. PARENT COMPANY ONLY BALANCE SHEETS DECEMBER 31, 2021 AND 2020

(Expressed in thousands of New Taiwan dollars)

			 December 31, 2021	<u> </u>	December 31, 2020	0
	Assets	Notes	 AMOUNT	%	AMOUNT	%
	Current assets					
1100	Cash and cash equivalents	6(1)	\$ 6,619,427	58	\$ 905,956	24
1110	Current financial assets at fair value	6(2)				
	through profit or loss		891	-	600	-
1136	Current financial assets at amortised	6(3) and 8				
	cost		1,636,640	14	113,920	3
1140	Current contract assets	6(20) and 7	170,597	1	133,038	3
1150	Notes receivable, net	6(4)	1,139	-	21,052	1
1170	Accounts receivable, net	6(4)	78,474	1	72,532	2
1180	Accounts receivable, net-related	7				
	parties		546		-	-
1200	Other receivables		6,818		3,114	-
1220	Current income tax assets		1,128	-	307	-
130X	Inventories	6(5)	413,712	4	160,932	4
1410	Prepayments	6(6)	105,783	1	79,486	2
1476	Other current financial assets	6(1) and 8	27,334	-	-	-
1479	Other current assets		 1,555		529	
11XX	Total current assets		9,064,044	79	1,491,466	39
	Non-current assets					
1517	Non-current financial assets at fair	6(7)				
	value through other comprehensive					
	income		11,607	-	5,956	-
1535	Non-current financial assets at	6(3) and 8				
	amortised cost		8,588		8,526	-
1550	Investments accounted for using	6(8) and 7				
	equity method		3,289		2,678	-
1600	Property, plant and equipment, net	6(9) and 8	1,885,858	17	1,851,325	48
1755	Right-of-use assets	6(10) and 7	296,973	3	314,662	8
1780	Intangible assets	6(11)	19,553		32,840	1
1980	Other non-current financial assets	6(1) and 8	-		30,601	1
1990	Other non-current assets	6(9), 7 and 8	 146,065	1	94,204	3
15XX	Total non-current assets		2,371,933	21	2,340,792	61

(Continued)



EIRGENIX INC. PARENT COMPANY ONLY BALANCE SHEETS DECEMBER 31, 2021 AND 2020 (Expressed in thousands of New Taiwan dollars)

				December 31, 2021			December 31, 2020	
	Liabilities and Equity	Notes		AMOUNT	%		AMOUNT	%
	Current liabilities							
2130	Current contract liabilities	6(20) and 7	\$	223,967	2	\$	209,570	6
2170	Accounts payable			86,456	1		41,161	1
2200	Other payables	6(12)		226,655	2		265,838	7
2220	Other payables - related parties	7		10,796	-		6,654	-
2280	Current lease liabilities	7		18,454	-		17,371	1
2320	Long-term liabilities, current portion	6(13)(14) and 8		127,070	1		90,620	2
2399	Other current liabilities		_	4,922			8,584	
21XX	Total current liabilities		_	698,320	6		639,798	17
	Non-current liabilities							
2527	Non-current contract liabilities	6(20)		20,059	-		64,232	2
2530	Bonds payable	6(13)			-		291,985	7
2540	Long-term borrowings	6(14) and 8			-		626,081	16
2570	Deferred tax liabilities	6(26)		536	-		366	
2580	Non-current lease liabilities	7		288,311	3		304,179	8
25XX	Total non-current liabilities		_	308,906	3		1,286,843	33
2XXX	Total liabilities			1,007,226	9		1,926,641	50
	Equity							
	Capital	6(17)						
3110	Common stock			3,003,845	26		2,063,751	54
	Capital reserve	6(18)						
3200	Capital surplus			10,475,952	92		2,813,974	73
	Accumulated deficit	6(19)						
3350	Accumulated deficit		(2,973,500) (26) ((2,930,919) (76)
	Other equity interest							
3400	Other equity interest		(77,546) (1) ((<u> </u>	41,189) (1)
3XXX	Total equity			10,428,751	91		1,905,617	50
	Significant contingent liabilities and	9						
	unrecognised contract commitments							
	Significant events after the balance	11						
	sheet date							
3X2X	Total liabilities and equity		\$	11,435,977	100	\$	3,832,258	100

The accompanying notes are an integral part of these parent company only financial statements.



PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME YEARS ENDED DECEMBER 31, 2021 AND 2020

(Expressed in thousands of New Taiwan dollars, except as loss per shsre)

				Yea	r ended Dec	ember 31	
				2021		2020	
	Items	Notes		AMOUNT	%	AMOUNT	%
4000	Operating Revenue	6(20) and 7	\$	1,697,359	100 \$	1,071,838	100
5000	Operating Costs	6(5)(11)(25) and 7	(604,305) (35) (321,171)(30)
5900	Gross Profit			1,093,054	65	750,667	70
	Operating Expenses	6(11)(25) and 7					
6100	Sales and marketing expenses		(34,034) (2)(26,928) (2
6200	General and administrative expenses		(223,564) (13) (148,300) (14
6300	Research and development expenses		(895,285) (53) (1,563,205) (146
6450	Expected credit impairment loss	12(2)	(689)			
6000	Total operating expenses		(1,153,572) (68) (1,738,433) (162
6900	Operating loss		(60,518) (3)(987,766) (92
	Non-operating Income and Expenses						
7100	Interest income	6(3)(4)(21)		10,366	1	3,093	-
7010	Other income	6(22)		40,195	2	1,571	-
7020	Other gains and losses	6(2)(23)	(12,266) (1)(31,483) (3)
7050	Finance costs	6(10)(24) and 7	(21,116) (1)(28,473) (2)
7070	Share of profit of associates and	6(8)					
	joint ventures accounted for using						
	equity method			947		1,735	
7000	Total non-operating income and						
	expenses			18,126	1 (53,557)(5
7900	Loss before income tax		(42,392) (2)(1,041,323) (97)
7950	Income tax benefit	6(26)	(189)	- (_	347)	
8200	Net Loss		(\$	42,581) (2)(\$	1,041,670)(97
	Other Comprehensive Income						
	Components of other comprehensive						
	income that will not be reclassified to						
	profit or loss						
8316	Unrealised gains (losses) from	6(7)					
	investments in equity instruments						
	measured at fair value through other						
	comprehensive income		\$	5,651	<u>- \$</u>	180	-
8310	Other comprehensive income that						
	will not be reclassified to profit or						
	loss			5,651		180	
	Components of other comprehensive						
	income that will be reclassified to						
	profit or loss						
8361	Exchange differences on translation		(335)	-	98	-
8399	Income tax relating to components	6(26)					
	of other comprehensive income that						
	will be reclassified to profit or loss		_	19	<u> </u>	19)	
8360	Other comprehensive income that						
	will be reclassified to profit or loss		(316)		79	-
8300	Other Comprehensive Income		\$	5,335	<u>- s</u>	259	
8500	Total Comprehensive Loss		(\$	37,246) (2)(\$	1,041,411)(97
	Loss per share	6(27)					
9750	Loss per share		(\$		0.18)(\$		5.41

The accompanying notes are an integral part of these parent company only financial statements.



		Total equity	\$ 1,854,871	259	1,012,427	15,330	6,720			39,342	8,056	\$ 1.905.617	(42,381)	(37,246)	88,335	29,935 11,579			35,400	165,395 \$ 10,428,751
		Uncaned compensation	(\$ 4,703)		Π.			(76,087)		39,342	(\$ 41,448)	(\$ 41.448)					(77,092)		35,400	(\$ 83,140)
	Other equity interest	Unrealised gains (losses) from financial assets measured at fair value through other comprehensive income	~	180	981						. 180	91	5.651	5,651						\$ 5,831
		Exchange differences on translation of foreign financial statements		2							. y	2	316)	(316)						(\$ 237)
		Accumulated deficit	(\$ 1,889,249)	0/0/1+0/1	0,041,670						(\$ 2,930,919)	(\$ 2.030.010.)	(42,581)	(42,81)						(\$ 2,973,500)
GES IN EQUITY. 2020 lus)		Restricted stock to employees	\$ 8,250					57,703	1,671	(14.964)	\$ 52,660	099 (5)					67,567	607'4	(9,532)	\$ 114,928
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY YEARS ENDED DECEMBER 31, 2021 AND 2020 (Expressed in frousands of New Taiwan dollars)		Capital surplus, share options	~								8,056	\$ 0.8								\$ 3,467
COMPANY ONLY ST. YEARS ENDED DEC (Expressed in frons	Capital Reserves	Employee stock options	\$ 8,915				6,720				\$ 13,798	\$ 11.708				29,935				\$ 41,958
PARENT		Donated assets received	\$ 2,036		Ϊ.						\$ 2,036	\$ 2.0%			•					\$ 2,036
		Additional paid-in capital	\$ 2,036,581		662,427	15,330	8,122			14.964	\$ 2,737,424	20, 717, 434		7.320.736	88,335	9,489			9,552	139,027 \$ 10,313,563
		Common stock	\$ 1,693,041		330,000		3,997	18,384	(1,671)		\$ 2,063,751	\$ 2.063.75		000 000		3,865	825,6	(607'+		30,957
		Notes		(2)	(11)	6(16)	6(16)(17)	(T)(01)	(1. Var)a	(ar)	6(13)		(2)	(21)9	(91)9	6(16)(17)	cs 6(16)(17) 6(16)(17)	(91)9		6(13)(17)
			Year ended December 31, 2020 Balance at January 1, 2020	Other comprehensive income	Issuance of shares	Cash capital increase reserved for 6(16) employee preemption Commonstration costs of sunabassus study 6(16)	options Employee stock options exercised	Issuance of employee restricted stocks Referention of employee restricted	Stock Commencedion control annual con-	restricted stock Restricted stocks vested	Issuance of convertibal bonds Balance at December 31, 2020	Year ended December 31, 2021 Balance at January 1, 2021	Loss for 2021 Other comprehensive income	Total comprehensive income Issuance of shares	Cash capital increase reserved for 6(16) employee preemption	options options Employee stock options exercised	Issuance of employee restricted stocks Redemption of employee restricted	soock Compensation costs of employee	Restricted stocks Restricted stocks vested	Conversion of convertibal bonds Balance at December 31, 2021



EIRGENIX INC.

PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS

YEARS ENDED DECEMBER 31, 2021 AND 2020

(Expressed in thousands of New Taiwan dollars)

			Year ended I	December 3	31
	Notes		2021		2020
CASH FLOWS FROM OPERATING ACTIVITIES					
Loss before tax		(\$	42,392)	(\$	1,041,323)
Adjustments					
Adjustments to reconcile profit (loss)	C(0)(10)(35)		166 520		157 240
Depreciation Amortization	6(9)(10)(25)		166,572		157,349
	6(11)(25)	,	16,304		13,928
Net loss(profit) on financial assets or liabilities at fair value Interest expense	6(2)(23) 6(24)	(1,937) 21,116		240 28,473
Interest expense Interest income	6(21)	(10,366)	,	3,093)
Compensation costs of employee stock options	6(16)(25)	,	153,670	(61,392
Share of loss of associates and joint ventures accounted for	6(8)		155,070		01,372
using equity method	0(0)	(947)	(1,735)
Gain on lease modification	6(10)(23)	,	777,	ì	14)
Changes in operating assets and liabilities	0(10)(20)			,	1.,
Changes in operating assets					
Current contract assets		(37,559)	(72,106)
Notes receivable, net			19,913	į.	21,052)
Accounts receivable, net		(5,942)		98,803
Accounts receivable, net-related parties		(546)		
Other receivables		(2,887)		2,593
Inventory		(252,780)		3,036
Prepayments		(21,654)		261,469
Other current assets		(1,026)		1,204
Changes in operating liabilities					
Current contract liabilities		(29,776)	(2,526)
Accounts payable			45,295		24,353
Other payables		(42,174)		74,904
Other payables - related parties			4,142		5,028
Other current liabilities		(3,662)		6,987
Cash outflow generated from operations		(26,636)	(402,090)
Interest received			9,549		3,129
Interest paid		(18,464)	(23,303)
Income tax received			77		98
Income tax paid			898)	!	230)
Net cash flows used in operating activities		(36,372)	(422,396)
CASH FLOWS FROM INVESTING ACTIVITIES			1 500 700 >	,	111 200 >
Acquisition of financial assets at amortized cost	((0) 17	(1,522,782)		111,288)
Acquisition of investments accounted for using equity method	6(8) and 7		165 007 >	(845)
Acquisition of property, plant and equipment	6(9)(28)	Ç	165,927)		37,534)
Acquisition of intangible assets Decrease(Increase) in refundable deposits(shown as other non-	6(11)(28)	(3,017)	(4,579)
current assets)			958	(315)
Decrease in other financial assets			3,266	(261
Increase in other non-current assets		(68,222)	(74,004)
Net cash flows used in investing activities			1,755,724)	·—	228,304)
CASH FLOWS FROM FINANCING ACTIVITIES		'	1,733,724	'	220,304)
Issuance of corporate bonds	6(13)(29)				297,277
Payments of long-term borrowings	6(29)		37,160		715,935
Repayments of long-term borrowings	6(29)	(755,174)	(754,200)
Increase in guarantee deposits received(shown as other non- current liabilities)	0(27)	,	,,,,,,,	,	382)
Repayments of lease principal	6(10)(29)	(17,734)	ì	17,010)
Issuance of common stocks	5(-5)(-5)	*	8,229,736	*	1,012,427
Employee stock options exercised			11,579		10,282
Net cash flows from financing activities			7,505,567		1,264,329
Net increase in cash and cash equivalents			5,713,471		613,629
Cash and cash equivalents at beginning of year			905,956		292,327
Cash and cash equivalents at end of year		\$	6,619,427	\$	905,956
Custo and custo equivalents at end of year		9	0,017,427	Ψ	200,700

The accompanying notes are an integral part of these parent company only financial statements.



2021 Deficit Offset Statement

	In NTD
Undistributed Earnings in the beginning of the year	(2,930,918,673)
2021 Net loss after tax	(42,581,675)
Capital Surplus-Donated Assets Received	2,035,838
Capital Surplus-Additional Paid-In Capital	2,971,464,510
Deficit to be offset at the end of the year	-

Chairman: Chung-Hur Lee Officer: Lee-Cheng Liu Head of the Accounting Dept.: Hsiu-Chuan Yang



Attachment VIII

Comparison Table for the Company's Articles of Incorporation

After the Revision	Before the Revision	Explanation
Article 11:	Article 11:	The revisions
Two types of Shareholders'	Two types of Shareholders'	to this Article
Meeting of the Company:	Meeting of the Company:	are proposed
1. Regular shareholders meeting, to be	1. Regular shareholders meeting, to	in accordance
convened at least once a year within	be convened at least once a year	with Company
six (6) months after the end of every	within six (6) months after the end	Act 172-2.
fiscal year.	of every fiscal year.	
2. Special shareholders meeting, to be	2. Special shareholders meeting, to	
convened as required in accordance	be convened as required in	
with the applicable laws and	accordance with the applicable laws	
regulations.	and regulations.	
Convening a shareholders	Convening a shareholders	
meeting, this Corporation shall prepare	meeting, this Corporation shall	
electronic versions or correspondence	prepare electronic versions or	
of the date and the place of meeting,	correspondence of the date and the	
and the shareholders meeting notice	place of meeting, and the	
and shall be notified all shareholders	shareholders meeting notice and	
before 30 days before the date of a	shall be notified all shareholders	
regular shareholders meeting or before	before 30 days before the date of a	
15 days before the date of a special	regular shareholders meeting or	
shareholders meeting.	before 15 days before the date of a	
The shareholders' meeting can be	special shareholders meeting.	
held by means of visual	(Omitted)	
communication network or other		
methods promulgated by the central		
competent authority.		
(Omitted)		
Article 27:	Article 27:	Add the date
The Procedure was enacted on	The Procedure was enacted on	of
December 20th, 2012.	December 20th, 2012.	amendments.
The 1st amendment was made on	The 1st amendment was made on	
March 14th, 2013.	March 14th, 2013.	
The 2nd amendment was made on	The 2nd amendment was made on	
June 14th, 2013.	June 14th, 2013.	
The 3rd amendment was made on July	The 3rd amendment was made on	
24th, 2013.	July 24th, 2013.	
The 4th amendment was made on June	The 4th amendment was made on	
20th, 2014.	June 20th, 2014.	
The 5th amendment was made on June	The 5th amendment was made on	
23rd, 2015.	June 23rd, 2015.	
The 6th amendment was made on June	The 6th amendment was made on	
3rd, 2016.	June 3rd, 2016.	



After the Revision	Before the Revision	Explanation
The 7th amendment was made on	The 7th amendment was made on	
September 13th, 2016.	September 13th, 2016.	
The 8th amendment was made on June	The 8th amendment was made on	
12th, 2018.	June 12th, 2018.	
The 9th amendment was made on	The 9th amendment was made on	
March 21st, 2019.	March 21st, 2019.	
The 10th amendment was made on	The 10th amendment was made on	
June 12th, 2019.	June 12th, 2019.	
The 11th amendment was made on	The 11th amendment was made on	
November 27th, 2019.	November 27th, 2019.	
The 12th amendment was made on	The 12th amendment was made on	
June 22th, 2021.	June 22th, 2021.	
The 13th amendment was made on		
June 10th, 2022.		



Attachment IX

Comparison Table for the Procedures for Acquisition or Disposal of Assets.



After the Revision	Before the Revision	Explanation
(Omitted). 6.3 (Omitted). 6.4 (Omitted). 7. The evaluation and operation procedures for acquisition or disposal of	appraisal result and the transaction amount is 20% or more of the transaction amount. (2) The discrepancy between the appraisal results of two or more professional appraisers is 10% or more of the transaction amount. 6.2.4 (Omitted). (Omitted). 6.3 (Omitted). 6.4 (Omitted). 7. The evaluation and operation procedures for acquisition or disposal	In
securities 7.1 (Omitted). 7.2 Engage professional appraisers issue	of securities 7.1 (Omitted). 7.2 Engage professional appraisers	accordance with "Regulations
opinions. 7.2.1 For acquisition or disposal of securities, should the transaction price reach 20% of the Company's paid-in capital or NT\$300 million, opinions in respect of a rational transaction price must be sought from a certified public accountant prior to the Date of the Event. These requirements are not applicable if such securities have a public price from an active market or where otherwise provided by regulations of the Taiwan Financial Supervisory Commission. 7.2.2 For acquisition or disposal of assets through auction procedures of courts, the appraisal report or certified public accountant's opinion can be replaced by documents issued by the courts. 7.3 (Omitted). 7.4 (Omitted).	issue opinions. 7.2.1 For acquisition or disposal of securities, should the transaction price reach 20% of the Company's paid-in capital or NT\$300 million, opinions in respect of a rational transaction price must be sought from a certified public accountant prior to the Date of the Event. If the CPA needs to use the report of an expert as evidence, the CPA shall do so in accordance with the provisions of Statement of Auditing Standards No. 20 published by the ARDF. These requirements are not applicable if such securities have a public price from an active market or where otherwise provided by regulations of the Taiwan Financial Supervisory Commission. 7.2.2 For acquisition or disposal of assets through auction procedures of courts, the appraisal report or certified public accountant's opinion can be replaced by documents issued by the courts. 7.3 (Omitted). 7.4 (Omitted).	Governing the Acquisition and Disposal of Assets by Public Companies" and amend parts of articles.
8. The evaluation and operation procedures for acquisition or disposal of intangible assets, right-of-use assets, or membership 8.1 (Omitted).	8. The evaluation and operation procedures for acquisition or disposal of intangible assets, right-of-use assets, or membership 8.1 (Omitted).	In accordance with "Regulations



After the Revision	Before the Revision	Explanation
8.2 Engage professional appraisers issue opinions. 8.2.1 Except for transactions with government institutions, acquisition or disposal of intangible assets, right-of-use assets, or membership, should the transaction price reach 20% of the Company's paid-in capital or NT\$300 million, opinions in respect of a rational transaction price shall be sought from certified public accountant prior to the Date of the Event. 8.2.2 For acquisition or disposal of assets through auction procedures of courts, the appraisal report or certified public accountant's opinion can be replaced by documents issued by the courts. 8.3 (Omitted). 8.4 (Omitted).	8.2 Engage professional appraisers issue opinions. 8.2.1 Except for transactions with government institutions, acquisition or disposal of intangible assets, right-of-use assets, or membership, should the transaction price reach 20% of the Company's paid-in capital or NT\$300 million, opinions in respect of a rational transaction price shall be sought from certified public accountant prior to the Date of the Event. Certified public accountant shall handle the matter in accordance with the provision of Auditing Standard No. 20 published by the ARDF. 8.2.2 For acquisition or disposal of assets through auction procedures of courts, the appraisal report or certified public accountant's opinion can be replaced by documents issued by the courts. 8.3 (Omitted). 8.4 (Omitted).	Governing the Acquisition and Disposal of Assets by Public Companies" and amend parts of articles.
9. The evaluation and operation procedures for acquisition or disposal of assets by related parties When the Company engages in any acquisition or disposal of assets from or to a Related Party, in addition to adhere to procedures regulated in Article 6, Article 7 and Articles 8. When the transaction amount reaches 10% or more of the Company's total assets, the Company shall also obtain an appraisal report from a professional appraiser or a CPA's opinion in compliance with Article 6, Article 7 and Articles 8. When judging whether a trading counterparty is a Related Party, in addition to legal formalities, the substance of the relationship shall also be considered 9.1 When the Company acquires or disposes of real estate or right-of-use assets from a Related Party or when it intends to acquire or dispose of assets other than real estate or right-of-use assets from or to a Related Party and the	9. The evaluation and operation procedures for acquisition or disposal of assets by related parties When the Company engages in any acquisition or disposal of assets from or to a Related Party, in addition to adhere to procedures regulated in Article 6, Article 7 and Articles 8. When the transaction amount reaches 10% or more of the Company's total assets, the Company shall also obtain an appraisal report from a professional appraiser or a CPA's opinion in compliance with Article 6, Article 7 and Articles 8. When judging whether a trading counterparty is a Related Party, in addition to legal formalities, the substance of the relationship shall also be considered 9.1 When the Company acquires or disposes of real estate or right-of-use assets from a Related Party or when it intends to acquire or dispose of assets	In accordance with "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" and amend parts of articles.



