

Bora Pharmaceuticals Co., Ltd.**2022 Annual General Shareholders' Meeting
Handbook
(Translation)**

(This English translation is prepared in accordance with the Chinese version and is for reference purposes only. If there is any inconsistency between the Chinese version and this translation, the Chinese version shall prevail.)

Date of the Meeting: May 24, 2022 at 9:00 a.m.

Place of the Meeting: No.2, Gongye Rd., Guantian Dist., Tainan City 720, Taiwan (R.O.C.) (Conference Room of Industrial Marketing Center, Guantian Industrial Park, Tainan City)

Bora Pharmaceuticals Co., Ltd.
2022 Annual General Shareholders' Meeting
Table of Contents

A.	Meeting procedures	1
B.	Meeting Agenda.....	2
	Report Items	4
	Proposal Items.....	9
	Discussion Items.....	10
	Extraordinary Motions.....	14
C.	Attachment	
	I. 2021 Business Report.....	15
	II. 2021 Audit Committee's Review Report.....	21
	III. 2022 Stock Repurchase and Transfer to Employee Program.....	22
	IV. Amendment Comparison Table of the 2021 First Employee Stock Option Plan.....	25
	V. 2021 Financial Statements (include Consolidated Financial Statements) and Independent Auditor's Report.....	26
	VI. Earnings Distribution Table.....	46
	VII. Amendment Comparison Table of the Articles of Incorporation.....	47
	VIII. Amendment Comparison Table of the Procedures for Lending Funds to Other Party	53
	IX. Amendment Comparison Table of the Procedure for Endorsement and Guarantee.....	63
	X. Amendment Comparison Table of the Procedure for Acquiring and Disposing Asset.....	74
	XI. Amendment Comparison Table of the Procedure for Engaging in Financial Derivative Transaction.....	88
D.	Appendix	
	I. Articles of Incorporation (before amendment).....	90
	II. Procedures for Lending Funds to Other Party (before amendment).....	100
	III. Procedure for Endorsement and Guarantee (before amendment).....	106
	IV. Procedure for Acquiring and Disposing Asset (before amendment)	113
	V. Procedure for Engaging in Financial Derivative Transaction (before amendment)	135
	VI. Rules of Procedures for Shareholders Meetings.....	142
	VII. Shareholding Status for all Directors.....	152

Bora Pharmaceuticals Co., Ltd.
2022 Annual General Shareholders' Meeting

Meeting Procedures

- I. Call Meeting to Order
- II. Chairman's Address
- III. Report Items
- IV. Proposal Items
- V. Discussion Items
- VI. Extraordinary Motions
- VII. Adjournment

Bora Pharmaceuticals Co., Ltd.
2022 Annual General Shareholders' Meeting

Meeting Agenda

Date of the Meeting: May 24, 2022 at 9:00 a.m.

Place of the Meeting: No.2, Gongye Rd., Guantian Dist., Tainan City 720, Taiwan (R.O.C.)
(Conference Room of Industrial Marketing Center, Guantian Industrial Park, Tainan City)

- I. Call Meeting to Order (announce number of shares in attendance)
- II. Chairman's Address
- III. Report Items
 1. 2021 Business Operation Report.
 2. 2021 Audit Committee's Review Report.
 3. Report on 2021 Employees' and Directors' Compensation
 4. Report on 2021 Surplus Distribution in the form of Cash Dividend.
 5. Report on the execution of treasury stock
 6. Amendment Comparison Table of the 2021 First Employee Stock Option Plan
 7. An explanation of the reasonableness and necessity when the aggregate amount of endorsement/guarantee reach 50% or more of the net worth of the company.
 8. Report on the execution on the spin-off of the Company's pharmaceuticals department to 100% owned subsidiary Bora Health Inc.
- IV. Proposal Items
 1. Adoption of the 2021 Business Operation Report and Financial Statements.
 2. Adoption of the 2021 Earnings Distribution.
- V. Discussion Items
 1. Distribute new shares for capital increase by earnings.
 2. Amendment of Articles of Incorporation.
 3. Amendment of Procedures for Lending Funds to Other Party
 4. Amendment of Procedure for Endorsement and Guarantee
 5. Amendment of Acquiring and Disposing Asset
 6. Amendment of Procedure for Engaging in Financial Derivative Transaction
 7. To discharge the Director's non-compete clause
 8. For the Company's subsidiary Bora Health Inc.'s future over the counter and listing

plan, the Company will release the share in stages and not to participate the future capital increase plan.

VI. Extraordinary Motions

VII. Adjournment

[Report Items]

I. 2021 Business Report.

Explanation: For 2021 Business Report, please refer to page 15~20 of the Handbook (Attachment I).

II. 2021 Audit Committee's Review Report.

Explanation: For 2020 Audit Committee's Review Report, please refer to page 21 of the Handbook (Attachment II).

III. Report on 2021 Employees and Directors Remuneration Distribution.

Explanation: 1. Handled in accordance with Article 20 of the Articles of Incorporation: In the event the Company makes a profit during the fiscal year, it shall set aside no less than 2% of the profits for employees' compensation and no higher than 5% of the profit as directors' remuneration. However, priority shall be given to reservation of funds for compensation of cumulative losses, if any. The distribution of employees' compensation and directors' remuneration shall be determined by a resolution adopted by a majority vote at a board of directors' meeting attended by two-thirds or more of the directors, and be reported at a shareholders' meeting."

2. The Company's 2021 employees' compensation distribution is NT\$17,677,504; and director's remuneration distribution is NT\$8,838,752, distributed in cash. The difference between the amount distributed and amount recognized for 2021 is NT\$6,681,523, mainly due to the estimation difference. The difference will be recognized in 2022 profit and loss.

IV. Report on 2021 Surplus Distribution in the form of Cash Dividend.

Explanation:

1. To propose to set aside NT\$239,827,870 from 2021 distributable profit as

dividends in the form of cash dividend, at NT\$3.5 per share.

2. Upon resolution at the cash dividend distribution, the chairman is authorized to set the ex-dividend date and related matters. Cash dividend distribution is rounded down to the nearest New Taiwan Dollar. The total of the fraction of less than one New Taiwan Dollar shall be adjusted based on decimal points and shareholder account numbers from big to small and from front to rear until it tallies with the total cash dividend distributed.
3. If the outstanding shares is affected by subsequent changes in share capital, and the Earnings distribution table is changed by maintaining the shareholder dividend rate, the chairman may be authorized to handle the relevant matters.

V. Report on the execution of treasury stock.

Explanation: The treasury stock execution is as follows:

Purchase Number	Number 6
Purchase Purpose	To Transfer to Employee
Purchase Period	2022/01/24-2022/03/21
Planned Purchase Quantity	400,000 Shares
Planned Purchase Price	NTD 121-274
Actual Purchase Type and Quantity	Common Share, 300,000 Shares
Reason for not completing the buyback	In order to protect shareholders' rights and follow the market mechanism, the Company repurchases its stock in separate batch based on the change in stock price and trading volume. Hence, the Company does not complete the share repurchase.

Number of Shares that has been Write Off or Transfer	0 Share
Cumulative stock that that Company owned its stock	300,000 Shares
Percentage of total Company's Stock	0.44%

VI. Amendment Comparison Table of the 2021 First Employee Stock Option Plan

Explanation: The Company has issued its 2021 First Employee Stock Option Plan. During the review period from the Financial Supervisory Commission, the Company receives the notice to edit part of its plan. Hence, the option plan requires the further approval from the audit committee and Board of Director, please refer to attachment 4 for the amendment comparison table of the 2021 First Employee Stock Option Plan.

VII. An explanation of the reasonableness and necessity when the aggregate amount of endorsement/guarantee reach 50% or more of the net worth of the company.

Explanation: The Company's overall aggregate amount of endorsements/guarantees is set as five times the Company's net worth. According to the amended article in the Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies published by the Financial Supervisory Commission on July 6, 2012, if the aggregate amount of endorsements/guarantees that is set as the ceiling for the public company and its subsidiaries as a whole reaches 50% or more of the net worth of the public company, an explanation of the necessity and reasonableness thereof shall be given at the shareholders meeting. The description is as follows:

The Company's Canadian subsidiary, Bora Pharmaceutical Services Inc., has

acquired the land, factory and equipment of GlaxoSmithKline Inc. (GSK) located in Mississauga City, Ontario Province of Canada, as well as a five-year CDMO contract. In order to facilitate the above asset acquisition and establishment of CDMO business, upon resolution of the board of directors, Bora Pharmaceuticals made a CAD156,000,000 (about NT\$3.533 billion) endorsement/guarantee and acted as guarantor for the joint credit agreement of CAD75,000,000 (about NT\$1.699 billion) between Canadian subsidiary, Bora Pharmaceutical Services Inc. and CTBC Bank. The move resulted in the aggregate amount of endorsements/guarantees by the Company and its subsidiaries as a whole reaches 50% or more of the net worth of the Company. Since the operation of Canadian subsidiary, Bora Pharmaceutical Services Inc. in December 2020, the Company's consolidated revenue has been increased by 172.28%, compared to last year and reached the historical high since the Company becomes over the counter company. Hence, making endorsements and guarantees for it will help to increase the Group's business scale and market competitiveness, which is a necessary action for the Company's overall development. Therefore, there is a necessity and reasonableness for the endorsements/guarantees.

VIII. Report on the execution on the spin-off of the Company's pharmaceuticals department to 100% owned subsidiary Bora Health Inc.

Explanation: 1. To integrate and specialize the Company's CDMO and dealer business, and to increase the operating efficiency and future growth momentum. By following Article 36 of the Business Merger and Acquisition Act, the Company spin-off its pharmaceuticals department and its related operating asset and liability to the Company's 100% owned subsidiary Bora Health Inc.

2. This spin-off is related to the change on the Company's organizational

structure, there is no effect on the Company's consolidated report and stockholder's equity. The Company's audit committee review the spin-off in accordance with the Article 6 of the Business Merger and Acquisition Act and Article 23 of the Regulations Governing the Acquisition and Disposal of Assets by Public Companies. After reviewing the qualification and report from the independent professional, the audit committee pass the item to Board of Director for approval.

3. This spin-off based date is expected to be May 31, 2022. After the completion of the spin off, the Company's operating efficiency will increase and increase the stockholder's equity.

[Proposal Items]

Proposal 1:

Subject: Adoption of the 2021 Business Operation Report and Financial Statements.

(Proposed by the Board of Directors)

Explanation:

1. The Company's 2021 Financial Statements (including Consolidated Financial Statements) have been audited by certified public accountants, Hung, Kuo Sen and Lin, Li Huang of Ernst & Young, Taiwan. Together with the Business Report, they have been submitted to the Audit Committee for review.
2. For the above proposal and reports, please refer to page 26~45 (Attachment V) and page 15~20 (Attachment I) of the Handbook.

Resolution:

Proposal 2:

Subject: Adoption of the 2021 Earnings Distribution.

(Proposed by the Board of Directors)

Explanation: The Company's 2021 profit distribution has been prepared by the board of directors. For 2021 Earnings Distribution Table, please refer to page 46 of the Handbook. (Attachment VI)

Resolution:

[Discussion Items]

Proposal 1:

Subject: Proposal for New Shares Issue through Capitalization of Earnings. Please proceed to discuss. (Proposed by the Board of Directors)

Explanation:

1. To strengthen the Company's working capital, propose to set aside NT\$68,522,280 from 2021 distributable profit as dividends in the form of new shares for capital increase, at NT\$10 per share for 6,852,228 ordinary shares.
2. The capital increase by earnings is in accordance with Article 240 of the Company Act. Based on the number of shares held by the shareholders on the capital increase base date as recorded in the shareholders register, 250 shares per 1,000 shares will be issued. For fractional shares, shareholders may within 5 days after the capital increase date, register with the Company's shareholder services agent to combine the fractional shares. Shares which are not combined or insufficient to be combined, are paid in cash calculated based on par value to the nearest New Taiwan Dollar. For fractional shares, the board of directors may authorize the Chairman to buy the shares at par from the specific person.
3. The rights and obligations of the current new shares issued for capital increase is the same as that of the issued shares, matters regarding the capital increase are to be passed in the current shareholders' meeting, and the board of directors is authorized to set the capital increase base date.
4. If the outstanding shares are affected by subsequent changes in share capital, resulting in changes in allotment ratio, the board of directors may be authorized by the shareholders' meeting to handle the relevant matters.
5. If there is a need to change the above capital increase matter due to change in laws and regulations, approval of amendment by the competent authority, or in

line with the needs of the environment, the board of directors may be authorized by the shareholders' meeting to handle the relevant matters.

Resolution:

Proposal 2:

Subject: Amendment to the Articles of Incorporation. Please proceed to discuss.

(Proposed by the Board of Directors)

Explanation:

1. To comply with the local regulation and for the Company's operational needs, the Company plan to amend some articles of the Articles of Incorporation.
2. For the Amendment Comparison Table of the Articles of Incorporation, please refer to page 47~61 of the Handbook (Attachment VII).

Resolution:

Proposal 3:

Subject: Amendment to the Procedures for Lending Funds to Other Party. Please proceed to discuss. (Proposed by the Board of Directors)

Explanation: 1.To comply with the local regulation and for the Company's operational needs, the Company plan to amend some articles of the Procedures for Lending Funds to Other Party.
2.For the Amendment Comparison Table of the Procedures for Lending Funds to Other Party, please refer to page 62~71 of the Handbook (Attachment VIII).

Resolution:

Proposal 4:

Subject: Amendment to the Procedure for Endorsement and Guarantee. Please proceed to discuss. (Proposed by the Board of Directors)

Explanation: 1.To comply with the local regulation and for the Company's operational needs, the Company plan to amend some articles of the Procedure for Endorsement and Guarantee.

2.For the Amendment Comparison Table of the Procedure for Endorsement and Guarantee, please refer to page 72~82 of the Handbook (Attachment IX).

Resolution:

Proposal 5:

Subject: Amendment to the Procedure for Acquiring and Disposing Asset. Please proceed to discuss. (Proposed by the Board of Directors)

Explanation: 1.To comply with the local regulation and for the Company's operational needs, the Company plan to amend some articles of the Procedure for Acquiring and Disposing Asset.

2.For the Amendment Comparison Table of the Procedure for Acquiring and Disposing Asset, please refer to page 83~84 of the Handbook (Attachment X).

Resolution:

Proposal 6:

Subject: Amendment to the Procedure for Engaging in Financial Derivative Transaction. Please proceed to discuss. (Proposed by the Board of Directors)

Explanation: 1.To comply with the local regulation and for the Company's operational needs, the Company plan to amend some articles of the Procedure for Engaging in Financial Derivative Transaction.