transaction amount reaches 20% or more other than real estate or right	-of-use
of the Company's paid-in capital, 10% or assets from or to a Related Pa	
more of the Company's total assets, or the transaction amount reach	<u> </u>
NT\$300 million or more, except for or more of the Company's pa	aid-in
trading government bonds or bonds capital, 10% or more of the	
under repurchase/resale agreements and Company's total assets, or N	T\$300
purchasing or redeeming domestic million or more, except for tr	
money market funds in Taiwan issued by government bonds or bonds u	<u> </u>
domestic securities investment trust repurchase/resale agreements	
enterprises, the Company may not purchasing or redeeming don	
proceed to enter into a transaction money market funds in Taiwa	
contract or make a payment until the by domestic securities invest	
following matters have been approved trust enterprises, the Compan	
by the Audit Committee and approved not proceed to enter into a tra	
by the Board: contract or make a payment to	
9.1.1 The purpose, necessity and following matters have been	
anticipated benefit of the property by the Audit Committee and	
acquisition or disposal. by the Board:	approved
9.1.2 The reason for choosing the 9.1.1 The purpose, necessity	and
Related Party as a trading counterparty. anticipated benefit of the pro	
9.1.3 With respect to the acquisition of acquisition or disposal.	policy
real estate from a Related Party, 9.1.2 The reason for choosing	g the
information regarding appraisal of the Related Party as a trading	S the
reasonableness of the preliminary counterparty.	
transaction terms in accordance with 9.1.3 With respect to the acqu	uisition
related regulation. of real estate from a Related	
9.1.4 The date and price at which the information regarding apprai	<u> </u>
Related Party originally acquired the real reasonableness of the prelimi	
estate, the original trading counterparty, transaction terms in accordan	1
and that trading counterparty's related regulation.	
relationship to the Company and the 9.1.4 The date and price at w	hich the
Related Party. Related Party originally acqu	
9.1.5 Monthly cash flow forecasts for the real estate, the original tradin	
year commencing from the anticipated counterparty, and that trading	_
month of signing of the contract, and counterparty's relationship to	-
evaluation of the necessity of the Company and the Related Pa	
transaction, and reasonableness of the 9.1.5 Monthly cash flow fore	•
funds utilization. the year commencing from the	
9.1.6 An appraisal report from a anticipated month of signing	
professional appraiser or a CPA's contract, and evaluation of the	
opinion obtained in compliance with the necessity of the transaction, a	
article 9.1 reasonableness of the funds	
9.1.7 Restrictive covenants and other utilization.	
important stipulations associated with 9.1.6 An appraisal report from	m a
the transaction. professional appraiser or a C	
(1) The calculation of the transaction opinion obtained in compliant	
amounts referred to in the preceding the article 9.1	
paragraph shall be made in accordance 9.1.7 Restrictive covenants a	nd other
with Article 12 herein, and "within the important stipulations associated association with Article 12 herein, and "within the important stipulations associated assoc	ated with



After the Revision	Before the Revision	Explanation
preceding year" as used herein refers to the year preceding the date of occurrence of the current transaction. Items that have been approved by the Audit Committee and approved by shareholder meetings and the Board need not be counted toward the transaction amount. (Omitted) When the Company or Company's Subsidiary which is not a publicly owned corporation in Taiwan engages in transactions specified in Article 9.1 and the transaction amount reaches 10% or more of the Company's total assets, the Company may not proceed to enter into a transaction contract or make a payment until each information shall be submitted by the Company described in Article 9.1 has been approved by shareholder meetings. However, in the transactions between Company and Company's Subsidiary and Company's Subsidiary, this restriction shall not apply.	the transaction. (1) The calculation of the transaction amounts referred to in the preceding paragraph shall be made in accordance with Article 12 herein, and "within the preceding year" as used herein refers to the year preceding the date of occurrence of the current transaction. Items that have been approved by the Audit Committee and approved by the Board need not be counted toward the transaction amount. (Omitted) 9.2-9.5 (Omitted)	•
9.2-9.5 (Omitted) 12. Circumstances and conditions required to be announced or reported 12.1 Circumstances and conditions required to be announced or reported If any of the following conditions relating to the Company acquisition or disposal of assets, the relevant information shall be announced and reported on websites appointed by Taiwan Financial Supervisory Commission in the appropriate format as prescribed by regulations within two days commencing immediately from the Date of occurrence of the Event: 12.1.1-12.1.5 (Omitted). 12.1.6 Where there is an asset transaction (other than any such transactions referred to in the preceding five subparagraphs), a disposal of receivables to a financial institution, or an investment in mainland China area that reaches 20% or more of paid-in capital or NT\$300 million; provided, this shall not apply to the	12. Circumstances and conditions required to be announced or reported 12.1 Circumstances and conditions required to be announced or reported If any of the following conditions relating to the Company acquisition or disposal of assets, the relevant information shall be announced and reported on websites appointed by Taiwan Financial Supervisory Commission in the appropriate format as prescribed by regulations within two days commencing immediately from the Date of occurrence of the Event: 12.1.1-12.1.5 (Omitted). 12.1.6 Where there is an asset transaction (other than any such transactions referred to in the preceding five subparagraphs), a disposal of receivables to a financial institution, or an investment in mainland China area that reaches 20% or more of	In accordance with "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" and amend parts of articles.



After the Revision	Before the Revision	Explanation
		Explanation
following circumstances:	paid-in capital or NT\$300 million;	
(1) Trading of domestic government	provided, this shall not apply to the	
bonds or foreign bonds whose credit	following circumstances:	
rating is no lower than that of Taiwan.	(1) Trading of domestic government	
(2) Trading of bonds under	bonds.	
repurchase/resale agreements and the	(2) Where done by professional	
purchase or redemption of domestic.	investors securities trading on	
(3) Where the type of asset acquired or	securities exchanges or OTC markets,	
disposed is equipment for business use,	or subscription of ordinary corporate	
the trading counterparty is not a Related	bonds or general bank debentures	
Party, and the transaction amount is less	without equity characteristics	
than NT\$500 million.	(excluding subordinated debt) that are	
(4) Where land is acquired under an	offered and issued in the primary	
arrangement on engaging others to build	market, or subscription or redemption	
on the Company's own land, engaging	of securities investment trust funds or	
others to build on rented land, joint	futures trust funds, or subscription by	
construction and allocation of housing	a securities firm of securities as	
units, joint construction and allocation of	necessitated by its undertaking	
ownership percentages, or joint	business or as an advisory	
construction and separate sale, and the	recommending securities firm for an	
amount the Company expects to invest	emerging stock company, in	
in the transaction is less than NT\$500	accordance with the rules of the	
million.	Taipei Exchange.	
(Omitted).	(3) Trading of bonds under	
12.1.7-12.1.8 (Omitted).	repurchase/resale agreements and the	
12.2 (Omitted).	purchase or redemption of domestic	
	money market funds in Taiwan.	
	(4) Where the type of asset acquired or disposed is equipment for business	
	use, the trading counterparty is not a	
	Related Party, and the transaction	
	amount is less than NT\$500 million.	
	(5) For acquisition or disposal of real	
	estate for business use with a	
	construction enterprise that is a	
	publicly owned corporation, the	
	trading counterparty is not a Related	
	Party, and the transaction amount is	
	less than NT\$500 million.	
	(6) Where land is acquired under an	
	arrangement on engaging others to	
	build on the Company's own land,	
	engaging others to build on rented	
	land, joint construction and allocation	
	of housing units, joint construction	
	and allocation of ownership	
	percentages, or joint construction and	
	separate sale, and the amount the	
	Company expects to invest in the	
	Company expects to invest in the	



After the Revision	Before the Revision	Explanation
	transaction is less than NT\$500	
	million.	
	(Omitted).	
	12.1.7-12.1.8 (Omitted).	
	12.2 (Omitted).	
15. Other Matter	15. Other Matter	In
(Omitted).	(Omitted).	accordance
15.1Professional appraisers and their	15.1Professional appraisers and their	
officers, certified public accounts,	officers, certified public accounts,	with
attorneys, and securities underwriters	attorneys, and securities underwriters	"Regulations
that provide public companies with	that provide public companies with	Governing
appraisal reports, certified public	appraisal reports, certified public	the
accountant's opinions, attorney's	accountant's opinions, attorney's	Acquisition
opinions, or underwriter's opinions shall	opinions, or underwriter's opinions	-
meet the following requirements:	shall meet the following	and Disposal
15.1.1 Shall not have previously	requirements:	of Assets by
received a final and unappealable	15.1.1 Shall not have previously	Public
sentence to imprisonment for 1 year or	received a final and unappealable	Companies"
longer for a violation of the Act, the	sentence to imprisonment for 1 year	and amend
Company Act, the Banking Act of The	or longer for a violation of the Act,	
Republic of China, the Insurance Act, the Financial Holding Company Act, or	the Company Act, the Banking Act of The Republic of China, the Insurance	parts of
the Business Entity Accounting Act, or	Act, the Financial Holding Company	articles.
for fraud, breach of trust, embezzlement,	Act, or the Business Entity	
forgery of documents, or occupational	Accounting Act, or for fraud, breach	
crime. However, this provision does not	of trust, embezzlement, forgery of	
apply if 3 years have already passed	documents, or occupational crime.	
since completion of service of the	However, this provision does not	
sentence, since expiration of the period	apply if 3 years have already passed	
of a suspended sentence, or since a	since completion of service of the	
pardon was received.	sentence, since expiration of the	
15.1.2 Shall not be a related party or de	period of a suspended sentence, or	
facto related party of any party to the	since a pardon was received.	
transaction.	15.1.2 Shall not be a related party or	
15.1.3 If the company is required to	de facto related party of any party to	
obtain appraisal reports from two or	the transaction.	
more professional appraisers, the	15.1.3 If the company is required to	
different professional appraisers or	obtain appraisal reports from two or	
appraisal officers may not be related	more professional appraisers, the	
parties or de facto related parties of each	different professional appraisers or	
other.	appraisal officers may not be related	
15.2 When issuing an appraisal report or	parties or de facto related parties of	
opinion, the personnel referred to in the	each other.	
preceding paragraph shall comply with	15.2 When issuing an appraisal report	
the regulations of the association to they	or opinion, the personnel referred to	
belong and the following:	in the preceding paragraph shall	
15.2.1 Prior to accepting a case, they	comply with the following:	
shall prudently assess their own	15.2.1 Prior to accepting a case, they	
professional capabilities, practical	shall prudently assess their own	



After the Revision	Before the Revision	Explanation
experience, and independence. 15.2.2 When conducting a case, they shall appropriately plan and execute adequate working procedures, in order to produce a conclusion and use the conclusion as the basis for issuing the report or opinion. The related working procedures, data collected, and conclusion shall be fully and accurately specified in the case working papers. 15.2.3. They shall undertake an item-by-item evaluation of the appropriateness and reasonableness of the sources of data used, the parameters, and the information, as the basis for issuance of the appraisal report or the opinion. 15.2.4 They shall issue a statement attesting to the professional competence and independence of the personnel who prepared the report or opinion, and that they have evaluated and found that the information used is reasonable and appropriate, and that they have complied with applicable laws and regulations. (Omitted).	professional capabilities, practical experience, and independence. 15.2.2 When examining a case, they shall appropriately plan and execute adequate working procedures, in order to produce a conclusion and use the conclusion as the basis for issuing the report or opinion. The related working procedures, data collected, and conclusion shall be fully and accurately specified in the case working papers. 15.2.3. They shall undertake an item-by-item evaluation of the comprehensiveness, accuracy, and reasonableness of the sources of data used, the parameters, and the information, as the basis for issuance of the appraisal report or the opinion. 15.2.4 They shall issue a statement attesting to the professional competence and independence of the personnel who prepared the report or opinion, and that they have evaluated and found that the information used is reasonable and accurate, and that they have complied with applicable laws and regulations. (Omitted).	
18. These Anticles were exceed on	18.	Add the date
These Articles were enacted on December 19, 2014.	These Articles were enacted on December 19, 2014.	of amendments.
The 1 st amendment was made on	The 1 st amendment was made on	amenaments.
September 13, 2016.	September 13, 2016.	
The 2^{nd} amendment was made on June 7,	The 2 nd amendment was made on June	
2017.	7, 2017.	
The 3 rd amendment was made on June	The 3 rd amendment was made on June	
12, 2018.	12, 2018.	
The 4 th amendment was made on June	The 4 th amendment was made on June	
12, 2019.	12, 2019.	
The 5 th amendment was made on June		
10, 2022.		



Comparison Table for the Rules of Procedure for Shareholders Meetings

After the Revision	Before the Revision	Explanation
Article 2	Article 2	To be in
The venue for a shareholders meeting	The venue for a shareholders	compliance
shall be the premises of this Corporation, or a		with the
place easily accessible to shareholders and	Corporation, or a place easily	amendments
suitable for a shareholders meeting. The	accessible to shareholders and suitable	
meeting may begin no earlier than 9 a.m. and	for a shareholders meeting. The	"Sample
no later than 3 p.m. Full consideration shall	meeting may begin no earlier than 9	Template for
be given to the opinions of the independent	a.m. and no later than 3 p.m. Full	XXX Co.,
directors with respect to the place and time of	<u> </u>	Ltd. Rules of
the meeting.		Procedure for
The shareholders' meeting can be held by	-	Shareholders
means of visual communication network or	1 1	Meetings".
other methods promulgated by the central	the meeting.	ivicetings .
competent authority.		
When the Company convene a visual		
communication shareholders meeting, it is		
not subject to the restrictions on the venue.		
Article 3	Article 3	
The Company shall specify in its	Shareholders and their proxies	
shareholders meeting notices the time during	(collectively, "shareholders") shall	
which shareholder and their solicitors and	attend shareholders' meetings based	
proxies (collectively, "shareholders")	on attendance cards, sign-in cards, or	
attendance registrations will be accepted, the	other certificates of attendance. This	
place to register for attendance, and other	Corporation may not arbitrarily add	
matters for attention.	requirements for other documents	
The time during which shareholder	beyond those showing eligibility to	
attendance registrations will be accepted,	attend presented by shareholders.	
shall be at least 30 minutes prior to the time	Solicitors soliciting proxy forms shall	
the meeting commences. The place at which	also bring identification documents	
attendance registrations are accepted shall be	for verification.	
clearly marked and a sufficient number of	This Corporation shall furnish the	
suitable personnel assigned to handle the	attending shareholders or their proxies	
registrations in accordance. For the visual	(collectively, "shareholders") with an	
communication shareholders meeting,	attendance book to sign, or attending	
registration should be accepted on the	shareholders may hand in a sign-in	
e-meeting platform of the shareholders'	card in lieu of signing in.	
meeting 30 minutes before the start of the	(Omitted)	
meeting. Shareholders who have completed		
the registration shall be deemed to have		
attended the shareholders' meeting in person.		
Shareholders and their proxies		



•	T	I
After the Revision	Before the Revision	Explanation
(collectively, "shareholders") shall attend		
shareholders' meetings based on attendance		
cards, sign-in cards, or other certificates of		
attendance. This Corporation may not		
arbitrarily add requirements for other		
documents beyond those showing eligibility		
to attend presented by shareholders.		
Solicitors soliciting proxy forms shall also		
bring identification documents for		
verification.		
This Corporation shall furnish the		
attending shareholders or and their proxies		
(collectively, "shareholders") with an		
attendance book to sign, or attending		
shareholders may hand in a sign-in card in		
lieu of signing in.		
(Omitted)		
When the Company convenes a visual		
communication shareholders meeting, the		
shareholders intend to attend the		
shareholders' meeting by visual		
communication network should register with		
the company before two days before the		
shareholders' meeting.		
When the Company convenes a visual		
communication shareholders meeting, the		
company shall upload the meeting agenda		
book, annual report and other relevant		
materials to the e-Meeting platform of the		
shareholders' meeting at least 30 minutes before		
the start of the meeting, and continue to disclose		
it until the end of the meeting.		
Article 3-1	None.	
When the Company convenes a visual		
communication shareholders meeting, the		
following matters shall be stated in the notice		
of convening the shareholders' meeting:		
3.1.1 Shareholders' participation in		
visual communication shareholders meeting		
and methods of exercising their rights.		
3.1.2 Due to natural disasters, incidents		
or other force majeure circumstances, the		
handling of obstacles to the e-Meeting		
platform or participating in video conferences		
shall include at least the following matters:		



After the Revision	Before the Revision	Explanation
3.1.2.1 The time at which the		
pre-occupational obstacle persists and cannot		
be ruled out causing the meeting to be		
adjourned or resumed, and the date of the		
meeting if it is to be postponed or resumed.		
3.1.2.2 Shareholders who have not		
registered to participate in the original		
shareholders' meeting by video conference		
shall not participate in the postponed or		
resumed meeting.		
3.1.2.3 To hold visual communication		
assisted shareholders meeting, if the video		
conference cannot be continued, after		
deducting the number of shares attending the		
shareholders meeting by video, the total		
number of shares attending the shareholders		
meeting reaches the statutory quota for the		
shareholders meeting, then the shareholders		
meeting should continue. The number of		
shares present of attending the shareholders		
meeting by video shall be included in the		
total number of shares of shareholders		
present, and all resolutions of this		
shareholders' meeting shall be deemed as		
abstention by them.		
3.1.2.4 The handling method, in the		
event that the resolutions of all the motions		
have been announced, but no questions and		
motions has been made.		
3.1.3 When the Company convenes a		
visual communication shareholders meeting,		
it should set out appropriate alternatives to		
shareholders who would have difficulty		
participating in video conferences.		
Article 5	Article 5	
This Corporation, beginning from the	This Corporation shall make an	
time it accepts shareholder attendance	uninterrupted audio and video	
registrations, shall make an uninterrupted	recording of the proceedings of the	
audio and video recording of the registration	shareholders' meeting. The recorded	
procedure, the proceedings of the	materials shall be retained for at least	
shareholders' meeting, and the voting and	one year. If, however, a shareholder	
vote-counting procedures. The recorded	files a lawsuit pursuant to Article 189	
materials shall be retained for at least one	of the Company Act, the recording	
year. If, however, a shareholder files a	shall be retained until the conclusion	
lawsuit pursuant to Article 189 of the		



After the Revision	Before the Revision	Explanation
Company Act, the recording shall be retained	of the litigation.	
until the conclusion of the litigation.		
If the Company convenes a visual		
communication shareholders meeting, the		
company shall record and preserve the		
shareholders' registration, registration,		
check-in, questioning, voting and company		
vote counting results, etc., and make		
continuous and uninterrupted audio and video		
recording of the entire video conference.		
The information and audio and video		
shall be properly preserved by the company		
during the period of existence, and the audio		
and video recordings shall be provided to		
those who are entrusted to handle video		
conference affairs for preservation.		
If the Company convenes a visual		
communication shareholders meeting, the		
company should make an audio and video		
record of the background operation interface		
of the e-Meeting platform.		
Article 6	Article 6	
Attendance at shareholders' meetings	Attendance at shareholders'	
shall be calculated based on the number of	meetings shall be calculated based on	
shares. The number of shares in attendance	the number of shares. The number of	
shall be calculated according to the shares	shares in attendance shall be	
indicated by the attendance book and sign-in	calculated according to the shares	
	indicated by the attendance book and	
plus the number of shares whose voting rights		
are exercised by correspondence or	number of shares whose voting rights	
electronically.	are exercised by correspondence or	
The chair shall call the meeting to order	electronically.	
at the appointed meeting time and disclose information concerning the number of	The chair shall call the meeting	
nonvoting shares and number of shares	to order at the appointed meeting time and disclose information concerning	
represented by shareholders attending the	the number of nonvoting shares and	
meeting. However, when the attending	number of shares represented by	
shareholders do not represent a majority of	shareholders attending the meeting.	
the total number of issued shares, the chair	However, when the attending	
may announce a postponement, provided that	shareholders do not represent a	
no more than two such postponements, for a	majority of the total number of issued	
combined total of no more than one hour,	shares, the chair may announce a	
may be made. If the quorum is not met after	postponement, provided that no more	
two postponements and the attending	than two such postponements, for a	
shareholders still represent less than one-third		
onarcholacis sun represent less than one-timu	comonica total of no more than one	<u> </u>



	After the Revision	Before the Revision	Explanation
	of the total number of issued shares, the chair		-
	shall declare the meeting adjourned; When a	not met after two postponements and	
	visual communication shareholders meeting	the attending shareholders still	
	s held, the company shall also announce the	represent less than one-third of the	
	neeting adjourned on the e-Meeting platform	=	
	of the shareholders' meeting.	chair shall declare the meeting	
	If the quorum is not met after two	adjourned.	
Ţ	postponements as referred to in the preceding	If the quorum is not met after	
- 1^	paragraph, but the attending shareholders	two postponements as referred to in	
	represent one third or more of the total	the preceding paragraph, but the	
1	number of issued shares, a tentative	attending shareholders represent one	
1	resolution may be adopted pursuant to Article	third or more of the total number of	
1	75, paragraph 1 of the Company Act; all	issued shares, a tentative resolution	
	chareholders shall be notified of the tentative	may be adopted pursuant to Article	
	esolution, and another shareholders meeting	175, paragraph 1 of the Company Act;	
- 1	shall be convened within one month; when a	all shareholders shall be notified of	
	visual communication shareholders meetingf	the tentative resolution, and another	
	he shareholders meeting is held by video	shareholders meeting shall be	
	conference, shareholders who intend to attend		
	chareholders' meetings by video conference	(Omitted)	
	should re-register with the company in		
2	accordance with Article 3.		
ŀ	(Omitted)		
1	Article 7	Article 7	
	If a shareholders meeting is convened by		
	he board of directors, the meeting agenda	convened by the board of directors,	
	shall be set by the board of directors. Votes	the meeting agenda shall be set by the	
	shall be cast on each separate proposal in the	board of directors. Votes shall be cast	
		on each separate proposal in the	
	amendments to the original proposals set out	agenda (including extraordinary	
	n the agenda). The meeting shall proceed in	motions and amendments to the	
	he order set by the agenda, which may not be changed without a resolution of the	agenda). The meeting shall proceed in	
	hareholders' meeting.	the order set by the agenda, which	
ľ	(Omitted)	may not be changed without a	
	Changes to the means of holding the		
	charges to the means of holding the shareholders' meeting shall be subject to a		
	resolution of the board of directors, and	_	
	perfore the notice of the shareholders' meeting	(Olimada)	
	s dispatched.		
ľ	(Omitted)		
	Article 8	Article 8	
ľ	Convening a shareholders meeting, this	Convening a shareholders	
	Corporation shall prepare electronic versions	meeting, this Corporation shall	
	of the shareholders meeting notice and proxy	prepare electronic versions of the	
Ľ	The shareholders meeting notice and proxy	propule electronic versions of the	



After the Revision	Before the Revision	Explanation
forms, and the origins of and explanatory	shareholders meeting notice and	1
materials relating to all proposals, including	proxy forms, and the origins of and	
proposals for ratification, matters for	explanatory materials relating to all	
deliberation, or the election or dismissal of	proposals, including proposals for	
directors, and upload them to the Market	ratification, matters for deliberation,	
Observation Post System (MOPS) before 30	or the election or dismissal of	
days before the date of a regular shareholders	directors, and upload them to the	
meeting or before 15 days before the date of a	-	
special shareholders meeting. This	(MOPS) before 30 days before the	
Corporation shall prepare electronic versions	date of a regular shareholders meeting	
of the shareholders' meeting agenda and	or before 15 days before the date of a	
supplemental meeting materials and upload	special shareholders meeting. This	
them to the MOPS before 21 days before the	Corporation shall prepare electronic	
date of the regular shareholder's meeting or	versions of the shareholders' meeting	
before 15 days before the date of the special	agenda and supplemental meeting	
shareholder's meeting. However, if the	materials and upload them to the	
company's paid-in capital at the end of the	MOPS before 21 days before the date	
most recent fiscal year is NT\$10 billion or	of the regular shareholder's meeting or	
more, or the total shareholding ratio of	before 15 days before the date of the	
foreign and Mainland China shareholders	_	
	special shareholder's meeting. In	
recorded in the shareholder register is more	addition, 15 days before the date of	
than 30% at the regular shareholders meeting in the most recent fixed year the unload of	the shareholders' meeting, this	
in the most recent fiscal year, the upload of	Corporation shall also have prepared	
foregoing electronic versions should be	the shareholders' meeting agenda and	
completed before 30 days before the shareholders' meeting. In addition, 15 days	supplemental meeting materials and made them available for review by	
before the date of the shareholders' meeting,	shareholders at any time. The meeting	
this Corporation shall also have prepared the	agenda and supplemental materials	
shareholders' meeting agenda and	shall also be displayed at this	
supplemental meeting materials and made	Corporation and the professional	
them available for review by shareholders at	shareholder services agent designated	
any time. The meeting agenda and	thereby, as well as being distributed	
supplemental materials shall also be	on-site at the meeting place.	
displayed at this Corporation and the	(Omitted)	
professional shareholder services agent		
designated thereby., as well as being		
distributed on-site at the meeting place.		
The company shall provide shareholders		
the shareholders meeting agenda and		
supplemental meeting materials for		
shareholders' reference in the following		
ways on the day of the shareholders' meeting:		
8-1 In case of holding a physical		
shareholders meeting, it should be		
distributed on-site at the meeting place.		