2.For the Amendment Comparison Table of the Procedure for Engaging in Financial Derivative Transaction, please refer to page 85~86 of the Handbook (Attachment XI).

Proposal 7:

Subject: To discharge the Director's non-compete clause

Explanation: 1.To comply with the Article 209 of the Company Act.

2. To acquire the director's professional knowledge and related experience, the Company plan to have the stockholder's resolution to discharge the director, PAO-SHI, SHENG's non-compete clause.

Proposal 8:

Subject: For the Company's subsidiary Bora Health Inc.'s future over the counter and listing plan, the Company will release the share in stages and not to participate the future capital increase plan.

Explanation: 1.For subsidiary's Bora Health Inc. operation, to retain the professional talent and to comply with the regulation for over the counter or listed company, the Company ownership to Bora Health Inc. have to decrease to less than 70%. When Bora Health Inc. becomes over the counter or listed company, the sum of the ownership of the Company, its subsidiary, its director, supervisor, and stockholder who owns more than 10% of the stock cannot exceed 70%. Hence, to retain the Company's ownership and comply with the regulation, the Company will release the share in

stages and not to participate the future capital increase plan.

2. When Bora Health Inc. release its share in the future due to applying for over the counter or listed company, the Company will allocate the shares to security company and follow the regulation related to share allocation and price, current market situation and Bora Health Inc.'s operation.

3. After finish the above the Company's share release and not to participate the future capital increase plan, the Company's direct and indirect ownership to Bora Health Inc. will not be lower than 50%, in order to main control and create synergy for the group.

[Extraordinary Motions]

[Adjournment]

Attachment I 2021 Business Report

Bora Pharmaceuticals Co., Ltd.

2021 Business Report

2021 is still affected by the COVID-19 epidemic. 2021 is a challenging year for Bora Pharmaceuticals, yet, it is a year with significant progress and development. Bora pharmaceuticals steadily expand to global and reach historical for both revenue and net profit.

We successfully acquire GlaxoSmithKline (hereinafter known as GSK) Canadian facility. This facility export medicine to more than 100 markets globally, include the biggest medicine market USA, which accounts for the facility's 70% production. This acquisition enable Bora Pharmaceuticals to enter the supply chain of the world's largest eight international pharmaceuticals company. Also, this facility produces over 50 kinds of different dosage, including nasal spray, oral solid dosage form, liquid dosage form and semi-solid dosage. This advantage will help Bora Pharmaceuticals to win more international supply agreement.

Bora Pharmaceuticals' long acting Parkinson medicine Numient (exported name as Rytary) has been introduced to Taiwan last year and enter to several medical center. Focusing on the business opportunity of more than eight million Parkinson's patient globally, Bora Pharmaceuticals has acquired the exclusive agency and sales right for eleven Asia market, including China, Thailand, Japan and Korea. Sales term has been negotiated actively with some countries. For Bora Pharmaceuticals' product Const-K (ingredient as Potassium Chloride), has been officially reimbursed by National Health Insurance and listed as essential during list for Ministry of Health and Welfare. Potassium Chloride is the only oral dosage form that acquire drug permit license in Taiwan. Bora Pharmaceuticals steadily deploy to international pharmaceuticals market, and achieve good result for both CDMO and agency sales business for 2021.

I. 2021 Operating Results

(I) Business Plan Implementation Results

The Company's 2021 consolidated net revenue is NT\$4,899,885,000, a growth of 172.38% compared to last year's NT\$1,799,570,000; current net income after tax is NT\$749,736,000, a growth of 29.62% compared to last year's NT\$578,426,000, and after-tax profit margin is 32.14%.

(II) Budget Execution Status

The Company did not publish a financial forecast for 2021, and hence there is no budget execution.

(III) Analysis of revenues, expenditures, and profitability

Unit: NT\$ thousands

	2021	2020	Increase (decrease)%
Net operating revenues	4,899,885	1,799,570	172%
Gross profit	1,761,778	703,884	138%
Net profit after tax	749,736	578,426	30%
Return on asset	11.03%	11.48%	(4)%
Return on stockholder's equity	26.69%	28.09%	(5)%
Operating profit to paid-in-capital	153%	42%	266%
Profit before tax to paid-in-capital	150%	110%	36%
Net profit rate	15	32	(53)%
EPS	11.04	8.63	25%

(IV) Research and Development Status

Bora and its subsidiaries own diverse product lines, and dedicate to the research and development of drugs. Based on market demand, we have focused particularly in small molecules new dosage forms and accurately select products for development. By modifying the

product dosage form, and creating convenience of drug use, and continue to improve production quality, Bora is capable of carrying out competitive products.

Main project development's production technologies and new products are as follows:

- (A) New dosage forms
- (B) Special generic drug products development
- (C) Owned OTC brand medicine

Promotion of important research projects:

The Company and its subsidiaries have set up a formulation research and development center. Besides having a strong research and development team, it continues to bring in advanced equipment. Short-term projects focus on "specialty generic drugs", and we will concurrently develop own-brand drugs and accept external contracts, accumulating research and development capabilities and building a comprehensive development chain from assessment to mass production. Mid-term projects focus on "new dosage forms" which have high technological threshold and duration but high market value. Long-term projects focus on special technologies and hardware, and the main development direction is the development of "Innovative drug delivery platforms development" which targets unmet medical needs, and has long-term economic benefit and market differentiation.

II. 2021 Business Plan

(I) Business Policy

A complete Contract Development and Manufacturing Company (hereinafter known as CDMO) deployment and merger and acquisition strategy globally to provide drug research and development, patent application, production, registration, marketing and channel sales., and to become the international pharmaceuticals company with complete production chain for Asian medicine market. For CDMO supply chain, providing global and full service for research and development, and market launch is the biggest advantage for Bora Pharmaceuticals. It will not be affected by the single point of the supply

chain and continue to maintain profitable growth.

(II) Expected sales volume and its basis

The Company's sales plan is estimated based on contract, historical sales record and market changes, and the business goals are expected to maintain a stable growth in 2022.

(III) Important production and sales strategies

1. Contract development and manufacturing (CDMO) business:

The main CDMO business are with GSK, US Amneal and Taiwan's Eisai. Bora owns high-end facilities approved by various countries including the United States, United Kingdom, Europe, Japan, etc. And the sites are capable to manufacture diverse types of dosage forms, including nasal spray, oral solid dosage form, liquid dosage form and semi-solid dosage form for external application. These advantages are expected to help Bora seize more international CDMO orders in the future

2. Partnering (license-in and license-out services):

Bora Group is dedicated to establishing long-term partnerships with international in-licensing and out-licensing companies. Creating a win-win situation is also a successful model which Bora adopts. In recent years, Bora actively searches products that can be acquired and licensed domestically and internationally. Products with stable market size or potential are the company's strategic targets. Besides the domestic market, the Company will continue to expand into the international market to increase revenue sources.

3. Global services:

Bora owns the world's most advanced laboratories, possesses advanced pharmaceutical knowledge, and familiar with the global pharmaceutical market. The research and development team not only has extensive pharmaceutical market experience, but also dedicates in the professional development and analysis of generic drugs and new dosage forms. Being familiar with the latest drug laws and regulations and the various countries' regulations of the application

process make us the most beneficial and competitive partner in helping our customers to develop and launch their pharmaceutical products to new markets.

III. The Company's future development strategies

International contract development and manufacturing (CDMO) business is the trend for global pharmaceutical company. Bora Pharmaceuticals has been prepared it for a long time. Through precise merger and acquisition, gradual production line for complete dosage form, and high quality production service, increase the Company scale and international contract, with professional technology and management team to gradually enter the global supply chain. Bora Pharmaceuticals has the highest standard for production and focus on CDMO hardware and service to continue to increase the quality and production to provide the highest quality product for the customer.

Looking forward to 2022, our operating momentum will be based on contract development and manufacturing, licensing and strategic acquisition. For agency business, we will still focus on international hot selling OTC (over the counter drug) and healthy food. Through agency and sale model, it will bring stable and growth momentum for the revenue.

IV. Effect of external competition, the legal environment, and the overall business environment

The epidemic has accelerated the growth of the industry. To seize the opportunity and follow the international pharmaceuticals company, Taiwanese companies have to differentiate through merger and acquisition and develop niche technology to increase the operating scale.

The concept of division of labor in the pharmaceutical industry has become a global trend, driving the vigorous growth of CDMO (contract development and manufacturing). According to the statistics of research institution, global CDMO market had a value of US\$160.1 billion in 2020, and reach US\$242.6 billion in 2026, with the annual growth rate of 7%, compare to the growth rate of traditional pharmaceuticals of 4.5%.

According to the pharmaceuticals research institution Evaluate, the value of the global drug market will reach US\$1.41 trillion in 2026, with the annual growth rate of 6.4% from 2021 to 2026. Under this situation, growing through organic growth is not enough. Through global merger and acquisition strategy, the market can be expand and create rapidly.

We would like to thank all of our shareholder for Bora Pharmaceuticals' trust and support. Although the size of the Taiwan CDMO industry is not comparable to international pharmaceuticals, and the industry is still on the development stage, we are optimistic about the company's future and hope to have a long term relationship with the shareholder to create a prosperous future.

Person in
charge:
Bobby Sheng



Managerial
officer:
Bobby Sheng



Head of
accountant:
Alice Wang



Attachment II Audit Committee's Review Report

Bora Pharmaceuticals Co., Ltd.

Audit Committee's Review Report

The board of directors has submitted the Company's 2021 Financial Statements and Consolidated Financial Statements, and they have been audited by certified public accountants, Hung, Kuo Sen and Lin, Li Huang of Ernst & Young, Taiwan. Together with the Business Report and Profit Distribution Proposal, they have been reviewed by the Audit Committee and no non-compliance have been found. A report is hereby submitted in accordance with Article 219 of the Company Act.

Sincerely, Bora Pharmaceuticals Co., Ltd. 2022 Annual
General Shareholders' Meeting

Audit Committee convener: Lai Ming-Jung

March 9, 2022

Bora Pharmaceuticals Co., Ltd.
2022 Share Repurchase and Transfer to Employee
Procedure
(Translation)

Article 1 Purpose

To motivate employees and enhance their centripetal force, it is planned to buy back the company's shares and transfer them to employees. Therefore, in accordance with Subparagraph 1, Paragraph 1, Article 28-2 of the Securities and Exchange Law and the "Listed on the OTC Market" issued by the Securities and Futures Bureau of the Financial Supervisory Commission. These Measures are formulated in accordance with relevant regulations such as the "Measures for the Company to Buy Back the Company's Shares". The company repurchases shares and transfers them to employees, in addition to the provisions of relevant laws and regulations, it shall be handled in accordance with the provisions of these Measures.

Article 2 Types of shares to be transferred, obligation and restriction

Shares to be transferred to be employee are common shares. Its obligation is the same as the outstanding common shares.

Article 3 Transfer period

The repurchased share shall be transferred to employee in one time or in installment within five years. The employee cannot exercise the option between the announcement date and book closure date when the Company initiates capital increase from earning, capital increase from paid-in capital, cash capital increase or issuing cash dividend. Shares to be transferred to be employee are common shares. Its obligation is the same as the outstanding common shares.

Article 4 Eligibility

As of the grant date, full-time employees with over three month

n board date, full-time employees with less than three month on board date but with special performance that the chairman approves for the Company and a domestic or foreign company which has the controlling or subordinate relationship with the Company. Employees who are still on board and pay the

Article 5 Allocation principles and conversion procedures

The number of shares that employees can subscribe for is authorized by the chairman to set standards based on employee grades, years of service, performance, and special contributions to the company. However, those with managerial status should first be approved by the Compensation and Remuneration Committee.

Article 6 Procedures for the repurchase shares to transfer to employees:

- (1) Repurchase the shares of the company within the execution period in accordance with the resolutions, announcements and reports of the board of directors.
- (2) The board of directors shall formulate and announce the base date of stock subscription for employees, the standard for the number of shares that can be subscribed, the subscription payment period, the content of rights and restrictions and other operational matters in accordance with these Measures.
- (3) Count the actual number of paid-up shares subscribed, and handle the stock transfer registration.

Article 7 Agreed transfer price per share

The repurchased shares are transferred to employees, and the average price of the actual repurchase is the transfer price. However, before the transfer, if there is an increase or decrease in the issued ordinary shares of the company, it may be adjusted according to the increase or decrease ratio of the issued shares. Transfer price adjustment formula = actual average repurchase price * (the total number of ordinary shares when the company declared the repurchase / the total number of ordinary shares before the company transferred the repurchased shares to employees)

Article 8: Rights and obligations after transfer

After the repurchased shares are transferred to the employees and

the transfer registration is completed, the remaining rights and obligations are the same as the original shares unless otherwise specified.

Article 9: These Measures shall come into force after being approved by the board of directors, and the same shall apply to amendments.

Article 10: These measures shall be submitted to the report of the shareholders' meeting, and the same shall be applied to the revision.

Attachment IV Amendment Comparison Table of the 2021 First Employee Stock Option Plan

Before	After
<p>Number of Options to be granted to employees are decided after taking into consideration factors such as title, job performance, seniority, past and expect overall contribution or special achievements. The evaluation criteria is listed as follows:</p> <p><u>1. The manager of the company or the employee who is also the director of the company should first get the approval of the remuneration committee of the company before submitting the resolution of the board of directors of the company; if the employees of the controlling and subordinate companies are both managers of the company or directors of the company, It is also necessary to follow the aforesaid procedures, with the approval of the Company's Remuneration and Remuneration Committee and the resolution of the Company's Board of Directors.</u></p> <p><u>2. Employees of the company, controlling and subordinate companies other than those mentioned in 1. should be approved by the audit committee of the company before submitting a resolution to the board of directors of the company.</u></p>	<p>(2) Number of Options to be granted to employees are decided after taking into consideration factors such as title, job performance, seniority, past and expect overall contribution or special achievements. The evaluation criteria is listed as follows:</p> <p><u>i. The annual performance review is above the average.</u></p> <p><u>ii. Due to the excellent performance of the project work, or a significant contribution to the company.</u></p> <p><u>iii. Reported by the department manager that it is beneficial to the company's growth.</u></p> <p><u>iv. Possess special job skills required by the company.</u></p> <p><u>v. Outstanding employees of the year.</u></p>

Attachment V 2021 Financial Statements (include Consolidated Financial Statements) and Independent Auditor’s Report

Independent Auditors’ Report

To BORA PHARMACEUTICALS CO., LTD.