AG A D · ·	D.C. d. D	г 1
After the Revision	Before the Revision	Explanation
8-2 In case of holding a visual		
communication assisted shareholders		
meeting, it should be distributed on-site at		
the meeting place and uploaded the		
electronic version to the video conference		
<u>platform.</u>		
8-3 In case of holding a visual		
communication shareholders meeting, the		
electronic version should be uploaded to the		
video conference platform.		
(Omitted)		
In addition, when the circumstances of		
any subparagraph of Article 172-1, paragraph	-	
4 of the "Company Act" apply to a proposal		
put forward by a shareholder, the Board of		
Directors may exclude it from the agenda.		
(Omitted)		
Article 9	Article 9	
Before speaking, an attending	Before speaking, an attending	
shareholder must specify on a speaker's slip	shareholder must specify on a	
the subject of the speech, his/her shareholder	speaker's slip the subject of the	
account number (or attendance card number),	speech, his/her shareholder account	
and account name. The order in which	number (or attendance card number),	
shareholders speak will be set by the chair.	and account name. The order in which	
(Omitted)	shareholders speak will be set by the	
When a visual communication	chair.	
shareholders meeting is held, the	(Omitted)	
shareholders who attend shareholders'		
meetings by video conference may ask		
questions in text form on the e-Meeting		
platform of the shareholders meeting after the	-	
chairman announces the meeting and before		
the announcement of the adjournment of the		
meeting. The number of questions for each		
motion shall not exceed two times, and each		
time shall be limited to 200 words.		
If the questions do not violate the		
regulations or do not exceed the scope of the		
motion in accordance, it is advisable to		
expose the questions on the video conference		
platform of the shareholders' meeting, so that		
<u>it is known to everyone.</u>		
Article 11	Article 11	
(Omitted)	(Omitted)	



After the Revision	Before the Revision	Explanation
After a shareholder has exercised voting	After a shareholder has exercised	
rights by correspondence or electronic means,	voting rights by correspondence or	
in the event the shareholder intends to attend	electronic means, in the event the	
the shareholders meeting in person or	shareholder intends to attend the	
participate virtually, a written declaration of	shareholders meeting in person, a	
intent to retract the voting rights already	written declaration of intent to retract	
exercised under the preceding paragraph shall	the voting rights already exercised	
be made known to this Corporation, by the	under the preceding paragraph shall	
same means by which the voting rights were	be made known to this Corporation,	
exercised, before two business days before	by the same means by which the	
the date of the shareholders meeting. If the	voting rights were exercised, before	
notice of retraction is submitted after that	two business days before the date of	
time, the voting rights already exercised by	the shareholders meeting. If the notice	
correspondence or electronic means shall	of retraction is submitted after that	
prevail. When a shareholder has exercised	time, the voting rights already	
voting rights both by correspondence or	exercised by correspondence or	
electronic means and by appointing a proxy	electronic means shall prevail. When	
to attend a shareholders' meeting, the voting	a shareholder has exercised voting	
rights exercised by the proxy in the meeting	rights both by correspondence or	
shall prevail.	electronic means and by appointing a	
After a proxy form has been delivered to	proxy to attend a shareholders'	
the Company, if the shareholder intends to	meeting, the voting rights exercised	
attend the meeting virtually, a written notice	by the proxy in the meeting shall	
of proxy cancellation shall be submitted to	prevail.	
the Company before two business days	(Omitted)	
before the meeting date. If the cancellation		
notice is submitted after that time, votes cast		
at the meeting by the proxy shall prevail.		
(Omitted)		
When the company convenes a visual		
communication shareholders meeting,		
shareholders who participate virtually should		
conduct voting on all motions and voting on		
election proposals through the e-Meeting		
platform after the chairman announces the		
beginning of the meeting. The voting should		
be completed before the chairman announces		
the close of voting. Overtime will be deemed		
<u>a waiver.</u>		
If the shareholders meeting is held by		
visual communication, the votes shall be		
counted at one time after the chairman		
announces the close of voting, and then the		

voting and election results shall be

announced.



After the Revision	Before the Revision	Explanation
When the company holds a visual		
communication assisisted shareholders		
meeting, shareholders who have registered to		
attend the shareholders' meeting virtually in		
accordance with the provisions of Article		
3 ,but intend to attend physically should		
withdraw their registration in the same way		
they have made the registration two days		
prior to the date of shareholders' meetings.		
Participants who fail to withdraw their		
registration by the said deadline can only		
attend virtually.		
Shareholders who attend shareholders'		
meetings virtually and do not withdraw their		
declaration of intent after exercising their		
voting right via written or electronic means		
can only exercise their proposing and voting		
rights regarding extempore motions. They		
cannot vote on the original meeting		
proposals and the amendments to the content		
of the original meeting proposals, or propose		
to amend the content of the original meeting		
proposals.		
Article 13	Article 13	
Matters relating to the resolutions of a	Matters relating to the	
shareholders' meeting shall be recorded in the	_	
meeting minutes. The meeting minutes shall	shall be recorded in the meeting	
be signed or sealed by the chair of the	minutes. The meeting minutes shall be	
meeting and a copy distributed to each	signed or sealed by the chair of the	
shareholder within 20 days after the	meeting and a copy distributed to each	
conclusion of the meeting. The meeting	shareholder within 20 days after the	
minutes may be produced and distributed in	conclusion of the meeting. The	
electronic form.	meeting minutes may be produced and	
(Omitted)	distributed in electronic form.	
If the shareholders' meeting is held by	(Omitted)	
video conference, the minutes of the		
shareholders' meeting shall record the starting		
and ending time of the shareholders' meeting,		
the method of holding the meeting, the name		
of the chairman and the recorder, and the		
names of the shareholders' meeting due to		
natural disasters and incidents, in addition to		
the matters to be recorded in accordance or		
other force majeure events to the video		
conferencing platform or the handling		



•	T	I
After the Revision	Before the Revision	Explanation
method and handling situation in the event of		
an obstacle to participation by video.		
Except that it should be handled in		
accordance, when the company hold a visual		
communication shareholders meeting, the		
company shall also state in the minutes of the		
meeting the alternative measures provided to		
shareholders who have difficulty in		
participating in video-conference.		
Article 14	Article 14	
On the day of a shareholders meeting,	On the day of a shareholders	
this Corporation shall compile in the	meeting, this Corporation shall	
prescribed format a statistical statement of	compile in the prescribed format a	
the number of shares obtained by solicitors	statistical statement of the number of	
through solicitation and the number of shares	shares obtained by solicitors through	
represented by proxies and the number of	solicitation and the number of shares	
shares by written or electronic means, and	represented by proxies, and shall	
shall make an express disclosure of the same	make an express disclosure of the	
at the place of the shareholders meeting.	same at the place of the shareholders	
When a visual communication shareholders	meeting.	
meeting is held, the company shall upload	(Omitted)	
the above-mentioned information to the		
e-Meeting platform of the shareholders'		
meeting at least 30 minutes before the start of		
the meeting, and continue to disclose it until		
the end of the meeting. The company holds a		
visual communication shareholders meeting.		
When announcing the meeting to start,		
the total number of shareholders' shares		
present shall be disclosed on the e-Meeting		
platform. If the total number of shares and		
voting rights of the shareholders attending		
the meeting are otherwise counted during the		
meeting, the same shall be applied.		
(Omitted)		
Article 17	None.	
When the visual communication		
shareholders meeting is held, the chairman		
and the recorder shall be in the same place		
in Taiwan, and the chairman shall announce		
the address of the place at the time of the		
meeting.		
When the visual communication		
shareholders meeting is held, the company		
shall immediately disclose the voting results		



	T	
After the Revision	Before the Revision	Explanation
and election results of all resolutions on the		
e-Meeting platform of the shareholders'		
meeting in accordance with the regulations,		
and shall continue to disclose for 15		
minutes after the chairman announces the		
adjournment of the meeting.		
Article 18	None.	
When the visual communication		
shareholders meeting is held, the company		
may provide a freindly connection test for		
shareholders before the meeting, and provide		
relevant services immediately before and		
during the meeting to assist in handling		
technical communication problems.		
When the visual communication		
shareholders meeting is held, the chairman		
shall, upon announcing the meeting to start,		
separately announce that except for there is		
no need to postpone or continue the meeting		
according to the circumstances stipulated in		
Article 44-24 of the "Regulations Governing		
the Administration of Shareholder Services of	<u>.</u> -	
Public Companies ". Before the chairman		
announces the adjournment of the meeting, if	_	
natural disasters, incidents or other force		
majeure events lead to an obstacle to the		
video conference platform or participation in		
the form of video, which lasts for more than		
30 minutes, the date of the meeting should be	_	
postponed or resumed within five days. The		
provisions of Article 182 of the "Company		
Act "are not applicable.		
In the event of the preceding paragraph,		
the meeting should be postponed or		
continued. Shareholders who have not		
registered to participate in the original		
shareholders meeting by video conference		
shall not participate in the postponed or		
continued meeting.		
In the event of the preceding paragraph,		
the meeting should be postponed or		
continued. Shareholders who have registered		
to participate in the original shareholders'		
meeting by video and completed the		
registration, but do not participate in the		



After the Revision	Before the Revision	Explanation
postponed or continued meeting, the number		
of shares attended and the voting rights		
exercised at the original shareholders'		
meeting and voting rights, shall be included		
in the total number of shares, voting rights		
and voting rights of shareholders present at		
the postponed or continued meeting.		
In the event of the preceding paragraph,		
when the shareholders meeting is postponed		
or reconvened, there is no need to repeat to		
discuss and resolve the motions that have		
completed voting and counting, and		
announced the voting results or the list of		
When the company convenes a		
When the company convenes a video-assisted shareholders meeting, and the		
video conference cannot be continued		
according to the event of the preceding		
paragraph, if the total number of attended		
shares still reaches the legal quota for the		
shareholders' meeting after deducting the		
number of shares attended by		
video-conferencing, the shareholders'		
meeting shall continue and need not to		
postpone or renew the meeting in accordance		
with the event of the preceding paragraph.		
In the event of the preceding paragraph,		
the meeting should be continued, the number		
of shares present should be included the		
shareholders who participate in the		
shareholders' meeting by video in the total		
number of shares of the shareholders present,		
but all the resolutions of the shareholders'		
meeting will be regarded as abstention.		
The company shall postpone or continue		
the shareholders meeting in accordance with		
the event of the preceding paragraph. For the		
continuation of the meeting, the relevant		
pre-requisites shall be handled in accordance		
with the provisions of Article 44-27 of the		
"Regulations Governing the Administration		
of Shareholder Services of Public Companies		
", the date of the original shareholders' meeting and the provisions of these articles.		
The latter paragraph of Article 12 and		
The latter paragraph of Afficie 12 and		