Opinion

We have audited the accompanying parent company only balance sheets of BORA PHARMACEUTICALS CO., LTD. (the “Company”) as of 31 December 2021 and 2020, and the related parent company only statements of comprehensive income, changes in equity and cash flows for the years ended 31 December 2021 and 2020 and notes to the parent company only financial statements, including the summary of significant accounting policies (together “the parent company only financial statements”).

In our opinion, based on our audits, the parent company only financial statements referred to above present fairly, in all material respects, the parent company only financial position of the Company as of 31 December 2021 and 2020, and parent company only financial performance and cash flows for the years ended 31 December 2021 and 2020, in conformity with the requirements of 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 auditing standards generally accepted 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 Accountant of the Republic of China (the “Norm”), and we have fulfilled our other ethical responsibilities in accordance with the Norm. Based on our audits, 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 2021 parent company only financial statements. 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, and we do not provide a separate opinion on these matters.

Valuation for inventories

As of 31 December 2021, the Company's net inventories amounted to NT\$47,937 thousand, and constituted 1% of total assets, which were material to the parent company only financial statements. Considering the market demand and possible sales, management evaluated the obsolescence of raw materials, work in progress, and semi-finished goods by inventory aging.

Since the expiration date would affect sales of inventories, management evaluated the obsolescence of merchandise inventory and finished goods based on the expiration date of the goods. Due to the complexity in calculating the net realizable value of inventory, we therefore determined allowance for inventory valuation losses as a key audit matter.

Our audit procedures included, but were not limited to, the following: understanding and testing the effectiveness of internal controls over inventory established by management; assessing the net realizable value used for valuation estimated by management, including testing the accuracy of inventory aging and expiration date on a sampling basis, observing the physical count to confirm the quantity and status of the inventory, and analyzing the inventory movement; considering the market demand and evaluating the analysis and assessment of slow-moving and obsolete inventory made by management, including the possibility of the sales of inventory and the net realizable value estimations; and recalculating the allowance for inventory valuation loss. We also considered the appropriateness of the disclosure of inventories in Notes V and VI to the parent company only financial statements.

Revenue Recognition

For the year ended 31 December 2021, the Company recognized NT\$456,449 thousand as revenues, mainly coming from toll manufacturing, rendering services, prescription drug distribution and consumer healthcare products. As timing of revenue recognition varies among contract terms with customers, which involved management's significant judgment, we have determined this as a key audit matter.

Our audit procedures included, but were not limited to, the following: evaluating the appropriateness of the management's accounting policies for revenue recognition; understanding the transaction processes for revenue recognition when fulfilling identified performance obligations; evaluating and testing the effectiveness of the design and implementation of internal controls over the timing of revenue recognition when fulfilling performance obligations; performing analytical procedures for the top ten clients; selecting samples to perform test of details to confirm the appropriateness of the timing of revenue recognition when fulfilling performance obligations; performing revenue cut-off testing for a period before and after the balance sheet date by tracing to relevant supporting documents to verify that revenue has been recognized in correct periods; investigating and understanding the cause and nature of significant sales returns for a period after the balance sheet date; and conducting journal entries testing.

We also evaluated the disclosures of revenue recognition. Please refer to Notes IV and VI to the parent company only financial statements.

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 requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards, International Accounting Standards, Interpretations developed by the International Financial Reporting Interpretations Committee or the former Standing Interpretations Committee as endorsed by Financial Supervisory Commission of the Republic of China 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 ability to continue as a going concern of the Company, 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 audit committee or supervisors, are responsible for overseeing the financial reporting process of the Company.

Auditor's 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 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 auditing standards generally accepted 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 auditing standards generally accepted in the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. 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.
2. 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 internal control of the Company.
3. 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 ability to continue as a going concern of the Company. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's 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 auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the parent company only financial statements, including the accompanying notes, 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 to express an opinion on the parent company only 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 2020 parent company only financial statements and are therefore the key audit matters. We describe these matters in our auditor's 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.

Hong, Guo Sen

Lin, Li Huang

Ernst & Young, Taiwan

9 March 2022

Notice to Readers

The accompanying financial statements are intended only to present the financial position, results of operations and cash flows in accordance with accounting principles and practices generally accepted in the Republic of China and not those of any other jurisdictions. The standards, procedures and practices to audit such financial statements are those generally accepted and applied in the Republic of China.

Accordingly, the accompanying financial statements and report of independent accountants are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice. As the financial statements are the responsibility of the management, Ernst & Young 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.

English Translation of Financial Statements Originally Issued in Chinese

BORA PHARMACEUTICAL CO., LTD.

PARENT COMPANY ONLY BALANCE SHEETS

As of 31 December, 2021 and 2020

Unit: Thousands of New Taiwan Dollars

ASSETS	Notes	31 Dec. 2021	31 Dec. 2020
Current assets			
Cash and cash equivalents	IV&VI.1	\$183,295	\$98,813
Notes receivable,net	IV&VI.2.16	24,316	23,143
Notes receivable-related parties,net	IV&VI.2.16&VII	2,233	-
Accounts receivable,net	IV&VI.3.16	66,527	68,891
Accounts receivable-related parties,net	IV&VI.3.16&VII	99,472	18,136
Other receivables		2,289	2,064
Other receivables-related parties	VI.6&VII	393,704	954,494
Current tax assets	IV&VI.21	6,906	7,796
Inventories,net	IV&VI.4	47,937	46,798
Prepayments		11,025	20,415
Other current assets	VI.5	27,852	39,773
Total current assets		<u>865,556</u>	<u>1,280,323</u>
Non-current assets			
Investments accounted for using equity method	IV&VI.6	2,193,340	1,306,720
Property, plant and equipment	IV&VI.7&VIII	1,112,663	1,038,833
Right-of-use assets	IV&VI.17	-	1,661
Investment property,net	IV&VI.8	25,006	25,839
Intangible assets	IV	2,779	2,801
Deferred tax assets	IV&VI.21	20,037	1,424
Prepayment for equipments		3,472	45,156
Refundable deposits		775	2,373
Total non-current assets		<u>3,358,072</u>	<u>2,424,807</u>
Total assets		<u>\$4,223,628</u>	<u>\$3,705,130</u>

(The accompanying notes are an integral part of the parent company only financial statements.)

English Translation of Financial Statements Originally Issued in Chinese
BORA PHARMACEUTICAL CO., LTD.
PARENT COMPANY ONLY BALANCE SHEETS
As of 31 December 2020 and 2019

Unit: Thousands of New Taiwan Dollars

LIABILITIES AND EQUITY	Notes	31 Dec. 2021	31 Dec. 2020
Current liabilities			
Short-term loans	IV&VI.9	\$95,000	\$520,000
Contract liabilities,current	VI.15&VII	389	385
Notes payable		-	256
Notes payable-related parties	IV&VII	7,596	-
Accounts payable		14,820	7,105
Accounts payable-related parties	IV&VII	39,385	26,850
Other payables	IV&VI.10	91,383	79,726
Other payables-related parties	IV&VII	7,999	4,000
Tax liability,current	IV&VI.21	13,073	-
Lease liability,current	IV&VI.17	-	1,253
Current portion of long-term liabilities	IV&VI.11	38,304	3,423
Other current liabilities		1,066	2,417
Total current liabilities		309,015	645,415
Non-current liabilities			
Long-term loans	IV&VI.11	595,696	530,577
Deferred tax liabilities	IV&VI.21	164,840	62,191
Lease liability,noncurrent	IV&VI.17	-	422
Other noncurrent liabilities-others		1,536	1,761
Total non-current liabilities		762,072	594,951
Total liabilities		1,071,087	1,240,366
Equity attributable to the parent company			
Capital	VI.13		
Common stock		684,123	541,154
Advance receipts for capital stock		660	-
Capital surplus	VI.13	1,025,985	951,647
Retained earnings	VI.13		
Legal reserve		141,462	83,619
Special reserve		4,900	5,071
Unappropriated earnings		1,319,331	872,322
Subtotal		1,465,693	961,012
Other equity	VI.13	(23,920)	10,951
Total equity		3,152,541	2,464,764
Total liabilities and equity		\$4,223,628	\$3,705,130

(The accompanying notes are an integral part of the parent company only financial statements.)

English Translation of Financial Statements Originally Issued in Chinese
 BORA PHARMACEUTICAL CO., LTD.
 PARENT COMPANY ONLY STATEMENT OF COMPREHENSIVE INCOME
 From January 1 to December 31, 2021 and 2020

Unit: Thousands of New Taiwan Dollars

	Notes	2021	2020
Operating revenue	IV&VI.15&VII	\$456,449	\$389,794
Operating costs	IV&VI.4.14.18&VII	(360,267)	(295,823)
Gross profit		96,182	93,971
Unrealized gross profit on sales		(1,877)	-
Realized gross profit on sales		476	476
Gross profit, net		94,781	94,447
Operating expenses	IV&VI.14.16.17.18&VII		
Sales and marketing expenses		(27,436)	(29,096)
General and administrative expenses		(144,540)	(124,167)
Research and development expenses		(21,845)	(18,592)
Total operating expenses		(193,821)	(171,855)
Operating loss		(99,040)	(77,408)
Non-operating income and expenses			
Other revenue	VI.19&VII	32,930	53,021
Other gains and losses	VI.19&VII	(9,339)	6,412
Financial costs	VI.19&VII	(10,995)	(9,199)
Share of profit of associates and joint ventures accounted for using the equity method	VI.6	938,256	607,863
Total non-operating income and expenses		950,852	658,097
Net income before income tax		851,812	580,689
Income tax expense	VI.21	(102,076)	(2,263)
Net income		749,736	578,426
Other comprehensive income			
Not to be reclassified to profit or loss in subsequent periods			
Remeasurements of defined plans for subsidiaries, affiliates and joint ventures	VI.20	4,535	-
To be reclassified to profit or loss in subsequent periods			
Exchange differences resulting from translating the financial statements of foreign operations	VI.20	(24,837)	6,517
Share of profit (loss) of associates and joint ventures accounted for using equity method	VI.20	(19,536)	10,808
Income tax related to items to be reclassified subsequently to profit or loss	VI.20	4,967	(1,303)
Total other comprehensive income, net of tax		(34,871)	16,022
Total comprehensive income		\$714,865	\$594,448
Earnings per share (NTD)	IV&VI.22		
Earnings per share-basic		\$11.04	\$8.63
Earnings per share-diluted		\$11.01	\$8.57

(The accompanying notes are an integral part of the parent company only financial statements.)

English Translation of Financial Statements Originally Issued in Chinese
BORA PHARMACEUTICAL CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
From January 1 to December 31, 2021 and 2020

Unit: Thousands of New Taiwan Dollars

Items	Share Capital			Retained Earnings			Other equity			Treasury stock	Total
	Common Stock	Advance receipts for capital stock	Capital Surplus	Legal Reserve	Special Reserve	Unappropriated Earnings	Exchange differences resulting from translating the financial statements of foreign operations	Unrealized gain (Loss) on financial assets at fair value through other comprehensive income	Remeasurements of the net defined benefit plan		
Balance as of 1 January 2020	\$394,272	\$-	\$676,232	\$53,116	\$224,250	\$313,356	\$(171)	\$(4,900)	\$-	\$(2,404)	\$1,653,751
Appropriation and distribution of 2019 retained earning	-	-	-	-	-	-	-	-	-	-	-
Legal Reserve	-	-	-	30,503	-	(30,503)	-	-	-	-	-
Cash dividends	-	-	-	-	-	(83,254)	-	-	-	-	(83,254)
Stock dividends	124,882	-	-	-	-	(124,882)	-	-	-	-	-
Reversal of Special Reserve	-	-	-	-	(219,179)	219,179	-	-	-	-	-
Net income for the year ended 31 December 2020	-	-	-	-	-	578,426	-	-	-	-	578,426
Other comprehensive income for the year ended 31 December 2020	-	-	-	-	-	-	16,022	-	-	-	16,022
Total comprehensive income	-	-	-	-	-	578,426	16,022	-	-	-	594,448
Seasoned equity offering	22,000	-	246,705	-	-	-	-	-	-	-	268,705
Share-based payment transactions	-	-	28,710	-	-	-	-	-	-	2,404	31,114
Balance as of 31 December 2020	<u>\$541,154</u>	<u>\$-</u>	<u>\$951,647</u>	<u>\$83,619</u>	<u>\$5,071</u>	<u>\$872,322</u>	<u>\$15,851</u>	<u>\$(4,900)</u>	<u>\$-</u>	<u>\$-</u>	<u>\$2,464,764</u>
Balance as of 1 January 2021	\$541,154	\$-	\$951,647	\$83,619	\$5,071	\$872,322	\$15,851	\$(4,900)	\$-	\$-	\$2,464,764
Appropriation and distribution of 2020 retained earning	-	-	-	-	-	-	-	-	-	-	-
Legal Reserve	-	-	-	57,843	-	(57,843)	-	-	-	-	-
Cash dividends	-	-	-	-	-	(109,766)	-	-	-	-	(109,766)
Stock dividends	135,289	-	-	-	-	(135,289)	-	-	-	-	-
Reversal of Special Reserve	-	-	-	-	(171)	171	-	-	-	-	-
Net income for the year ended 31 December 2021	-	-	-	-	-	749,736	-	-	-	-	749,736
Other comprehensive income for the year ended 31 December 2021	-	-	-	-	-	-	(39,406)	-	4,535	-	(34,871)
Total comprehensive income	-	-	-	-	-	749,736	(39,406)	-	4,535	-	714,865
Share-based payment transactions–Employee stock option conversion (Note)	-	660	3,656	-	-	-	-	-	-	-	4,316
Share-based payment transactions–Qualify the cost of remuneration	-	-	12,465	-	-	-	-	-	-	-	12,465
Share-based payment transactions–Advance receipt of share capital inward	7,680	-	54,912	-	-	-	-	-	-	-	62,592
Share-based payment transactions–Changes in subsidiaries, affiliates and joint ventures recognized using the equity method	-	-	3,305	-	-	-	-	-	-	-	3,305
Balance as of 31 December 2021	<u>\$684,123</u>	<u>\$660</u>	<u>#####</u>	<u>\$141,462</u>	<u>\$4,900</u>	<u>\$1,319,331</u>	<u>\$(23,555)</u>	<u>\$(4,900)</u>	<u>\$4,535</u>	<u>\$-</u>	<u>\$3,152,541</u>

Note: The Company issued employee warrants in 2018, and converted 66 thousand shares with price NTS 65.4 by the warrant holders in 2021, collecting a total price of NTS 4,316 thousand.

(The accompanying notes are an integral part of the parent company only financial statements.)

English Translation of Financial Statements Originally Issued in Chinese
BORA PHARMACEUTICAL CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
From January 1 to December 31, 2021 and 2020

Unit: Thousands of New Taiwan Dollars

Items	2021	2020	Items	2021	2020
Cash flows from operating activities:			Cash flows from investing activities:		
Net income before tax	\$851,812	\$580,689	Proceeds from disposal of financial assets at fair value through profit or loss	-	60,097
Adjustments for:			Acquisition of investments accounted for using equity method	(1,100)	(263,969)
Income and expense adjustments:			Acquisition of property, plant and equipment	(96,478)	(9,663)
Depreciation	21,408	19,661	Disposal of property, plant and equipment	82	2
Amortization	1,464	555	Decrease in refundable deposits	1,598	973
Net (gain) on financial assets or liabilities at fair value through profit or loss	-	(83)	Increase in other receivables-related parties	(9,029)	(374,250)
Interest expense	10,995	9,199	Decrease in other receivables-related parties	576,349	68,447
Interest revenue	(9,413)	(5,600)	Acquisition of intangible assets	(1,442)	(2,812)
Share-based payment expenses	12,465	28,710	Increase in prepayment for equipments	-	(44,327)
Share of profit of associates and joint ventures accounted for using the equity method	(938,256)	(607,863)	Decrease in prepayment for equipments	41,684	-
Loss on disposal of property, plant and equipment	1,991	91	Dividends received	14,802	2,870
Loss (gain) on disposal of other assets	(14)	-	Net cash used in investing activities	526,466	(562,632)
Unrealized (gain) from inter-affiliate accounts	1,877	-			
Realized (gain) from inter-affiliate accounts	(476)	(476)	Cash flows from financing activities:		
Total income and expense adjustments:	(897,959)	(555,806)	Increase in short-term borrowings	-	345,000
Changes in operating assets and liabilities:			Decrease in short-term borrowings	(425,000)	-
Notes receivable, net	(1,173)	(3,867)	Borrow in long-term borrowings	100,000	-
Notes receivable-related parties, net	(2,233)	3,564	Reimburse long-term borrowings	-	(45,149)
Trade receivables, net	2,364	15,209	Reimburse lease principal	-	(1,236)
Trade receivables-related parties, net	(81,336)	(5,165)	Decrease in other current liabilities	(225)	-
Other receivables	(225)	1,901	Cash dividends	(109,766)	(83,254)
Other receivables-related parties	(6,530)	(4,033)	Issuance of common stock for cash	-	268,705
Inventories	(1,139)	12,976	Employees execute stock options	66,908	-
Prepayments	9,390	(7,441)	Treasury stock sold to employees	-	2,404
Other current assets	11,921	1,439	Interest paid	(11,241)	(8,870)
Contract liabilities	4	(300)	Net cash provided by financing activities	(379,324)	477,600
Notes payable	(256)	(801)			
Notes payable-related parties	7,596	(4,115)	Net (decrease) in cash and cash equivalents	84,482	(45,216)
Accounts payable	7,715	388	Cash and cash equivalents at beginning of period	98,813	144,029
Accounts payable-related parties	12,535	(5,679)		\$183,295	\$98,813
Other payables	11,903	9,063	Cash and cash equivalents at end of period		
Other payables-related parties	3,999	1,357			
Other current liabilities	(1,351)	1,684			
Cash generated from operations	(72,963)	41,063			
Interest received	9,413	5,600			
Income tax paid	890	(6,847)			
Net cash provided by operating activities	(62,660)	39,816			

of the parent company only financial statements.

Independent Auditors' Report

To BORA PHARMACEUTICALS CO., LTD.

Opinion

We have audited the accompanying parent company only balance sheets of BORA PHARMACEUTICALS CO., LTD. (the “Company”) as of 31 December 2021 and 2020, and the related parent company only statements of comprehensive income, changes in equity and cash flows for the years ended 31 December 2021 and 2020 and notes to the parent company only financial statements, including the summary of significant accounting policies (together “the parent company only financial statements”).

In our opinion, based on our audits, the parent company only financial statements referred to above present fairly, in all material respects, the parent company only financial position of the Company as of 31 December 2021 and 2020, and parent company only financial performance and cash flows for the years ended 31 December 2021 and 2020, in conformity with the requirements of 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 auditing standards generally accepted 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 Accountant of the Republic of China (the “Norm”), and we have fulfilled our other ethical responsibilities in accordance with the Norm. Based on our audits, 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 2021 parent company only financial statements. 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, and we do not provide a separate opinion on these matters.

Valuation for inventories

As of 31 December 2021, the Company's net inventories amounted to NT\$47,937 thousand, and constituted 1% of total assets, which were material to the parent company only financial statements. Considering the market demand and possible sales, management evaluated the obsolescence of raw materials, work in progress, and semi-finished goods by inventory aging.

Since the expiration date would affect sales of inventories, management evaluated the obsolescence of merchandise inventory and finished goods based on the expiration date of the goods. Due to the complexity in calculating the net realizable value of inventory, we therefore determined allowance for inventory valuation losses as a key audit matter.

Our audit procedures included, but were not limited to, the following: understanding and testing the effectiveness of internal controls over inventory established by management; assessing the net realizable value used for valuation estimated by management, including testing the accuracy of inventory aging and expiration date on a sampling basis, observing the physical count to confirm the quantity and status of the inventory, and analyzing the inventory movement; considering the market demand and evaluating the analysis and assessment of slow-moving and obsolete inventory made by management, including the possibility of the sales of inventory and the net realizable value estimations; and recalculating the allowance for inventory valuation loss. We also considered the appropriateness of the disclosure of inventories in Notes V and VI to the parent company only financial statements.

Revenue Recognition

For the year ended 31 December 2021, the Company recognized NT\$456,449 thousand as revenues, mainly coming from toll manufacturing, rendering services, prescription drug distribution and consumer healthcare products. As timing of revenue recognition varies among contract terms with customers, which involved management's significant judgment, we have determined this as a key audit matter.

Our audit procedures included, but were not limited to, the following: evaluating the appropriateness of the management's accounting policies for revenue recognition; understanding the transaction processes for revenue recognition when fulfilling identified performance obligations; evaluating and testing the effectiveness of the design and implementation of internal controls over the timing of revenue recognition when fulfilling performance obligations; performing analytical procedures for the top ten clients; selecting samples to perform test of details to confirm the appropriateness of the timing of revenue recognition when fulfilling performance obligations; performing revenue cut-off testing for a period before and after the balance sheet date by tracing to relevant supporting documents to verify that revenue has been recognized in correct periods; investigating and understanding the cause and nature of significant sales returns for a period after the balance sheet date; and conducting journal entries testing.

We also evaluated the disclosures of revenue recognition. Please refer to Notes IV and VI to the parent company only financial statements.

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In preparing the parent company only financial statements, management is responsible for assessing the ability to continue as a going concern of the Company, 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 audit committee or supervisors, are responsible for overseeing the financial reporting process of the Company.

Auditor's 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 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 auditing standards generally accepted 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 auditing standards generally accepted in the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. 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.
2. 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 internal control of the Company.
3. 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 ability to continue as a going concern of the Company. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's 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 auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the parent company only financial statements, including the accompanying notes, 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 to express an opinion on the parent company only 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 2020 parent company only financial statements and are therefore the key audit matters. We describe these matters in our auditor's 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.

Hong, Guo Sen

Lin, Li Huang

Ernst & Young, Taiwan

9 March 2022

Notice to Readers

The accompanying financial statements are intended only to present the financial position, results of operations and cash flows in accordance with accounting principles and practices generally accepted in the Republic of China and not those of any other jurisdictions. The standards, procedures and practices to audit such financial statements are those generally accepted and applied in the Republic of China.

Accordingly, the accompanying financial statements and report of independent accountants are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice. As the financial statements are the responsibility of the management, Ernst & Young 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.

English Translation of Financial Statements Originally Issued in Chinese

BORA PHARMACEUTICAL CO., LTD.

PARENT COMPANY ONLY BALANCE SHEETS

As of 31 December, 2021 and 2020

Unit: Thousands of New Taiwan Dollars

ASSETS	Notes	31 Dec. 2021	31 Dec. 2020
Current assets			
Cash and cash equivalents	IV&VI.1	\$183,295	\$98,813
Notes receivable,net	IV&VI.2.16	24,316	23,143
Notes receivable-related parties,net	IV&VI.2.16&VII	2,233	-
Accounts receivable,net	IV&VI.3.16	66,527	68,891
Accounts receivable-related parties,net	IV&VI.3.16&VII	99,472	18,136
Other receivables		2,289	2,064
Other receivables-related parties	VI.6&VII	393,704	954,494
Current tax assets	IV&VI.21	6,906	7,796
Inventories,net	IV&VI.4	47,937	46,798
Prepayments		11,025	20,415
Other current assets	VI.5	27,852	39,773
Total current assets		<u>865,556</u>	<u>1,280,323</u>
Non-current assets			
Investments accounted for using equity method	IV&VI.6	2,193,340	1,306,720
Property, plant and equipment	IV&VI.7&VIII	1,112,663	1,038,833
Right-of-use assets	IV&VI.17	-	1,661
Investment property,net	IV&VI.8	25,006	25,839
Intangible assets	IV	2,779	2,801
Deferred tax assets	IV&VI.21	20,037	1,424
Prepayment for equipments		3,472	45,156
Refundable deposits		775	2,373
Total non-current assets		<u>3,358,072</u>	<u>2,424,807</u>
Total assets		<u>\$4,223,628</u>	<u>\$3,705,130</u>

(The accompanying notes are an integral part of the parent company only financial statements.)

English Translation of Financial Statements Originally Issued in Chinese
BORA PHARMACEUTICAL CO., LTD.
PARENT COMPANY ONLY BALANCE SHEETS
As of 31 December 2020 and 2019

Unit: Thousands of New Taiwan Dollars

LIABILITIES AND EQUITY	Notes	31 Dec. 2021	31 Dec. 2020
Current liabilities			
Short-term loans	IV&VI.9	\$95,000	\$520,000
Contract liabilities,current	VI.15&VII	389	385
Notes payable		-	256
Notes payable-related parties	IV&VII	7,596	-
Accounts payable		14,820	7,105
Accounts payable-related parties	IV&VII	39,385	26,850
Other payables	IV&VI.10	91,383	79,726
Other payables-related parties	IV&VII	7,999	4,000
Tax liability,current	IV&VI.21	13,073	-
Lease liability,current	IV&VI.17	-	1,253
Current portion of long-term liabilities	IV&VI.11	38,304	3,423
Other current liabilities		1,066	2,417
Total current liabilities		309,015	645,415
Non-current liabilities			
Long-term loans	IV&VI.11	595,696	530,577
Deferred tax liabilities	IV&VI.21	164,840	62,191
Lease liability,noncurrent	IV&VI.17	-	422
Other noncurrent liabilities-others		1,536	1,761
Total non-current liabilities		762,072	594,951
Total liabilities		1,071,087	1,240,366
Equity attributable to the parent company			
Capital	VI.13		
Common stock		684,123	541,154
Advance receipts for capital stock		660	-
Capital surplus	VI.13	1,025,985	951,647
Retained earnings	VI.13		
Legal reserve		141,462	83,619
Special reserve		4,900	5,071
Unappropriated earnings		1,319,331	872,322
Subtotal		1,465,693	961,012
Other equity	VI.13	(23,920)	10,951
Total equity		3,152,541	2,464,764
Total liabilities and equity		\$4,223,628	\$3,705,130

(The accompanying notes are an integral part of the parent company only financial statements.)

English Translation of Financial Statements Originally Issued in Chinese
 BORA PHARMACEUTICAL CO., LTD.
 PARENT COMPANY ONLY STATEMENT OF COMPREHENSIVE INCOME
 From January 1 to December 31, 2021 and 2020

Unit: Thousands of New Taiwan Dollars

	Notes	2021	2020
Operating revenue	IV&VI.15&VII	\$456,449	\$389,794
Operating costs	IV&VI.4.14.18&VII	(360,267)	(295,823)
Gross profit		96,182	93,971
Unrealized gross profit on sales		(1,877)	-
Realized gross profit on sales		476	476
Gross profit, net		94,781	94,447
Operating expenses	IV&VI.14.16.17.18&VII		
Sales and marketing expenses		(27,436)	(29,096)
General and administrative expenses		(144,540)	(124,167)
Research and development expenses		(21,845)	(18,592)
Total operating expenses		(193,821)	(171,855)
Operating loss		(99,040)	(77,408)
Non-operating income and expenses			
Other revenue	VI.19&VII	32,930	53,021
Other gains and losses	VI.19&VII	(9,339)	6,412
Financial costs	VI.19&VII	(10,995)	(9,199)
Share of profit of associates and joint ventures accounted for using the equity method	VI.6	938,256	607,863
Total non-operating income and expenses		950,852	658,097
Net income before income tax		851,812	580,689
Income tax expense	VI.21	(102,076)	(2,263)
Net income		749,736	578,426
Other comprehensive income			
Not to be reclassified to profit or loss in subsequent periods			
Remeasurements of defined plans for subsidiaries, affiliates and joint ventures	VI.20	4,535	-
To be reclassified to profit or loss in subsequent periods			
Exchange differences resulting from translating the financial statements of foreign operations	VI.20	(24,837)	6,517
Share of profit (loss) of associates and joint ventures accounted for using equity method	VI.20	(19,536)	10,808
Income tax related to items to be reclassified subsequently to profit or loss	VI.20	4,967	(1,303)
Total other comprehensive income, net of tax		(34,871)	16,022
Total comprehensive income		\$714,865	\$594,448
Earnings per share (NTD)	IV&VI.22		
Earnings per share-basic		\$11.04	\$8.63
Earnings per share-diluted		\$11.01	\$8.57

(The accompanying notes are an integral part of the parent company only financial statements.)