After the Revision	Before the Revision	Explanation
Paragraph 3 of Article 13 of "Regulations		
Governing the Use of Proxies for Attendance		
at Shareholder Meetings of Public		
Companies ", Paragraph 2 of Article 44-5 and		
Paragraph 4 of Article 44 of "Regulations		
Governing the Administration of Shareholder		
Services of Public Companies " During the		
period specified in Paragraph 1 of Article		
4-15 and Article 44-17, the company shall		
postpone or renew the date of the		
shareholders' meeting in accordance with the		
provisions of Paragraph 2.		
When the company convenes a video		
conference shareholders meeting, it shall		
provide appropriate alternative measures for		
shareholders who have difficulty in attending		
the shareholders meeting by video		
conferencing.		
Article 19	Article 17	
These Rules shall take effect after	These Rules shall take effect	
having been submitted to and approved by a	after having been submitted to and	
shareholders meeting. Subsequent	approved by a shareholders meeting.	
amendments thereto shall be effected in the	Subsequent amendments thereto shall	
same manner.	be effected in the same manner.	
Article 20	Article 18	Add the date
These Article of Incorporation were	These Article of Incorporation	of
enacted on Jul. 24, 2013	were enacted on Jul. 24, 2013	amendments.
Amended on Sep. 13, 2016 for the first	Amended on Sep. 13, 2016 for	
time.	the first time.	
Amended on Jun. 12, 2018 for the	Amended on Jun. 12, 2018 for	
second time.	the second time.	
Amended on Jun. 29, 2020 for the third	Amended on Jun. 29, 2020 for	
time.	the third time.	
Amended on Jun. 22, 2021 for the fourth	1	
time.	the fourth time.	
Amended on Jun. 10, 2022 for the fifth		
<u>time.</u>		



Election Fifth Term of Board Directors Education and experience of the candidates

Directors

Directors			
Name of Director/ Representative	Other Position	Education and Experience	Shares
Lee-Cheng Liu	President & CEO of EirGenix, Inc.Executive V.P., Taiwan Bio Industry Organization	Columbia University Ph D, Chemical Engineering & Applied ChemistryPresident and COO of AnGes Inc.	2,286,884
Formosa Laboratories, Inc.	 Director, Formosa Pharmaceuticals, Inc. Director, A.R.Z Taiwan Limited Director of Epione Investment Cayman Limited Director & Supervisor, Epione Pharmaceuticals, Inc. 	-	18,845,818
Representative : Cheng-Yu Cheng	 Chairman & President, Formosa Laboratories, Inc. Director & President, Formosa Pharmaceuticals, Inc. Director of Epione Investment Cayman Limited. 	 Ph.D., University of California, San Francisco Postdoctoral Fellow, Massachusetts Institute of Technology Research, DuPont de Nemours, Inc. Professor, National Taiwan University Department of Pharmacy Chairman, L. C. United Chemical Corporation 	-
National Development Fund, Executive Yuan	 Director, Genovate Biotechnology Co., Ltd. Director, Taiwan Biotechco., Ltd. Director, ScinoPharm Taiwan., Ltd. Director, Taiwan Flower Biotechnology Co., Ltd. Director, United Biomedical, Inc., Asia. Director, Adimmune Biotech Corporation. Director, TaiGen Biotechnologys Holdings, Ltd. Director, PharmaEssentia 		15,288,860



N			
Name of Director/ Representative	Other Position	Education and Experience	Shares
	Corporation. - Director, PharmaEngine, Inc. - Director, TaiAn Technologies Corp. - Director, Intech Biopharm Corporation. - Director, Point Robotics MedTech Inc. - Director, Locus Cell Corporation. - Director, MetaTech (AP) Inc. - Director, Wellell Inc. - Director, TaiMed Biologics		
Representative : Hsiu-Hui Chen	- Vice President, Development Center for Biotechnology	 Ph.D., National Taiwan University Department of Agricultural Chemistry Postdoctoral Fellow, Institute of Plant and Microbial Biology, Academia Sinica 	-
Yao-Hwa Glass Co., Ltd, Management Commission	 Director, Adimmune Biotech Corporation Director, PharmaEssentia Corporation Director, Locus Cell Corporation 	- Director, TaiGen Biotechnologys Holdings, Ltd.	13,078,082
Foxconn Technology Co., Ltd.	- Director and Supervisor of Hua-Zhun Investment Co., Ltd.	-	27,500,000
Representative : Jih-Luh Tang		 Ph. D, Graduate Institute of Clinical Medicine, College of Medicne, National Taiwan University Visiting Staff, Division of Hematology, Department of Internal Medicine, National Taiwan University Hospital, Taipei, Taiwan Director, Bone Marrow Transplantation Unit, Division of Hematology, Department of Internal Medicine, National Taiwan University Hospital, Taipei, Taiwan Director, Tai-Chen Cell Therapy Center, National Taiwan University, Taipei, Taiwan Secretary General, Taiwan Society of Blood and Marrow Transplantation, Taipei, Taiwan 	-



Name of Director/ Representative	Other Position	Education and Experience	Shares
		- Secretary General, Hematology	
		Society of Taiwan, Taipei, Taiwan	
Representative	- Board Director and CTO, iCare	- Doctor of Philosophy, Cell Biology,	
: Hsueh-Yen	Diagnostics International Co. Ltd.	Yale University	_
Ku	- Board Director, Sotera Wireless, Inc.	- Partner, ReturnX Capital, Inc.	

Independent Director

Name of Director	Other Position	Education and Experience	Shares
Ming-Thaur Chang	- Independent Director, DBS Bank (Taiwan) Ltd.	 Rutgers University , NJ , USA MBA President, CTBC Bank Tokyo Branch Senior V.P., Wantai Commercial Bank Independent Director, Kaison Green Energy Technology Co., Ltd. 	-
Fu-Shiow Yin	- Independent Director, Foresee Pharmaceuticals Co., Ltd.	 Ph.D., Rutgers University-New Jersey State University Independent Director, PharmaEngine, Inc. Director, TaiGen Biotechnologys Holdings, Ltd. Director, Reber Genetics Co., Ltd. Independent Director, Pac-Link BioVentures Member of Independent Investment Committee, Boston Life Science Venture Co., IBT Management Corp. Consultant, Department of Economic Development, Taipei City Government Science Advisor, Department of Industrial Technology, Ministry of Economic Affair 	-
Ming-Shen Chen	 Professor of Finance at National Taiwan University. Director, Foundation for Autistic Children and adults in Taiwan. 	- Ph.D., Michigan State University, Finance.	-
Po-Chih Chen	 Senior Advisors to the President Honorary Chairman, Taiwan Thinktank Honorary Professor, National Taiwan University 	 Ph.D. in Economics, National Taiwan University Chairman, Taiwan Thinktank National Policy Advisor to the President Economic Advisor to the President Director, Central Bank of the Republic of China 	-



Release the Prohibition on Directors or Representatives of Directors from Participation in Competitive Business

Directors

Name of Director/ Representative	Other Position
representative	- Director, Formosa Pharmaceuticals, Inc.
Formosa Laboratories,	- Director, A.R.Z Taiwan Limited
Inc.	- Director of Epione Investment Cayman Limited
	- Director & Supervisor, Epione Pharmaceuticals, Inc.
	- Chairman & President, Formosa Laboratories, Inc.
	- Director & President, Formosa Pharmaceuticals, Inc.
	- Director of Epione Investment Cayman Limited.
	- Director, Epione Investment HK Limited.
Representative:	- Chairman, Activus Pharma Co., Ltd.
Cheng-Yu Cheng	- Director, Epione Pharmaceuticals, Inc.
	- Director, A.R.Z Taiwan Limited.
	- Chairman, ImmunAdd Inc.
	- Director, Rayoung Chemtech Inc.
	- Director, Genovate Biotechnology Co., Ltd.
	- Director, Taiwan Biotechco., Ltd.
	- Director, ScinoPharm Taiwan., Ltd.
	- Director, Taiwan Flower Biotechnology Co., Ltd.
	- Director, United Biomedical, Inc., Asia.
	- Director, Adimmune Biotech Corporation.
	- Director, TaiGen Biotechnologys Holdings, Ltd.
National Development	- Director, PharmaEssentia Corporation.
Fund, Executive Yuan	- Director, PharmaEngine, Inc.
	- Director, TaiAn Technologies Corp.
	- Director, Intech Biopharm Corporation.
	- Director, Point Robotics MedTech Inc.
	- Director, Locus Cell Corporation.
	- Director, MetaTech (AP) Inc.
	- Director, Wellell Inc.
	- Director, TaiMed Biologics
Representative:	Vice President Development Center for Dietechnology
Hsiu-Hui Chen	- Vice President, Development Center for Biotechnology
Yao-Hwa Glass Co.,	- Director, Adimmune Biotech Corporation
Ltd, Management	- Director, PharmaEssentia Corporation
Commission	- Director, Locus Cell Corporation
Foxconn Technology	- Founder and President, Retain Biotech. Co.
Co., Ltd.	- Co-Founder and Chief Medical Officer, iCare Diagnostics
	International Co.
Representative:	



Name of Director/ Representative	Other Position
Jih-Luh Tang	
Foxconn Technology	- Board Director and CTO, iCare Diagnostics International Co.
Co., Ltd.	Ltd.
Representative:	
Hsueh-Yen Ku	

Independent Director

Name of Director	Other Position
Fu-Shiow Yin	- Independent Director, Foresee Pharmaceuticals Co., Ltd.



EirGenix, Inc.

The Company's Articles of Incorporation (Before the Revision)

Chapter I General Provisions

Article 1

The Company has been named EirGenix, Inc. pursuant to relevant regulations set forth in the Company Act. The English name is EirGenix, Inc.

Article 2

The Company shall engage in the following business lines:

	C 100000			
1.	C199990	Other Food Manufacturing Not Elsewhere Classified		
2.	C802041	Drugs and Medicines Manufacturing		
3.	C802060	Animal Use Medicine Manufacturing		
4.	C802990	Other Chemical Products Manufacturing		
5.	F107990	Wholesale of Other Chemical Products		
6.	F108021	Wholesale of Drugs and Medicines		
7.	F108031	Wholesale of Drugs, Medical Goods		
8.	F208021	Retail Sale of Drugs and Medicines		
9.	F208031	Retail sale of Medical Equipments		
10.	F401010	International Trade		
11.	I199990	Other Consultancy		
12.	IC01010	Pharmaceuticals Examining Services		
13.	IG01010	Biotechnology Services		
14.	IG02010	Research Development Service		
15.	ZZ99999	All business items that are not prohibited or restricted by law, except those that are subject to special approval.		

Article 3

The Company is headquartered in New Taipei City and may, when necessary, set up the branches elsewhere domestically or abroad by the Board of Directors' resolutions.

Article 4

Public announcements of the Company shall be duly made in accordance with the Company Law and other regulations by the competent securities authority.

Article 5

The Company may engage in external endorsements or guarantees to meet business or investment needs by the resolution of the Board of Directors.

Chapter II Share Capital

Article 6



The Company has a total capital amounting to four billion New Taiwan Dollars, divided into four hundred million shares at ten New Taiwan Dollars par value per share, issued in installments. The Board of Directors is authorized to issue the unissued shares in installments, from which twelve million shares shall be reserved for issuance upon the exercise of any stock options, preferred shares with warrants, or equity warrant bonds.

Article 6-1

The Company issue employee stock warrants that are not subject to the exercise price restriction set out in Article 53 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers; an issuer is required to obtain the consent of at least two-thirds of the voting rights represented at a shareholders meeting attended by shareholders representing half of the total issued shares. The issuer is allowed to register multiple issues over a period of 1 year.

When the Company lists on the Taipei Exchange or Taiwan Stock Exchange, to transfer shares to employees at less than the average actual share repurchase price, a company must have obtained the consent of at least two-thirds of the voting rights present at the most recent shareholders meeting attended by shareholders representing a majority of total issued shares

Article 7

The Company's total investment amount is not subject to the restriction in Article 13 of the Company Act, which states that the Company's investments shall not exceed forty percent of its paid-in capital.

Article 8

The Company's shares shall be registered, numbered, and with the signatures or personal seals by the directors representing the Company, and be issued upon certification by the competent authority or its designated registration agency. The Company may issue shares without certificates, and such shares shall be registered with a central securities depository.

Article 9

Registration for the transfer of shares shall be completed sixty (60) days before the date of the annual meeting of the shareholders, thirty (30) days before the date of any special meeting of the shareholders, or five (5) days before the date on which dividends, bonus, or other distributions will be paid or made by the Company.

Article 10

The handling of the Company's shares shall be governed by the Regulations Governing the Administration of Shareholder Service of Public Companies prescribed by the competent authority.