English Translation of Financial Statements Originally Issued in Chinese
BORA PHARMACEUTICAL CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
From January 1 to December 31, 2021 and 2020

Unit: Thousands of New Taiwan Dollars

Items	Share Capital			Retained Earnings			Other equity			Treasury stock	Total
	Common Stock	Advance receipts for capital stock	Capital Surplus	Legal Reserve	Special Reserve	Unappropriated Earnings	Exchange differences resulting from translating the financial statements of foreign operations	Unrealized gain (Loss) on financial assets at fair value through other comprehensive income	Remeasurements of the net defined benefit plan		
Balance as of 1 January 2020	\$394,272	\$-	\$676,232	\$53,116	\$224,250	\$313,356	\$(171)	\$(4,900)	\$-	\$(2,404)	\$1,653,751
Appropriation and distribution of 2019 retained earning	-	-	-	-	-	-	-	-	-	-	-
Legal Reserve	-	-	-	30,503	-	(30,503)	-	-	-	-	-
Cash dividends	-	-	-	-	-	(83,254)	-	-	-	-	(83,254)
Stock dividends	124,882	-	-	-	-	(124,882)	-	-	-	-	-
Reversal of Special Reserve	-	-	-	-	(219,179)	219,179	-	-	-	-	-
Net income for the year ended 31 December 2020	-	-	-	-	-	578,426	-	-	-	-	578,426
Other comprehensive income for the year ended 31 December 2020	-	-	-	-	-	-	16,022	-	-	-	16,022
Total comprehensive income	-	-	-	-	-	578,426	16,022	-	-	-	594,448
Seasoned equity offering	22,000	-	246,705	-	-	-	-	-	-	-	268,705
Share-based payment transactions	-	-	28,710	-	-	-	-	-	-	2,404	31,114
Balance as of 31 December 2020	<u>\$541,154</u>	<u>\$-</u>	<u>\$951,647</u>	<u>\$83,619</u>	<u>\$5,071</u>	<u>\$872,322</u>	<u>\$15,851</u>	<u>\$(4,900)</u>	<u>\$-</u>	<u>\$-</u>	<u>\$2,464,764</u>
Balance as of 1 January 2021	\$541,154	\$-	\$951,647	\$83,619	\$5,071	\$872,322	\$15,851	\$(4,900)	\$-	\$-	\$2,464,764
Appropriation and distribution of 2020 retained earning	-	-	-	-	-	-	-	-	-	-	-
Legal Reserve	-	-	-	57,843	-	(57,843)	-	-	-	-	-
Cash dividends	-	-	-	-	-	(109,766)	-	-	-	-	(109,766)
Stock dividends	135,289	-	-	-	-	(135,289)	-	-	-	-	-
Reversal of Special Reserve	-	-	-	-	(171)	171	-	-	-	-	-
Net income for the year ended 31 December 2021	-	-	-	-	-	749,736	-	-	-	-	749,736
Other comprehensive income for the year ended 31 December 2021	-	-	-	-	-	-	(39,406)	-	4,535	-	(34,871)
Total comprehensive income	-	-	-	-	-	749,736	(39,406)	-	4,535	-	714,865
Share-based payment transactions—Employee stock option conversion (Note)	-	660	3,656	-	-	-	-	-	-	-	4,316
Share-based payment transactions—Qualify the cost of remuneration	-	-	12,465	-	-	-	-	-	-	-	12,465
Share-based payment transactions—Advance receipt of share capital inward	7,680	-	54,912	-	-	-	-	-	-	-	62,592
Share-based payment transactions—Changes in subsidiaries, affiliates and joint ventures recognized using the equity method	-	-	3,305	-	-	-	-	-	-	-	3,305
Balance as of 31 December 2021	<u>\$684,123</u>	<u>\$660</u>	<u>#####</u>	<u>\$141,462</u>	<u>\$4,900</u>	<u>\$1,319,331</u>	<u>\$(23,555)</u>	<u>\$(4,900)</u>	<u>\$4,535</u>	<u>\$-</u>	<u>\$3,152,541</u>

Note: The Company issued employee warrants in 2018, and converted 66 thousand shares with price NTS 65.4 by the warrant holders in 2021, collecting a total price of NTS 4,316 thousand.

(The accompanying notes are an integral part of the parent company only financial statements.)

English Translation of Financial Statements Originally Issued in Chinese
BORA PHARMACEUTICAL CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
From January 1 to December 31, 2021 and 2020

Unit: Thousands of New Taiwan Dollars

Items	2021	2020	Items	2021	2020
Cash flows from operating activities:			Cash flows from investing activities:		
Net income before tax	\$851,812	\$580,689	Proceeds from disposal of financial assets at fair value through profit or loss	-	60,097
Adjustments for:			Acquisition of investments accounted for using equity method	(1,100)	(263,969)
Income and expense adjustments:			Acquisition of property, plant and equipment	(96,478)	(9,663)
Depreciation	21,408	19,661	Disposal of property, plant and equipment	82	2
Amortization	1,464	555	Decrease in refundable deposits	1,598	973
Net (gain) on financial assets or liabilities at fair value through profit or loss	-	(83)	Increase in other receivables-related parties	(9,029)	(374,250)
Interest expense	10,995	9,199	Decrease in other receivables-related parties	576,349	68,447
Interest revenue	(9,413)	(5,600)	Acquisition of intangible assets	(1,442)	(2,812)
Share-based payment expenses	12,465	28,710	Increase in prepayment for equipments	-	(44,327)
Share of profit of associates and joint ventures accounted for using the equity method	(938,256)	(607,863)	Decrease in prepayment for equipments	41,684	-
Loss on disposal of property, plant and equipment	1,991	91	Dividends received	14,802	2,870
Loss (gain) on disposal of other assets	(14)	-	Net cash used in investing activities	526,466	(562,632)
Unrealized (gain) from inter-affiliate accounts	1,877	-			
Realized (gain) from inter-affiliate accounts	(476)	(476)	Cash flows from financing activities:		
Total income and expense adjustments:	(897,959)	(555,806)	Increase in short-term borrowings	-	345,000
Changes in operating assets and liabilities:			Decrease in short-term borrowings	(425,000)	-
Notes receivable, net	(1,173)	(3,867)	Borrow in long-term borrowings	100,000	-
Notes receivable-related parties, net	(2,233)	3,564	Reimburse long-term borrowings	-	(45,149)
Trade receivables, net	2,364	15,209	Reimburse lease principal	-	(1,236)
Trade receivables-related parties, net	(81,336)	(5,165)	Decrease in other current liabilities	(225)	-
Other receivables	(225)	1,901	Cash dividends	(109,766)	(83,254)
Other receivables-related parties	(6,530)	(4,033)	Issuance of common stock for cash	-	268,705
Inventories	(1,139)	12,976	Employees execute stock options	66,908	-
Prepayments	9,390	(7,441)	Treasury stock sold to employees	-	2,404
Other current assets	11,921	1,439	Interest paid	(11,241)	(8,870)
Contract liabilities	4	(300)	Net cash provided by financing activities	(379,324)	477,600
Notes payable	(256)	(801)			
Notes payable-related parties	7,596	(4,115)	Net (decrease) in cash and cash equivalents	84,482	(45,216)
Accounts payable	7,715	388	Cash and cash equivalents at beginning of period	98,813	144,029
Accounts payable-related parties	12,535	(5,679)		\$183,295	\$98,813
Other payables	11,903	9,063	Cash and cash equivalents at end of period		
Other payables-related parties	3,999	1,357			
Other current liabilities	(1,351)	1,684			
Cash generated from operations	(72,963)	41,063			
Interest received	9,413	5,600			
Income tax paid	890	(6,847)			
Net cash provided by operating activities	(62,660)	39,816			

of the parent company only financial statements.

Attachment VI Earnings Distribution Table

**Bora Pharmaceuticals Co., Ltd.
Earnings Distribution Table
2021**

Unit: NT\$

Item	Amount		Remarks
	Subtotal	Total	
2021 beginning balance		\$569,594,851	
Add: 2021 net profit after tax		749,736,809	
Less: 10% legal reserve	(74,973,681)		Note 1
Add: Reversal of special reserve	(19,019,098)		Note 2
Current distributable earnings		1,225,338,881	
Distributable items:			
Shareholder's dividend - shares (NT\$1 per share)	(68,522,280)		Note 3 、 4
Shareholder's dividend - cash (NT\$3.5 per share)	(239,827,980)		
		(308,350,260)	
Ending unappropriated retained earnings		916,988,621	

Chairman:
Bobby Sheng



Managerial officer:
Bobby Sheng



Head of accounting:
Alice Wang



Note 1: Statutory reserve \$749,736,809 x 10%=\$74,973,681

Note 2: Reversal of special reserve set aside according to Article 41, Paragraph 1 of the Securities and Exchange Act

Note 3: 68,522,280 ex-dividend shares

Note 4: The surplus distribution will be prioritized for 2021.

Attachment VII Amendment Comparison Table of the Articles of Incorporation

Bora Pharmaceuticals Co., Ltd.

**Amendment Comparison Table of the Articles of Incorporation
(Translation)**

Amended Articles	Current Articles	Description
<p>Article 9 The Company's shareholders' meeting comprises the following two kinds:</p> <p>I. Regular meeting is to be held at least once every year, and shall be convened within 6 months upon the close of the fiscal year, by the board of directors according to the law.</p> <p>II. Special shareholders meetings may be convened where necessary according to the laws and regulations. Meeting of preferred shareholders may be convened where necessary according to the relevant laws and regulations. When the Company's shareholders' meeting is held, it may be held</p>	<p>Article 9 The Company's shareholders' meeting comprises the following two kinds:</p> <p>I. Regular meeting is to be held at least once every year, and shall be convened within 6 months upon the close of the fiscal year, by the board of directors according to the law.</p> <p>II. Special shareholders meetings may be convened where necessary according to the laws and regulations. Meeting of preferred shareholders may be convened where necessary according to the relevant laws and regulations.</p>	<p>Amended in accordance to article 172-2 of the Company Act</p>

Amended Articles	Current Articles	Description
<p>by video conference or other methods announced by the local regulation.</p>		
<p>Article 20 The Company may according to the Company Act, distribute surplus earning or off-set loss at the close of each half fiscal year. When distributing surplus earnings, the Company shall estimate and reserve the taxes and dues to be paid, the losses to be covered and the legal reserve to be set aside according to the law. However when the legal reserve amounts to the paid-in capital, this shall not apply. In the event the Company makes a profit during the fiscal year it shall set aside no less than 2% of the profits as employees' compensation and no higher than 5% of the profit as directors' remuneration. However, priority shall be given to reservation of funds for compensation of cumulative losses, if any. The distribution of employees' compensation and directors' remuneration</p>	<p>Article 20 The Company may according to the Company Act, distribute surplus earning or off-set loss at the close of each half fiscal year. When distributing surplus earnings, the Company shall estimate and reserve the taxes and dues to be paid, the losses to be covered and the legal reserve to be set aside according to the law. However when the legal reserve amounts to the paid-in capital, this shall not apply. <u>Distribution of surplus distribution by cash shall be passed by a resolution of the board; distribution by issuing of new shares shall be approved by resolution at a shareholders' meeting according to the regulations.</u> In the event the Company makes a profit during the fiscal year it shall set aside no less than 2% of the profits as employees'</p>	<p>Added the regulations for distribution of preferred shares dividend. In line with Article 240 and Article 241 of the Company Act, authorize the board of directors to issue cash dividends.</p>

Amended Articles	Current Articles	Description
<p>shall be determined by a resolution adopted by a majority vote at a board of directors' meeting attended by two-thirds or more of the directors, and be reported at a shareholders' meeting. By a resolution at a meeting of the board of directors, employees' compensation may be distributed in the form of shares or in cash. The board of directors is authorized to set the qualification requirements of employees, including the employees of parents or subsidiaries of the Company meeting certain specific requirements, entitled to the distribution. If there is surplus after the fiscal year closes, it shall be distributed in the following order:</p> <ol style="list-style-type: none"> I. Payment of tax II. Make up for previous years' loss III. Set aside 10% as legal reserve (Where such legal reserve amounts reaches the total paid-in capital, this provision shall not apply). IV. Set aside or reverse special reserve according to the law. 	<p>compensation and no higher than 5% of the profit as directors' remuneration. However, priority shall be given to reservation of funds for compensation of cumulative losses, if any. The distribution of employees' compensation and directors' remuneration shall be determined by a resolution adopted by a majority vote at a board of directors' meeting attended by two-thirds or more of the directors, and be reported at a shareholders' meeting. By a resolution at a meeting of the board of directors, employees' compensation may be distributed in the form of shares or in cash. The board of directors is authorized to set the qualification requirements of employees, including the employees of parents or subsidiaries of the Company meeting certain specific requirements, entitled to the distribution. If there is surplus after the fiscal year closes, it shall be distributed in the</p>	

Amended Articles	Current Articles	Description
<p>V. From the balance (hereinafter known as "surplus of the year") plus the beginning undistributed surplus, dividends distributable for preferred shares may first be distributed, to obtain surplus available for distribution. The board of directors is to prepare a profit distribution proposal, and submit the motion for dividend distribution at the shareholders' meeting for approval. The dividends and bonuses in the preceding paragraph, or the legal reserve and capital reserve set aside, in whole or in part, may be paid in cash after a resolution has been adopted by a majority vote at a meeting of the board of directors attended by two-thirds of the total number of directors, and a report shall be submitted to the shareholders' meeting.</p> <p>The following is omitted</p>	<p>following order:</p> <ol style="list-style-type: none"> I. Payment of tax II. Make up for previous years' loss III. Set aside 10% as legal reserve (Where such legal reserve amounts to the total paid-in capital, this provision shall not apply). IV. Set aside or reverse special reserve according to the law. V. From the balance (hereinafter known as "surplus of the year") plus the beginning undistributed surplus, dividends distributable for preferred shares may first be distributed, to obtain surplus available for distribution. The board of directors is to prepare a profit distribution proposal, and submit the motion for dividend distribution at the shareholders' meeting for approval. The dividends and bonuses in the preceding paragraph, or the legal reserve and capital reserve set 	

Amended Articles	Current Articles	Description
	<p>aside, in whole or in part, may be paid in cash after a resolution has been adopted by a majority vote at a meeting of the board of directors attended by two-thirds of the total number of directors, and a report shall be submitted to the shareholders' meeting.</p> <p>The following is omitted.</p>	
<p>Article 22 The Articles of Incorporation was formulated on May 10, 2007; and the first amendment was made on August 12 2009; the second amendment on October 5, 2009; the third amendment on November 1, 2010; the fourth amendment on November 12, 2012; the fifth amendment on January 21, 2013; the sixth amendment on the February 18, 2013; seventh amendment on April 12, 2013; the eighth amendment on June 17, 2013; the ninth amendment on May 14, 2014; the tenth amendment on April 9, 2015; the eleventh amendment on February 15, 2016; the twelfth amendment on June 20, 2017; the thirteenth amendment on June 19, 2018, the fourteenth amendment on June 11, 2019, the fifteenth amendment on May 28,</p>	<p>Article 22 The Articles of Incorporation was formulated on May 10, 2007; and the first amendment was made on August 12 2009; the second amendment on October 5, 2009; the third amendment on November 1, 2010; the fourth amendment on November 12, 2012; the fifth amendment on January 21, 2013; the sixth amendment on the February 18, 2013; seventh amendment on April 12, 2013; the eighth amendment on June 17, 2013; the ninth amendment on May 14, 2014; the tenth amendment on April 9, 2015; the eleventh amendment on February 15, 2016; the twelfth amendment on June 20, 2017; the thirteenth amendment on June 19,</p>	

Amended Articles	Current Articles	Description
2020. the sixteenth amendment on July 9, 2021, and <u>the seventeenth amendment on May 24, 2021.</u>	2018, the fourteenth amendment on June 11, 2019, and the fifteenth amendment on May 28, 2020. and the sixteenth amendment on July 9, 2021.	