Article 10-1

Suppose the company may apply for approval of ceasing its status as a public company by a resolution adopted at a shareholders' meeting by Article 156 of the Company Act. This provision will not be changed during the period of exchange-listed and TPEx-listed.

Chapter III Shareholders' Meeting

Article 11

Two types of Shareholders' Meeting of the Company:



- 1. Regular shareholders meeting, to be convened at least once a year within six (6) months after the end of every fiscal year.
- 2. Special shareholders meeting, to be convened as required in accordance with the applicable laws and regulations.

Convening a shareholders meeting, this Corporation shall prepare electronic versions or correspondence of the date and the place of meeting, and the shareholders meeting notice and shall be notified all shareholders before 30 days before the date of a regular shareholders meeting or before 15 days before the date of a special shareholders meeting.

With the consent of the addressee, the meeting notice may be given in the electronic form. The public announcement shall specify the reasons for convening a shareholders' meeting for less than 1,000 shares.

When this Corporation holds a shareholder meeting, when voting rights are exercised by correspondence or electronic means, the exercise method shall be specified in the shareholders' meeting notice.

A shareholder exercising the voting rights by correspondence or electronic means with the relevant rules and regulations will be deemed to have attended the meeting in person.

Article 12

The Chairperson of the board shall chair the shareholders' meetings. The Chairperson of the board shall appoint a director to act as his or her proxy when the Chairperson of the board is on leave or for any reason unable to exercise the powers of the Chairperson. The Chairperson does not make such a designation; the directors shall select one person to serve as chair.

Article 13

A shareholder who is unavailable to attend a shareholders' meeting may duly issue a power of attorney printed and provided by the Company, expressly bearing the authorized powers' scope, duly sign and affix seal hereon to entrust a proxy to be present on behalf. The rules of shareholder proxy are governed by Article 177 of the Company Act, Article 25-1 of the Securities and Exchange Act, and the Regulations Governing the Use of Proxies for Attendance at Shareholder Meeting of Public Companies decreed by the competent authority.

Article 14

A shareholder shall be entitled to one vote for each share held, except as otherwise provided by law or regulation, does not include the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares by Article 179 and Article 197-1 of the Company Act.

Article 15

The shareholder meeting resolutions require the attendance of shareholders representing over 50% of the issued voting shares unless the Company Act stipulates otherwise and the approval by over 50% of the voting rights represented at the meeting.

Article 16

Matters relating to the resolutions of a shareholders' meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the meeting chair and a copy distributed to each shareholder within 20 days after the meeting's conclusion.

The meeting minutes of the preceding paragraph may be produced and distributed in electronic form. This Corporation may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the MOPS.

Article 17



When the company limited by shares which are organized by a single government or juristic person shareholder, the functional duties and power of the shareholders' meeting of such company shall be exercised by its board of directors, to which the provisions governing the shareholders' meeting as set out in this Article shall not apply.

Section IV Directors and Managerial Officers

Article 18

The Company shall have nine to eleven directors, who will hold office for three years and be elected from legally competent persons at the shareholders' meeting; re-elected directors may serve consecutive terms; the candidate nomination system shall be adopted, and the shareholders meeting shall elect directors from the list of candidates. When terms of directors expire prior to elections, terms may be extended until the newly elected directors assume office.

The Company should obtain liability insurance for the directors to protect them against potential liabilities arising from their director duties.

In the process of electing directors at a shareholders' meeting, the number of votes exercisable in respect of one share shall be the same as the number of directors to be elected. The total number of votes per share may be consolidated for one candidate's election or may be split for the election of two or more candidates. A candidate to whom the ballots cast represent a prevailing number of votes shall be deemed a director elect.

The Board of Directors shall be composed of at least two independent directors, and 20% of the aforementioned quota shall be independent directors. The professional qualifications, shareholding ratios, concurrent appointment restrictions, nomination, election methods, and other matters for compliance shall be based on relevant authorities' relevant regulations in charge of securities.

The Board of Directors may establish various committees with different functions. When establishing the various committees and exercise of powers, need to comply with regulations of the competent authorities.

Article 19

The directors shall duly organize the Board of Directors. By the attendance of a two-thirds majority of directors and a majority vote of the attending directors, one chairman shall be duly elected. The chairman of the board of directors shall internally preside the shareholders' meeting and the board of directors; and shall externally represent the company. The chairman executes all business of the Company in accordance with the provisions of laws and regulations and the Articles of Incorporations of the Company, and the resolutions adopted by the shareholders' meetings and the meetings of the board of directors.

Article 20

Unless otherwise provided for in the Company Act, resolutions of the board of directors shall be adopted by a majority of directors at a meeting attended by a majority of the directors.

In calling a meeting of the board of directors, a notice setting forth the subject(s) to be discussed at the meeting shall be given to each director at least seven days prior to the scheduled meeting date, except for the matters the execution as required by the Articles of Incorporation of the Company. However, in the case of an emergency, the meeting may be convened at any time. The notice and minutes of the meeting may be made and sent by e-mails or facsimiles.

Article 21

The Chairman of the Board shall preside at Board meetings. Where the Chairperson is on leave or for any reason unable to exercise his/her powers, an acting chairperson shall be appointed pursuant to the regulations set forth in Article 208 of the Company Act.



A director who is unavailable to attend a Board of Directors meeting in person may authorize another director to act as a proxy to attend on their behalf by issuing a power of attorney for each meeting's event. A power of attorney so issued shall bear the scope of the authorized powers. A director so authorized may represent only one director. A director who attends a Board of Directors meeting through the video system is deemed to have attended in person if such meeting is held through the video system.

Article 22

The board of directors shall be authorized to determine the compensation for the execution of duties by board directors based on their level of participation and the value of their contributions to company operations regardless of profits and losses incurred by the Company with reference to prevailing industry standards. When the company set up the Remuneration Committee, the board of director compensation for the execution of duties shall be based on the Remuneration Committee advice.

Article 23

The Company has managerial officers who shall be duly appointed, discharged, and paid in accordance with Article 29 of the Company Law.

Chapter V Accounting

Article 24

The Company's fiscal year shall begin on January 1st and end on December 31st of each year. The Board of Directors will prepare the documents, set business reports, financial statements, and profit distribution proposals or loss-making-up proposals after the end of the fiscal year for submission to the shareholders' meeting for approval.

Article 25

Suppose the Company has net profit in this fiscal year. In that case, the Company shall set aside between 1% to 5% of its profits as a bonus to the Company's employees and set aside 3% (inclusive) or less of its profits as a bonus to Directors. The distribution of bonus to employees may be made by way of cash or shares by the resolution of the Board of Directors. The employees may include certain employees of the subsidiaries who meet the conditions prescribed by the Company. Over two-thirds shall hear the distribution of employee remuneration and director remuneration of the Board of Directors, be voted in favor for implementation by over one-half of the directors present and represented, and be reported at the shareholders' meeting.

The Company shall first offset its losses in previous years that have not been previously offset, and then set aside annual profits as a bonus to the Company's employees and set aside annual profits as a bonus to Directors.

Qualification requirements of employees for distributing employees to compensation, issuing restricted stock for employees, issuing employee stock option certificates, issuing new shares, and the shares bought back by the issuing company transferred to its employees, including the employees of parents or subsidiaries of the company meeting certain specific requirements, entitled to receive compensation by the Board of Directors.

Article 25-1

Suppose the Company has earnings at the end of the fiscal year. In that case, the Company shall first pay all relevant taxes, offset its losses in previous years, and set aside a legal capital reserve at 10% of the net profit until the accumulated legal capital reserve has equaled the total capital of the Company; then set aside a special capital reserve in accordance with relevant laws or regulations or as requested by the authorities in charge. The board of directors may propose the distribution for approval in the shareholders' meeting.



It is authorized the distributable dividends, and bonuses or legal capital reserve and capital reserve in whole or in part may be paid in cash after a majority vote has adopted a resolution at a meeting of the Board of Directors attended by two-thirds of the total number of directors; in addition, thereto a report of such distribution shall be submitted to the shareholders' meeting.

The company has the surplus profit distributable as dividends and bonuses to shareholders of no less than 50% of its Net Income. It shall be a resolution adopted by most of the shareholders present who represent two-thirds or more of the total number of its outstanding shares of the company.

As the Company is in the growing stage, the dividend distribution may take cash dividends or stock dividends. It shall consider the Company's capital expenditures, R&D plan, future expansion plans, financial structure, and funds requirement for sustainable development needs, etc. The cash dividends may not be less than 10% of the total dividend amount. However, the actual distribution ratio is still subject to the resolution of the shareholders' meeting.

Chapter VI Supplementary Provisions

Article 26

Matters not prescribed under the Articles of Incorporation shall be in accordance with the Company Law and the relevant rules and regulations.

Article 27

The Procedure was enacted on December 20th, 2012.

The 1st amendment was made on March 14th, 2013.

The 2nd amendment was made on June 14th, 2013.

The 3rd amendment was made on July 24th, 2013.

The 4th amendment was made on June 20th, 2014.

The 5th amendment was made on June 23rd, 2015.

The 6th amendment was made on June 3rd, 2016.

The 7th amendment was made on September 13th, 2016.

The 8th amendment was made on June 12th, 2018.

The 9th amendment was made on March 21st, 2019.

The 10th amendment was made on June 12th, 2019.

The 11th amendment was made on November 27th, 2019.

The 12th amendment was made on August 3rd, 2021.

EirGenix, Inc.

Chairman: Chung-Hur Lee



EirGenix, Inc.

The Rules of Procedure for Shareholders Meetings (Before the Revision)

Article 1

The rules of procedures for this Corporation's shareholders meetings, except as otherwise provided by law, regulation, or the articles of incorporation, shall be as provided in these Rules.

Article 2

The venue for a shareholders meeting shall be the premises of this Corporation, or a place easily accessible to shareholders and suitable for a shareholders meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m. Full consideration shall be given to the opinions of the independent directors with respect to the place and time of the meeting.

Article 3

Shareholders and their proxies (collectively, "shareholders") shall attend shareholders' meetings based on attendance cards, sign-in cards, or other certificates of attendance. This Corporation may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.

This Corporation shall furnish the attending shareholders or their proxies (collectively, "shareholders") with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in.

This Corporation shall furnish attending shareholders with the meeting agenda book, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors, pre-printed ballots shall also be furnished.

When the government or a juristic person is a shareholder, it may be represented by more than one representative at a shareholders' meeting. When a juristic person is appointed to attend as a proxy, it may designate only one person to represent it in the meeting.

Article 4

If a shareholders meeting is convened by the board of directors, the meeting shall be chaired by the chairperson of the board. When the chairperson of the board is on leave or for any reason unable to exercise the powers of the chairperson, the vice-chairperson shall act in place of the chairperson; if there is no vice-chairperson or the vice-chairperson also is on leave or for any reason unable to exercise the powers of the vice-chairperson, the chairperson shall appoint one of the managing directors to act as chair, or, if there are no managing directors, one of the directors shall be appointed to act as chair. Where the chairperson does not make such a designation, the managing directors or the directors shall select from among themselves one person to serve as chair.

It is advisable that shareholders' meetings convened by the board of directors be chaired by the chairperson of the board in person and attended by a majority of the directors, at least one supervisor in



person, and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes.

If a shareholders meeting is convened by a party with the power to convene but other than the board of directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves.

This Corporation may appoint its attorneys, certified public accountants, or related persons retained by it to attend a shareholders meeting in a non-voting capacity.

Article 5

This Corporation, beginning from the time it accepts shareholder attendance registrations, shall make an uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders' meeting, and the voting and vote-counting procedures. The recorded materials shall be retained for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

Article 6

Attendance at shareholders' meetings shall be calculated based on the number of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, plus the number of shares whose voting rights are exercised by correspondence or electronically.

The chair shall call the meeting to order at the appointed meeting time and disclose information concerning the number of nonvoting shares and number of shares represented by shareholders attending the meeting. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than one hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one-third of the total number of issued shares, the chair shall declare the meeting adjourned.

If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution, and another shareholders meeting shall be convened within one month.

When, prior to the conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders meeting pursuant to Article 174 of the Company Act.

Article 7

If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. Votes shall be cast on each separate proposal in the agenda (including extraordinary motions and amendments to the original proposals set out in the agenda). The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders' meeting.



The provisions of the preceding paragraph apply mutatis mutandis to a shareholders meeting convened by a party with the power to convene that is not the board of directors.

The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the shareholders' meeting. If the chair declares the meeting adjourned in violation of the rules of procedure, the other members of the board of directors shall promptly assist the attending shareholders in electing a new chair in accordance with statutory procedures, by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting.

The chair shall allow ample opportunity during the meeting for explanation and discussion of proposals and of amendments or extraordinary motions put forward by the shareholders; when the chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed, call for a vote, and schedule sufficient time for voting.

Article 8

Convening a shareholders meeting, this Corporation shall prepare electronic versions of the shareholders meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors, and upload them to the Market Observation Post System (MOPS) before 30 days before the date of a regular shareholders meeting or before 15 days before the date of a special shareholders meeting. This Corporation shall prepare electronic versions of the shareholders' meeting agenda and supplemental meeting materials and upload them to the MOPS before 21 days before the date of the regular shareholder's meeting or before 15 days before the date of the special shareholder's meeting. In addition, 15 days before the date of the shareholders' meeting, this Corporation shall also have prepared the shareholders' meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at this Corporation and the professional shareholder services agent designated thereby, as well as being distributed on-site at the meeting place.

The reasons for convening a shareholders' meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in the electronic form.

Election or dismissal of directors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the company by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new shares, the dissolution, merger, or demerger of the Corporation, or any matter under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities Exchange Act, Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out, and the essential contents explained in the notice of the reasons for convening the shareholders meeting. None of the above matters may be raised by an extraordinary motion.

Where re-election of all directors, as well as their inauguration date, is stated in the notice of the reasons for convening the shareholders meeting, after the completion of the re-election in said meeting such inauguration date may not be altered by any extraordinary motion or otherwise in the same meeting.

A shareholder holding one percent or more of the total number of issued shares may submit to this Corporation a proposal for discussion at a regular shareholders' meeting. The number of items so



proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. A shareholder may propose a recommendation for urging the corporation to promote public interests or fulfill its social responsibilities, provided procedurally the number of items so proposed is limited only to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item will be included in the meeting agenda.

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

Shareholder-submitted proposals are limited to 300 words, and no proposal containing more than 300 words will be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the regular shareholders' meeting and take part in the discussion of the proposal.

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

Article 9

Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair.

A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.

Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.

When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation.

When a juristic person shareholder appoints two or more representatives to attend a shareholders meeting, only one of the representatives so appointed may speak on the same proposal.

After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.

Article 10

Voting at a shareholders' meeting shall be calculated based on the number of shares.

With respect to resolutions of shareholders' meetings, the number of shares held by a shareholder



with no voting rights shall not be calculated as part of the total number of issued shares.

When a shareholder is an interested party in relation to an agenda item, and there is the likelihood that such a relationship would prejudice the interests of this Corporation, that shareholder may not vote on that item and may not exercise voting rights as a proxy for any other shareholder.

The number of shares for which voting rights may not be exercised under the preceding paragraph shall not be calculated as part of the voting rights represented by attending shareholders.

With the except of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as a proxy by two or more shareholders, the voting rights represented by that proxy may not exceed three percent of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.

Article 11

A shareholder shall be entitled to one vote for each share held, except as otherwise provided by law or regulation.

When this Corporation holds a shareholder meeting, it shall adopt exercise of voting rights by electronic means and may adopt exercise of voting rights by correspondence. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders' meeting notice. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting; it is, therefore, advisable that this Corporation avoid the submission of extraordinary motions and amendments to original proposals.

A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to this Corporation two days before the date of the shareholders' meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent.

After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders meeting in person, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to this Corporation, by the same means by which the voting rights were exercised, before two business days before the date of the shareholders meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders' meeting, the voting rights exercised by the proxy in the meeting shall prevail.

Except as otherwise provided in the Company Act and in this Corporation's articles of incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.



When there is an amendment or an alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to the vote. When anyone among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required

When a shareholder is an interested party in relation to an agenda item, and there is the likelihood that such a relationship would prejudice the interests of this Corporation, that shareholder may not vote on that item and may not exercise voting rights as a proxy for any other shareholder.

Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of this Corporation.

Vote counting for shareholders meeting proposals or elections shall be conducted in public at the place of the shareholders' meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote.

Article 12

The election of directors at a shareholders' meeting shall be held in accordance with the rules for the election of directors adopted by this Corporation, and the voting results shall be announced on-site immediately, including the names of those elected as directors and the numbers of votes with which they were elected, and the names of directors not elected and number of votes they received.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

Article 13

Matters relating to the resolutions of a shareholders' meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form.

This Corporation may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the MOPS. The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their voting results (including the number of voting rights), and disclose the number of voting rights won by each candidate in the event of an election of directors. The minutes shall be retained for the duration of the existence of this Corporation.

Article 14

On the day of a shareholders meeting, this Corporation shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation and the number of shares represented by proxies, and shall make an express disclosure of the same at the place of the shareholders meeting.



If matters put to a resolution at a shareholders meeting, constitute material information under applicable laws or regulations or under Taiwan Stock Exchange Corporation (or GreTai Securities Market) regulations, this Corporation shall upload the content of such resolution to the MOPS within the prescribed time period.

Article 15

Staff handling administrative affairs of a shareholders meeting shall wear identification cards or armbands.

The chair may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor."

At the place of a shareholders' meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by this Corporation, the chair may prevent the shareholder from so doing.

When a shareholder violates the rules of procedure and defies the chair's correction, obstructing the proceedings and refusing to heed calls to stop, the chair may direct the proctors or security personnel to escort the shareholder from the meeting.

Article 16

When a meeting is in progress, the chair may announce a break based on time considerations. If a force majeure event occurs, the chair may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.

If the meeting venue is no longer available for continued use and not all of the items (including extraordinary motions) on the meeting agenda have been addressed, the shareholders meeting may adopt a resolution to resume the meeting at another venue.

A resolution may be adopted at a shareholders meeting to defer or resume the meeting within five days in accordance with Article 182 of the Company Act.

Article 17

These Rules shall take effect after having been submitted to and approved by a shareholders meeting. Subsequent amendments thereto shall be effected in the same manner.

Article 18

These Article of Incorporation were enacted on Jul. 24, 2013

Amended on Sep. 13, 2016 for the first time.

Amended on Jun. 12, 2018 for the second time.

Amended on Jun. 29, 2020 for the third time.

Amended on Aug. 3, 2021 for the fourth time.



Regulations Governing Procedure for Election of Directors

Article 1

Except as otherwise provided by law and regulation or by this Company's Articles of Incorporation, elections of directors shall be conducted in accordance with these Procedures.

Article 2

The cumulative voting institute will be used for election of the directors at this Company. Each share will have voting rights in number equal to the directors to be elected and may be cast for a single candidate or multiple candidates. The directors shall be elected in accordance with Article 198 of the Company Act, with independent and non-independent directors elected at the same time, but in separately calculated numbers.

Article 3

The number of directors will be as specified in this Corporation's articles of incorporation, those receiving ballots representing the highest numbers of voting rights will be elected sequentially according to their respective numbers of votes. When two or more persons receive the same number of votes, thus exceeding the specified number of positions, they shall draw lots to determine the winner, with the chair drawing lots on behalf of any person not in attendance.

Article 4

When the number of directors falls short by one third of the total number prescribed in this Corporation's articles of incorporation, this Corporation shall call a special shareholders meeting within 60 days from the date of occurrence to hold a by-election to fill the vacancies.

When the number of independent directors falls below that required under the proviso of Article 14-2, paragraph 1 of the Securities and Exchange Act, a by-election shall be held at the next shareholders meeting to fill the vacancy. When the independent directors are dismissed en masse, a special shareholders meeting shall be called within 60 days from the date of occurrence to hold a by-election to fill the vacancies.

Article 5

The Board of Directors shall prepare separate ballots for directors in numbers corresponding to the directors to be elected. The number of voting rights associated with each ballot shall be specified on the ballots, which shall then be distributed to the attending shareholders at the shareholders meeting. Attendance card numbers printed on the ballots may be used instead of recording the names of voting shareholders.

Before the election begins, the chair shall appoint a number of persons with shareholder status to perform the respective duties of vote monitoring and counting personnel. The ballot boxes shall be prepared by the Board of Directors and publicly checked by the vote monitoring personnel before voting commences.

Article 6

A ballot is deemed as null and void if meeting any one of the following:

- 1. The ballot was not prepared by a person with the right to convene.
- 2. A blank ballot is placed in the ballot box.
- 3. The writing is unclear and indecipherable or has been altered.
- 4. The candidate whose name is entered in the ballot does not conform to the director



candidate list.

5. Other words or marks are entered in addition to the number of voting rights allotted.

Article 7

The Company's independent directors shall be duly handled in accordance with the requirements set forth in "Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies" and "Corporate Governance Best-Practice Principles for TWSE/GTSM Listed Companies".

Article 8

The overall composition of the board of directors shall be taken into consideration in the selection of this Corporation's directors. Each board member shall have the necessary knowledge, skill, and experience to perform their duties; the abilities that must be present in the board which shall refer to the Corporate Governance Best-Practice Principles for TWSE/GTSM Listed Companies

Article 9

Elections of directors of the Company shall be conducted in accordance with the candidate nomination system and procedures set out in Article 192-1 of the Company Act.

Article 10

The voting rights shall be calculated on site immediately after the end of the poll, and the chair shall announce on the site the conclusion of calculation which consists list of persons elected as directors, and the number of voting rights they won.

The voted ballot shall be sealed with signature by the vote monitoring personnel and kept properly for at least one year or until after any litigious action is concluded in the event that a shareholder institute a litigious action in accordance with Article 189 of the Company Act.

Article 11

The Corporation shall issue a certificate of election to each elected Director.

Article 12

This Regulations were enacted on Dec. 19, 2014, and any amendments hereto, shall be implemented after approval by a shareholders meeting.

Amended on Sep. 13, 2016 for the first time.

Amended on Jun. 12, 2018 for the second time.

Amended on Aug. 3, 2021 for the third time.



Shareholding of All Directors

Record Date (Book-closure date): April 12, 2022

Title	Name	Current Shareholding (shares)	Percentage of total issued shares (%)
Chairman	Augusta Inc. Representative: Chung-Hur Lee	874,141	0.29
Director	Formosa Laboratories, Inc. Representative: Cheng-Yu Cheng	18,845,818	6.21
Director	Development Center for Biotechnology Representative: Hsiu-Hui Chen	5,031,484	1.66
Director	National Development Fund, Executive Yuan Representative: Jing-Jer Lin	15,288,860	5.03
Director	Yao-Hwa Glass Co., Ltd, Management Commission Representative: Wei-Hung Chang	13,078,082	4.31
Director	Taiwania Capital Buffalo II Bioventures, LP Representative: Chih-Lung Shen	9,305,286	3.06
Director	Lee-Cheng Liu	2,286,884	0.75
Independent Director	Ming-Shen Chen	-	-
Independent Director	Fu-Shiow Yin	-	-
Independent Director	Ming-Thaur Chang	-	-
Total		64,710,555	21.31

Note: Total number of issued and outstanding shares: 303,686,235 shares.



Shareholder Proposal

- 1. According to article 172-1 of the Company Law, if any shareholder holding 1% or more of the total number of outstanding shares would like to propose in this general shareholders' meeting, shareholder submitted proposals are limited to 300 words. EirGenix, Inc. will receive such proposed proposition from 2022/04/01 to 2022/04/11.
- 2. EirGenix, Inc. didn't receive proposed proposition from shareholders.