**Attachment VIII Amendment Comparison Table of the Procedure for
Lending Funds to Other Party**

**Bora Pharmaceuticals Co., Ltd.
Amendment Comparison Table of the Procedure for
Lending Funds to Other Party
(Translation)**

Revised Articles	Existing Articles	Description
<p>Article 2 Scope</p> <p>In accordance with Article 15 of the Company Act, the Company shall not lend to shareholder or any other person except for the following circumstance:</p> <ol style="list-style-type: none"> 1. Companies having a business relationship with the Company; 2. For companies in need of funds for short-term period, total lending amount shall not exceed 40% of the net worth of the Company. <p>The aforementioned “short-term period” means the longer of one year or one operating cycle. “Lending amount” means the cumulative amount of the Company’s short-term lending amount.</p> <p>For fund-lending between offshore subsidiaries whose voting shares are 100% owned, directly or indirectly, by the Company, or fund-</p>	<p>Article 2 Scope</p> <p>In accordance with Article 15 of the Company Act, the Company shall not lend to shareholder or any other person except for the following circumstance:</p> <ol style="list-style-type: none"> 3. Companies having a business relationship with the Company; 4. For companies in need of funds for short-term period, total lending amount shall not exceed 40% of the net worth of the Company. <p>The aforementioned “short-term period” means the longer of one year or one operating cycle. “Lending amount” means the cumulative amount of the Company’s short-term lending amount.</p> <p>For fund-lending between offshore</p>	<p>Amend in accordance with article 3 paragraph4 of the Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies</p>

Revised Articles	Existing Articles	Description
<p>lending to the Company by offshore subsidiaries whose voting shares are 100% owned, directly or indirectly, by the Company, the total amount for such fund-<u>is not subject to the preceding paragraph section two when the lending is for valid business reason, the</u> lending shall be subject to the limit of 100% of the net worth of the Company. The term of each loan extended by the Company shall not exceed 1 year.</p> <p>The Company and its subsidiary shall follow the “Regulations Governing the Preparation of Financial Reports by Securities Issuers”. The Company’s financial reports is prepared in accordance with the International Financial Reporting Standards. The “net worth” mentioned in this procedure means the equity attributable to shareholders of the parent in the balance sheet in accordance with “Regulations Governing the Preparation of Financial Reports by Securities Issuers”. The latest financial</p>	<p>subsidiaries whose voting shares are 100% owned, directly or indirectly, by the Company, or fund-lending to the Company by offshore subsidiaries whose voting shares are 100% owned, directly or indirectly, by the Company, the total amount for such fund-lending shall be subject to the limit of 100% of the net worth of the Company. The term of each loan extended by the Company shall not exceed 1 year.</p> <p>The Company and its subsidiary shall follow the “Regulations Governing the Preparation of Financial Reports by Securities Issuers”. The Company’s financial reports is prepared in accordance with the International Financial Reporting Standards. The “net worth” mentioned in this procedure means the equity attributable to shareholders of the</p>	

Revised Articles	Existing Articles	Description
<p>report means the Company's latest financial reports audited or reviewed by the certified public accountant in accordance with local regulation. When the Company's person in charge violates the Article 1, person in charge has the joint return responsibility with the borrower. If the Company incurs damage, person in charge will be held responsible for liability for damage.</p>	<p>parent in the balance sheet in accordance with "Regulations Governing the Preparation of Financial Reports by Securities Issuers". The latest financial report means the Company's latest financial reports audited or reviewed by the certified public accountant in accordance with local regulation. When the Company's person in charge violates the Article 1, person in charge has the joint return responsibility with the borrower. If the Company incurs damage, person in charge will be held responsible for liability for damage.</p>	
<p>Article 6 Paragraphs 1 to 4 are omitted.</p> <p>The Company shall furnish attending shareholders with the meeting agenda book, annual report, attendance card, speaker's slips, voting</p>	<p>Article 6 Paragraphs 1 to 4 are omitted.</p> <p>The Company shall furnish attending shareholders with the meeting agenda book, annual report, attendance card,</p>	<p>Amend the article in accordance with the organizational structure</p>

Revised Articles	Existing Articles	Description
<p>slips, and other meeting materials; Where there is an election of directors, pre-printed ballots shall also be furnished.</p> <p>Paragraph 6 is omitted.</p>	<p>speaker's slips, voting slips, and other meeting materials; Where there is an election of directors <u>or supervisors</u>, pre-printed ballots shall also be furnished.</p> <p>Paragraph 6 is omitted.</p>	
<p>Article 9 Paragraph 1 is omitted.</p> <p>The chair shall call the meeting to order at the appointed meeting time <u>and disclose information concerning the number of nonvoting shares and number of shares represented by shareholders attending the meeting.</u></p> <p>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</p>	<p>Article 9 Paragraph 1 is omitted.</p> <p>The chair shall call the meeting to order at the appointed meeting time. 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.</p>	<p>Amend in accordance with article 14 paragraph 3 of the Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies</p>

Revised Articles	Existing Articles	Description
<p>shares, the chair shall declare the meeting adjourned.</p> <p>The following is omitted.</p>	<p>The following is omitted.</p>	
<p>Article 10</p> <p>If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. <u>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).</u> The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.</p> <p>Paragraphs 2 and 3 are omitted.</p> <p>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</p>	<p>Article 10</p> <p>If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.</p> <p>Paragraphs 2 and 3 are omitted.</p> <p>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</p>	<p>Amend in accordance with question 39 of the Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees Questionnaire</p>

Revised Articles	Existing Articles	Description
<p>been discussed sufficiently to put it to a vote, the chair may announce the discussion closed, call for a vote, <u>and schedule sufficient time for voting.</u></p>	<p>sufficiently to put it to a vote, the chair may announce the discussion closed, and call for a vote.</p>	
<p>Article 13 Paragraph 1 is omitted.</p> <p>When the Company holds a shareholder meeting, it <u>shall</u> adopt exercise of voting rights by <u>electronic means</u> <u>and may adopt exercise of voting rights by</u> <u>correspondence</u>; 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 it is deemed to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting; it is <u>hence</u> advisable that the Company avoid the submission of extraordinary motions and amendments to</p>	<p>Article 13 Paragraph 1 is omitted.</p> <p>When the Company holds a shareholder meeting, it may adopt exercise of voting rights by electronic means or 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 it is deemed to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting; it is <u>therefore</u> advisable that the Company avoid the</p>	<p>Amend the article in accordance with the organizational structure</p>

Revised Articles	Existing Articles	Description
<p>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 the Company not later than two days before the date of the shareholders meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail. However, this does not apply when a declaration is made to cancel the earlier declaration of intent.</p> <p>Paragraphs 4 and 5 are omitted.</p>	<p>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 the Company not later than two days before the date of the shareholders meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail. However, this does not apply when a declaration is made to cancel the earlier declaration of intent.</p> <p>Paragraphs 4 and 5 are omitted.</p> <p><u>A motion shall be deemed to be passed if no attending shareholder voices an objection following an inquiry by the chair, and its effect shall be the same as that of the voting; If there is an objection, the proposal</u></p>	

Revised Articles	Existing Articles	Description
The following is omitted.	<p><u>shall be brought to a vote in accordance with the preceding paragraph.</u></p> <p>The following is omitted.</p>	
<p>Article 14</p> <p>The election of directors at a shareholders meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, 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, <u>and the names of directors not elected and number of votes they received.</u></p> <p>Paragraph 2 is omitted.</p>	<p>Article 14</p> <p>The election of directors <u>or supervisors</u> at a shareholders meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names of those elected as directors <u>and supervisors</u> and the numbers of votes with which they were elected.</p> <p>Paragraph 2 is omitted.</p>	Amend the article in accordance with the organizational structure
<p>Article 15</p> <p>Paragraphs 1, 2 and 3 are omitted.</p>	<p>Article 15</p> <p>Resolutions adopted at a shareholders' meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the chair of the meeting and shall be</p>	Only amend the order, the content does not change.

Revised Articles	Existing Articles	Description
	<p>distributed to all shareholders within 20 days after the close of the meeting. The preparation and distribution of the minutes may be effected by means of electronic transmission.</p> <p>The meeting minutes of the preceding paragraph may be distributed by means of a public announcement made through the Market Observation Post System (MOPS).</p> <p>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. The minutes shall be retained for the duration of the existence of the Company.</p> <p><u>Where shareholders express no objection to the resolution method described in the preceding paragraph</u></p>	

Revised Articles	Existing Articles	Description
	<u>when inquired by the chair, this shall be noted as “unanimous approval of all attending shareholders when inquired by the chairman”;</u> Where shareholders express an objection, the voting method and the number of passing votes and their proportion shall be specified.	

**Attachment IX Amendment Comparison Table of the Procedure for
Endorsement and Guarantee**

**Bora Pharmaceuticals Co., Ltd.
Amendment Comparison Table of the Procedure
for Endorsement and Guarantee**

(Translation)

Revised Articles	Existing Articles	Description
<p>Article 3 Applicability The Company can provide endorsement and/or guarantee when contracting construction project with same industry company or in joint investment where endorsement and/or guarantee is provided proportionally by shareholders. The party to whom the Company may provide endorsement and/or guarantee include the following:</p> <ol style="list-style-type: none"> 1. Any company who has business relationship with the Company. 2. Any subsidiary whose voting share are fifty percent or more owned, directly or indirectly by the Company. 3. Any parent company who directly or through its subsidiaries indirectly own fifty percent or more of the Company's voting shares. <p>Subsidiaries whose voting shares are at least 90% owned, directly or indirectly, by the</p>	<p>Article 3 Applicability The Company can provide endorsement and/or guarantee when contracting construction project with same industry \ company or in joint investment where endorsement and/or guarantee is provided proportionally by shareholders. The party to whom the Company may provide endorsement and/or guarantee include the following:</p> <ol style="list-style-type: none"> 1. Any company who has business relationship with the Company. 2. Any subsidiary whose voting share are fifty percent or more owned, directly or indirectly by the Company. 3. Any parent company who directly or through its subsidiaries indirectly own fifty percent or more of the Company's voting shares. 	

Revised Articles	Existing Articles	Description
<p>Company may provide endorsement and/or guarantee to each other, and the total amount of such endorsement/guarantee shall not exceed 10% of the Company’s net worth. The limit restriction shall not apply to endorsement/guarantee when such subsidiaries’ voting shares are 100% owned, directly or indirectly, by the Company.</p> <p>The Company and its subsidiary shall follow the “Regulations Governing the Preparation of Financial Reports by Securities Issuers”. The Company’s financial reports is prepared in accordance with the International Financial Reporting Standards. The “net worth” mentioned in this procedure means the equity attributable to shareholders of the parent in the balance sheet in accordance with “Regulations Governing the Preparation of Financial Reports by Securities Issuers”. The latest financial report means the Company’s latest financial reports audited or reviewed by the certified public accountant in accordance with local regulation.</p>	<p>Subsidiaries whose voting shares are at least 90% owned, directly or indirectly, by the Company may provide endorsement and/or guarantee to each other, and the total amount of such endorsement/guarantee shall not exceed 10% of the Company’s net worth. The limit restriction shall not apply to endorsement/guarantee when such subsidiaries’ voting shares are 100% owned, directly or indirectly, by the Company.</p> <p>The Company and its subsidiary shall follow the “Regulations Governing the Preparation of Financial Reports by Securities Issuers”. The Company’s financial reports is prepared in accordance with the International Financial Reporting Standards. The “net worth” mentioned in this procedure means the equity attributable to shareholders of the parent in the balance sheet in accordance with “Regulations Governing the Preparation of Financial Reports by Securities Issuers”. The latest financial report means the Company’s</p>	

Revised Articles	Existing Articles	Description
	<p>latest financial reports audited or reviewed by the certified public accountant in accordance with local regulation.</p>	
<p>Article 4 Limits on Endorsement and/or Guarantee</p> <p>1. The total amount of endorsement/guarantee provided by the Company and its subsidiaries shall not exceed five times of the Company's net worth. The total amount of the endorsement/guarantee provided by the Company to any individual entity shall not exceed five times of the Company's net worth. If the aforementioned endorsement and or guarantee amount has reached 50% of the Company's net worth, the Company shall explain its necessity and rationality on stockholder's meeting.</p> <p>2. In the event that the Company provides endorsements and/or guarantees due to having the</p>	<p>Article 4 Limits on Endorsement and/or Guarantee</p> <p>3. The total amount of endorsement/guarantee provided by the Company and its subsidiaries shall not exceed five times of the Company's net worth. The total amount of the endorsement/guarantee provided by the Company to any individual entity shall not exceed five times of the Company's net worth. If the aforementioned endorsement and or guarantee amount has reached 50% of the Company's net worth, the Company shall explain its necessity and rationality on stockholder's meeting.</p> <p>4. In the event that the Company provides</p>	

Revised Articles	Existing Articles	Description
<p>business relationship with the Company. Despite the above limit, the aggregate amount of the endorsements and/or guarantees shall not exceed the trading amount between the two companies in the most <u>twelve month before the guarantee</u>. The trading amount between the two companies means the total amount of purchase, or sale, whichever is higher.</p>	<p>endorsements and/or guarantees due to having the business relationship with the Company. Despite the above limit, the aggregate amount of the endorsements and/or guarantees shall not exceed the trading amount between the two companies in the most recent <u>year</u>. The trading amount between the two companies means the total amount of purchase, or sale, whichever is higher.</p>	
<p>Article 5 Decision Making and Authorization</p> <p>1. The Company's endorsement and/or guarantee shall be approved by the Board of Directors. The Board of Directors may authorize the Company's Chairman to decide such matters within five times of the Company's net worth and then submit to the Board of Director for ratification. For material guarantee, it shall be approved by the audit committee and be submitted to and approved by the Board of Director.</p>	<p>Article 5 Decision Making and Authorization</p> <p>1. The Company's endorsement and/or guarantee shall be approved by the Board of Directors. The Board of Directors may authorize the Company's Chairman to decide such matters within five times of the Company's net worth and then submit to the Board of Director for ratification. For material <u>endorsement and/or guarantee</u>, it shall be approved by the audit committee and be submitted to and approved by the Board of Director.</p>	

Revised Articles	Existing Articles	Description
<p>For subsidiary's endorsement and/or guarantee in accordance Article 3 Section 3, whose voting share is more than 90% owned directly or indirectly, by the Company, it shall be approved by the Board of Director. The above criteria does not apply to subsidiary's endorsement and/or guarantee in accordance whose voting share is 100% owned directly or indirectly, by the Company</p> <p>2. When the Company provides endorsement and/or guarantee due to having the business relationship with other company which the endorsement and/or guarantee amount exceeds the limit but other criteria are followed in accordance with this Procedure. It should be approved by the Board of Director, and more than half of the directors should name the joint guarantee for the company's possible losses that exceed the limit, and revise the endorsement guarantee operating procedures and</p>	<p>For subsidiary's endorsement and/or guarantee in accordance Article 3 Section 3, whose voting share is more than 90% owned directly or indirectly, by the Company, it shall be approved by the Board of Director. The above criteria does not apply to subsidiary's endorsement and/or guarantee in accordance whose voting share is 100% owned directly or indirectly, by the Company</p> <p>2. When the Company provides endorsement and/or guarantee due to having the business relationship with other company which the endorsement and/or guarantee amount exceeds the limit but other criteria are followed in accordance with this Procedure. It should be approved by the Board of Director, and more than half of the directors should name the joint guarantee for the company's possible losses that exceed the</p>	

Revised Articles	Existing Articles	Description
<p>report it to the shareholders' meeting for ratification; if the shareholders' meeting does not approve, a plan should be formulated to eliminate the excess within the time limit</p> <p>When the Company lends funding to others, each Independent Director's opinion shall be fully taken into consideration. If any Independent Director has any dissenting opinions or makes any reservation, they shall be recorded in the minutes of the meeting of the Board of Directors.</p>	<p>limit, and revise the endorsement guarantee operating procedures and report it to the shareholders' meeting for ratification; if the shareholders' meeting does not approve, a plan should be formulated to eliminate the excess within the time limit</p> <p>When the Company lends funding to others, each Independent Director's opinion shall be fully taken into consideration. If any Independent Director has any dissenting opinions or makes any reservation, they shall be recorded in the minutes of the meeting of the Board of Directors.</p>	
<p>Article 9 Internal Audit</p> <p>1. The internal audit personnel of the Company shall verify these Procedures and its implementation and make a report in writing for record on a quarterly basis. If there is any significant violation, the personnel shall inform audit committee in writing immediately.</p>	<p>Article 9 Internal Audit</p> <p>1. The internal audit personnel of the Company shall verify these Procedures and its implementation and make a report in writing for record on a quarterly basis. If there is any significant violation, the personnel shall inform</p>	

Revised Articles	Existing Articles	Description
	<p>audit committee in writing immediately.</p> <p>2. <u>If there is change in circumstance and cause the endorsement and/or guarantee becomes unqualified for this Procedure or the endorsement and/or guarantee amount exceeds the limit under this Procedure, the audit unit should supervise the finance department to set a timeline to discharge the endorsement and/or guarantee amount or the amount exceeds the limit. The plan should submit to the audit committee and execute in accordance with the timeline.</u></p>	
<p>Article 10 Public Announcement</p> <p>1. The Company shall make a public announcement on the amount of the Company and its subsidiaries endorsements and/or guarantees on or before the 10th date of each month. The Company shall make a public announcement within two days in the event that the amount reaches any of the following threshold:</p>	<p>Article 10 Public Announcement</p> <p>1. The Company shall make a public announcement on the amount of the Company and its subsidiaries endorsements and/or guarantees on or before the 10th date of each month. The Company shall make a public announcement within two days in the event that the amount reaches any of the following threshold:</p>	

Revised Articles	Existing Articles	Description
<p>a. The total amount of endorsements and/or guarantees reaches 50% or more of the Company's net worth as shown in its latest financial report.</p> <p>b. The amount of endorsement and/or guarantee to any single enterprise reaches 20% or more of the Company's net worth as shown in its latest financial report.</p> <p>c. The amount of endorsement and/or guarantee to any single enterprise reaches NT\$10 million, and the aggregate amount of the endorsement and/or guarantees, investment accounted for under the equity method at its book value reaches 30% or more of the Company's net worth as shown in its latest financial report.</p> <p>d. The aggregate amount of new endorsement and/or guarantee made reaches NT\$30 million and 5% or more of the Company's net worth as</p>	<p>a. The total amount of endorsements and/or guarantees reaches 50% or more of the Company's net worth as shown in its latest financial report.</p> <p>b. The amount of endorsement and/or guarantee to any single enterprise reaches 20% or more of the Company's net worth as shown in its latest financial report.</p> <p>c. The amount of endorsement and/or guarantee to any single enterprise reaches NT\$10 million, and the aggregate amount of the endorsement and/or guarantees, investment accounted for under the equity method at its book value reaches 30% or more of the Company's net worth as shown in its latest financial report.</p> <p>e. The aggregate amount of new endorsement and/or guarantee made reaches NT\$30 million and 5% or more of the Company's net worth as shown in its latest financial report.</p>	

Revised Articles	Existing Articles	Description
<p>shown in its latest financial report.</p> <p>2. If there is any reporting and announcement required for the Company's subsidiary which is not a domestic public company, and the subsidiary reaches the above four public announcement requirement, the Company will follow the requirement on behalf of its subsidiary.</p>	<p><u>Date of occurrence of the event in these Procedures means the date of endorsements/guarantees signing, date of payment, dates of board of directors resolution, or other date that can confirm the counterparty and monetary amount of the endorsements/guarantees, whichever date is earlier.</u></p> <p>1. If there is any reporting and announcement required for the Company's subsidiary which is not a domestic public company, and the subsidiary reaches the above four public announcement requirement, the Company will follow the requirement on behalf of its subsidiary.</p>	

Revised Articles	Existing Articles	Description
<p>Article 13. Implementation and revision</p> <p>The Procedure shall be agreed by no less than half of all audit committee members and approved by the Board of Directors, and enter into force after the approval of resolution by the Shareholders Meeting.</p> <p>When the Company formulate or amend this Procedure, it shall be agreed by no less than half of all audit committee members, and approval of resolution by the Board of Director and Shareholder Meeting.</p> <p>If approval by no less than half of the audit committee member is not obtained in accordance with the foregoing provisions, the approval of two-thirds of all the Directors shall be obtained instead. In this case, the resolution made by the audit committee members shall be stated in the minutes of the meeting of the Board of Directors.</p> <p>The calculation of the number of the abovementioned audit committee members and Directors is based on those who at the time take office.</p>	<p>Article 13. Implementation and revision</p> <p>The Procedure shall be agreed by no less than half of all audit committee members and approved by the Board of Directors, and enter into force after the approval of resolution by the Shareholders Meeting.</p> <p><u>When the Procedure is submitted to the Board of Directors for discussion in accordance with the Provision herein, each Independent Director's opinion shall be fully taken into consideration.</u></p> <p><u>If any Independent Director has any dissenting opinions or makes any reservation, they shall be recorded in the minutes of the meeting of the Board of Directors.</u></p> <p>When the Company formulate or amend this Procedure, it shall be agreed by no less than half of all audit committee members, and approval of resolution by the Board of Director and Shareholder Meeting.</p> <p>If approval by no less than half of the audit committee member is not obtained in</p>	

Revised Articles	Existing Articles	Description
<p>The procedure is approved on May 14, 2014.</p> <p>The First amendment was made on August 25, 2014; the Second amendment was made on April 9, 2015; the Third amendment is made on June 20, 2017; the Fourth amendment was made on June 11, 2019. <u>The Fifth amendment was made on May 24, 2021.</u></p>	<p>accordance with the foregoing provisions, the approval of two-thirds of all the Directors shall be obtained instead. In this case, the resolution made by the audit committee members shall be stated in the minutes of the meeting of the Board of Directors.</p> <p>The calculation of the number of the abovementioned audit committee members and Directors is based on those who at the time take office.</p> <p>The procedure is approved on May 14, 2014.</p> <p>The First amendment was made on August 25, 2014; the Second amendment was made on April 9, 2015; the Third amendment is made on June 20, 2017; the Fourth amendment was made on June 11, 2019.</p>	

**Attachment X Amendment Comparison Table of the Procedure for
Acquiring and Disposing Assets**

**Bora Pharmaceuticals Co., Ltd.
Amendment Comparison Table of the Procedure for
Acquiring and Disposing Assets**

Revised Articles	Existing Articles	Description
<p>Article 7 Authorization</p> <p>1. For acquisition or disposal of long and short term securities, the responsible department shall execution the transaction after the trading purpose, reference for the transaction price, and transaction method is approved. When the cumulative yearly transaction amount is below NT <u>80</u> million, it shall be approved by the chairman. When the cumulative yearly transaction amount is over NT <u>80</u> million, it shall be approved by the Board of Director.</p> <p>2. For acquisition or disposal of property, plant, and equipment, the responsible department shall execution the transaction after the trading purpose, reference for the transaction price, and transaction method is approved. When the cumulative yearly transaction amount is below NT <u>60</u> million, it shall be approved by the chairman. When the cumulative yearly</p>	<p>Article 7 Authorization</p> <p>1. For acquisition or disposal of long and short term securities, the responsible department shall execution the transaction after the trading purpose, reference for the transaction price, and transaction method is approved. When the cumulative yearly transaction amount is below NT 30 million, it shall be approved by the chairman. When the cumulative yearly transaction amount is over NT 30 million, it shall be approved by the Board of Director.</p> <p>2. For acquisition or disposal of property, plant, and equipment, the responsible department shall execution the transaction after the trading purpose, reference for the transaction price, and transaction method is approved. When the cumulative yearly transaction</p>	

Revised Articles	Existing Articles	Description
<p>transaction amount is over NT 90 million, it shall be approved by the Board of Director.</p> <p>3. If the Company has set up the audit committee in accordance with the Security and Exchange Act, the audit committee shall approve and send to Board of Director for resolution when material acquisition or disposal of asset happens.</p>	<p>amount is below NT 20 million, it shall be approved by the chairman. When the cumulative yearly transaction amount is over NT 20 million, it shall be approved by the Board of Director.</p> <p>3. If the Company has set up the audit committee in accordance with the Security and Exchange Act, the audit committee shall approve and send to Board of Director for resolution when material acquisition or disposal of asset happens.</p>	
<p>Article 9 Public Disclosure</p> <p>The Company shall report and publicly disclose the following acquisition or disposal of assets in accordance with the relevant regulations within two days to the Financial Supervisory Commission on the designated website commencing immediately from the Date of the Event:</p> <p>1. The acquisition or disposal of real estate or related right-of-use assets from or to a related party, or acquisition or disposal of assets other than real estate or related right-of-use assets from or to a related party where the transaction amount reaches 20% of the</p>	<p>Article 9 Public Disclosure</p> <p>The Company shall report and publicly disclose the following acquisition or disposal of assets in accordance with the relevant regulations within two days to the Financial Supervisory Commission on the designated website commencing immediately from the Date of the Event:</p> <p>1. The acquisition or disposal of real estate or related right-of-use assets from or to a related party, or acquisition or disposal of assets other than real estate or related right-of-use assets from or to a related</p>	

Revised Articles	Existing Articles	Description
<p>Company's paid-in capital, 10% of the Company's total assets, or NT\$300 million; provided, this shall not apply to buying or selling of domestic government bonds or bonds under repurchase and resale agreements, nor to subscription or redemption of money market funds issued by domestic securities investment trusts;</p> <p>2. Mergers, spin-offs, acquisitions or shares transfer;</p> <p>3. The acquisition or disposal of other assets where the transaction amount reaches 20% of the Company's paid-in capital or exceeds NT\$300 million.</p> <p>4. When acquiring or disposing of real estate or related right-of-use assets with non-related party and the transaction amount reaches the following:</p> <p>a. For public company with paid in capital of less than NT \$10 billion, the transaction amount reaches NT \$0.5 billion.</p> <p>b. For public company with paid in capital of more than NT \$10 billion, the transaction amount reaches NT \$1 billion.</p>	<p>party where the transaction amount reaches 20% of the Company's paid-in capital, 10% of the Company's total assets, or NT\$300 million; provided, this shall not apply to buying or selling of domestic government bonds or bonds under repurchase and resale agreements, nor to subscription or redemption of money market funds issued by domestic securities investment trusts;</p> <p>2. Mergers, spin-offs, acquisitions or shares transfer;</p> <p>3. The acquisition or disposal of other assets where the transaction amount reaches 20% of the Company's paid-in capital or exceeds NT\$300 million.</p> <p>4. When acquiring or disposing of real estate or related right-of-use assets with non-related party and the transaction amount reaches the following:</p> <p>a. For public company with paid in capital of less than NT \$10 billion, the transaction amount reaches NT \$0.5 billion.</p>	

Revised Articles	Existing Articles	Description
<p>5. The acquisition or disposal of real estate or related right-of-use assets for the construction company and when the transaction party is not a related party, when the transaction amount reaches NT \$0.5 billion with paid in capital of more than NT \$10 billion. When disposing the property that is owned constructed with non related party, the transaction amount reaches NT \$1 billion.</p> <p>6. Acquisition of real estate by way of contracting third parties to construct on land owned or leased by the Company, distribution of building under joint construction project, distribution of profit under joint construction project, or selling building under joint construction project with non-related parties, and the amount of transaction not exceeding NT\$ 500 million (based on the amount the Company intends to contribute).</p> <p>7. Except for the asset transaction from the preceding 6 paragraph, disposing creditor right for the financial institution, or investment in mainland</p>	<p>b. For public company with paid in capital of more than NT \$10 billion, the transaction amount reaches NT \$1 billion.</p> <p>5. The acquisition or disposal of real estate or related right-of-use assets for the construction company and when the transaction party is not a related party, when the transaction amount reaches NT \$0.5 billion with paid in capital of more than NT \$10 billion. When disposing the property that is owned constructed with non related party, the transaction amount reaches NT \$1 billion.</p> <p>6. Acquisition of real estate by way of contracting third parties to construct on land owned or leased by the Company, distribution of building under joint construction project, distribution of profit under joint construction project, or selling building under joint construction project with non-related parties, and the amount of transaction not exceeding NT\$ 500 million (based on the amount the Company intends to contribute).</p>	

Revised Articles	Existing Articles	Description
<p>China, the transaction amount reach 20% of the Company’s paid-in capital or NT\$ 300 million. However, The following situations shall not be subject to the above reporting/disclosure requirements:</p> <p>a. Buying or selling domestic government bonds; <u>or foreign bonds with a credit rating that is not lower than our country's sovereign rating</u></p> <p>b. Buying or selling bonds under repurchase and resale agreements, or subscribing or redeeming money market funds , <u>or purchase and resale exchange investment security</u> issued by domestic securities investment trusts;</p> <p>c. Acquisition or disposal of bonds with buy-back and sell-back clause, purchase and buy-back of money market funds issued by domestic trust company</p> <p>The “transaction amount” referred to above shall be calculated as follows:</p> <p>1. The amount of each single transaction for acquisition or disposal of assets;</p> <p>2. The cumulative amount of several transactions with the same party for the acquisition or disposal of the same kind of</p>	<p>7. Except for the asset transaction from the preceding 6 paragraph, disposing creditor right for the financial institution, or investment in mainland China, the transaction amount reach 20% of the Company’s paid-in capital or NT\$ 300 million. However, The following situations shall not be subject to the above reporting/disclosure requirements:</p> <p>a. Buying or selling domestic government bonds;</p> <p>b. Buying or selling bonds under repurchase and resale agreements, or subscribing or redeeming money market funds issued by domestic securities investment trusts;</p> <p>c. Acquisition or disposal of bonds with buy-back and sell-back clause, purchase and buy-back of money market funds issued by domestic trust company</p> <p>The “transaction amount” referred to above shall be calculated as follows:</p> <p>1. The amount of each single transaction for acquisition or disposal of assets;</p>	

Revised Articles	Existing Articles	Description
<p>assets within one year;</p> <p>3. The cumulative amount for acquisition or disposal (acquisition and disposal shall be accumulated separately) of real estate or related right-of-use assets under the same development project within one year;.</p> <p>4. the cumulative amount for acquisition or disposal (acquisition and disposal shall be accumulated separately) of the same security within one year.</p> <p>“Within one year” as used in the preceding paragraph refers to one year preceding the Date of the Event of the subject acquisition or disposal of assets. Transactions that have been previously disclosed in accordance with the Procedures shall be excluded.</p> <p>The Company acquiring or disposing of assets shall keep all relevant contracts, meeting minutes, log books, appraisal reports and CPA, attorney, and securities underwriter opinions at the Company headquarters, where they shall be retained for five years except where another act provides otherwise.</p>	<p>2. The cumulative amount of several transactions with the same party for the acquisition or disposal of the same kind of assets within one year;</p> <p>3. The cumulative amount for acquisition or disposal (acquisition and disposal shall be accumulated separately) of real estate or related right-of-use assets under the same development project within one year;.</p> <p>4. the cumulative amount for acquisition or disposal (acquisition and disposal shall be accumulated separately) of the same security within one year.</p> <p>“Within one year” as used in the preceding paragraph refers to one year preceding the Date of the Event of the subject acquisition or disposal of assets. Transactions that have been previously disclosed in accordance with the Procedures shall be excluded.</p> <p>The Company acquiring or disposing of assets shall keep all relevant contracts, meeting minutes, log books, appraisal reports and CPA, attorney,</p>	

Revised Articles	Existing Articles	Description
<p>When the Company directly or indirectly gives up on future Bora Health Inc.'s capital increase plan, or directly or indirectly disposing the Company's share, the independent professional shall be hired to issue on the reasonableness of the price and the effect on the stockholder's equity. When the Company's loses the control of its subsidiary, the Board of Director shall pass a special resolution. Independent director shall attend the meeting and share opinion.</p>	<p>and securities underwriter opinions at the Company headquarters, where they shall be retained for five years except where another act provides otherwise.</p>	
<p>Article 15 The professional appraisers, certified public accounts, attorneys, and securities underwriters that provide appraisal reports to the Company shall meet the following requirements: 1. May not have previously received a final and unappealable sentence to imprisonment for one year or longer for a violation of the Securities and Exchange Act, the Company Act, The Banking Act of The Republic of China, the Insurance Act, the Financial Holding Company Act, or the Business Entity Accounting</p>	<p>Article 15 The professional appraisers, certified public accounts, attorneys, and securities underwriters that provide appraisal reports to the Company shall meet the following requirements: 1. May not have previously received a final and unappealable sentence to imprisonment for one year or longer for a violation of the Securities and Exchange Act, the Company Act, The Banking Act of The Republic of China, the Insurance Act, the Financial Holding</p>	

Revised Articles	Existing Articles	Description
<p>Act, or for fraud, breach of trust, embezzlement, forgery , or occupational crime. However, this provision does not apply if 3 years have already passed since completion of service of the sentence, such expiration of the period of a suspended sentence, or a pardon was received.</p> <p>2. May not be a related party or <i>de facto</i> related party of any party to the transaction.</p> <p>3. If the company is required to obtain appraisal reports from two or more professional appraisers, the different professional appraisers or appraisal officers not be related parties or de facto related parties of each other.</p> <p>When issuing the appraisal report or opinion, the personnel referred to in the preceding paragraph shall comply <u>with the code of conduct for the respective professional organization and the following:</u></p> <p>1. Before accepting the case appointment, the personnel shall prudently assess and evaluate their own professional capabilities, practical experience, and independence.</p> <p>2. When <u>executing</u> a case, the</p>	<p>Company Act, or the Business Entity Accounting Act, or for fraud, breach of trust, embezzlement, forgery , or occupational crime.</p> <p>However, this provision does not apply if 3 years have already passed since completion of service of the sentence, such expiration of the period of a suspended sentence, or a pardon was received.</p> <p>2. May not be a related party or <i>de facto</i> related party of any party to the transaction.</p> <p>3. If the company is required to obtain appraisal reports from two or more professional appraisers, the different professional appraisers or appraisal officers not be related parties or de facto related parties of each other.</p> <p>When issuing the appraisal report or opinion, the personnel referred to in the preceding paragraph shall comply with the following:</p> <p>1. Before accepting the case appointment, the personnel shall prudently assess and evaluate their own professional capabilities, practical experience, and</p>	

Revised Articles	Existing Articles	Description
<p>personnel 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.</p> <p>3. The personnel shall undertake an item-by-item evaluation of the comprehensiveness, accuracy, and reasonableness of the sources of data used, the used parameters, and the used information as the basis for issuance of the appraisal report or the opinion.</p> <p>4. The personnel shall issue a statement and the content of the statement shall include stating the professional competence and independence of the personnel who prepared the report or opinion, and stating that they have evaluated and found that the information used is reasonable and accurate, and that they have complied with applicable laws and regulations.</p>	<p>independence.</p> <p>2. When examining a case, the personnel 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.</p> <p>3. The personnel shall undertake an item-by-item evaluation of the comprehensiveness, accuracy, and reasonableness of the sources of data used, the used parameters, and the used information as the basis for issuance of the appraisal report or the opinion.</p> <p>4. The personnel shall issue a statement and the content of the statement shall include stating the professional competence and independence of the personnel who prepared the report or opinion, and stating that they have evaluated and found that</p>	

Revised Articles	Existing Articles	Description
	<p>the information used is reasonable and accurate, and that they have complied with applicable laws and regulations.</p>	
<p>Article 17 When the Company intends to acquire or dispose of real property or right-of-use assets from or to a related party, or when it intends to acquire or dispose of assets other than real property or right-of-use assets from or to a related party and the transaction amount reaches 20% or more of paid-in capital, 10% or more of the Company's total assets, or NT\$300 million or more, except for trading of domestic government bonds or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises, the Company may not proceed to enter into a transaction contract or make a payment until the following matters have been agreed by the audit committee and approved</p>	<p>Article 17 When the Company intends to acquire or dispose of real property or right-of-use assets from or to a related party, or when it intends to acquire or dispose of assets other than real property or right-of-use assets from or to a related party and the transaction amount reaches 20% or more of paid-in capital, 10% or more of the Company's total assets, or NT\$300 million or more, except for trading of domestic government bonds or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises, the Company may not proceed to enter into a transaction contract or make a payment until the following</p>	

Revised Articles	Existing Articles	Description
<p>by the Board of Directors.</p> <ol style="list-style-type: none"> 1. The purpose, necessity and anticipated benefit of the acquisition or disposal of assets. 2. The reason for choosing the related party as a trading counterparty. 3. With respect to the acquisition of real property or right-of-use assets thereof from a related party, information regarding appraisal of the reasonableness of the preliminary transaction terms 4. The date and price at which the related party originally acquired the real property, the original trading counterparty, and that trading counterparty's relationship to the Company and the related party. 5. Monthly cash flow forecasts for the year commencing from the anticipated month of signing of the contract, and evaluation of the necessity of the transaction, and reasonableness of the funds utilization. 6. An appraisal report from a professional appraiser or a CPA's opinion. 7. Restrictive covenants and other important stipulations 	<p>matters have been agreed by the audit committee and approved by the Board of Directors.</p> <ol style="list-style-type: none"> 1. The purpose, necessity and anticipated benefit of the acquisition or disposal of assets. 2. The reason for choosing the related party as a trading counterparty. 3. With respect to the acquisition of real property or right-of-use assets thereof from a related party, information regarding appraisal of the reasonableness of the preliminary transaction terms 4. The date and price at which the related party originally acquired the real property, the original trading counterparty, and that trading counterparty's relationship to the Company and the related party. 5. Monthly cash flow forecasts for the year commencing from the anticipated month of signing of the contract, and evaluation of the necessity of the transaction, and reasonableness of the funds 	

Revised Articles	Existing Articles	Description
<p>associated with the transaction.</p> <p>The calculation of the transaction amounts referred to above in this Paragraph shall be made in accordance with Article 9, Paragraph 2, 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 agreed by the audit committee and approved by the Board of Directors need not be counted toward the transaction amount.</p> <p>With respect to the types of transactions listed below, when the transaction is being conducted by the Company, its subsidiary, or subsidiary in which the Company directly or indirectly own one hundred percent of the issued shares or authorized capital, the Company's Board of Directors may, pursuant to Article 7, Paragraph 2, delegate the chairman to decide such matters when the transaction is within a certain amount and have the decisions subsequently submitted to and ratified by the next board of directors meeting:</p> <p>1. Acquisition or disposal of equipment or right-of-use assets thereof held for business use.</p>	<p>utilization.</p> <p>6. An appraisal report from a professional appraiser or a CPA's opinion.</p> <p>7. Restrictive covenants and other important stipulations associated with the transaction.</p> <p><u>The calculation of the transaction amounts referred to above in this Paragraph shall be made in accordance with Article 9, Paragraph 2, 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 agreed by the audit committee and approved by the Board of Directors need not be counted toward the transaction amount.</u></p> <p>With respect to the types of transactions listed below, when the transaction is being conducted by the Company, its subsidiary, or subsidiary in which the Company directly or indirectly own one hundred percent of the issued shares or authorized capital, the Company's Board of Directors may, pursuant to Article 7, Paragraph 2, delegate the chairman to decide such matters when the</p>	

Revised Articles	Existing Articles	Description
<p>2. Acquisition or disposal of real property right-of-use assets held for business use.</p> <p>During the Board discussion in accordance to paragraph 1, each Independent Director’s opinion shall be fully taken into consideration. If any Independent Director has any dissenting opinions or makes any reservation, they shall be recorded in the minutes of the meeting of the Board of Directors.</p> <p>For Audit Committee’s resolution item in paragraph 1, it shall be agreed by no less than half of all audit committee members and approved by the Board of Directors, and enter into force after the approval of resolution by the Shareholders Meeting, in accordance to Article 30 Paragraph 4 to 5.</p> <p>When the Company and its non-domestic public subsidiary has transaction amount that reaches the Company’s 10% of total asset, the Company shall have approval from the Company’s stockholder meeting before signing the contract and initiate the payment. When the Company’s engages in transaction with its parent company, subsidiary and between subsidiary, this</p>	<p>transaction is within a certain amount and have the decisions subsequently submitted to and ratified by the next board of directors meeting:</p> <ol style="list-style-type: none"> 1. Acquisition or disposal of equipment or right-of-use assets thereof held for business use. 2. Acquisition or disposal of real property right-of-use assets held for business use. <p>During the Board discussion in accordance to paragraph 1, each Independent Director’s opinion shall be fully taken into consideration. If any Independent Director has any dissenting opinions or makes any reservation, they shall be recorded in the minutes of the meeting of the Board of Directors.</p> <p>For Audit Committee’s resolution item in paragraph 1, it shall be agreed by no less than half of all audit committee members and approved by the Board of Directors, and enter into force after the approval of resolution by the Shareholders Meeting, in accordance to Article 30 Paragraph 4 to 5.</p>	

Revised Articles	Existing Articles	Description
<p><u>provision shall not be included.</u></p> <p><u>The aforementioned transaction amount shall mean the actual transaction date.</u></p>		
<p>Article 31</p> <p>The procedure is approved on May 14, 2014.</p> <p>The First amendment was made on August 25, 2014; the Second amendment was made on April 9, 2015; the Third amendment is made on June 20, 2017; the Fourth amendment is made on February 5, 2018; the Fifth amendment is made on June 11, 2019; <u>the Sixth amendment is made on May 24, 2021.</u></p>	<p>Article 31</p> <p>The procedure is approved on May 14, 2014.</p> <p>The First amendment was made on August 25, 2014; the Second amendment was made on April 9, 2015; the Third amendment is made on June 20, 2017; the Fourth amendment is made on February 5, 2018; the Fifth amendment is made on June 11, 2019.</p>	

Attachment XI Amendment Comparison Table of the Procedure for Engaging in Financial Derivative Transaction

**Bora Pharmaceuticals Co., Ltd.
Amendment Comparison Table of the Procedure for Engaging in Financial Derivative Transaction**

Revised Articles	Existing Articles	Description
<p>Article 7 Authorization</p> <p>1. For acquisition or disposal of long and short term securities, the responsible department shall execution the transaction after the trading purpose, reference for the transaction price, and transaction method is approved. When the cumulative yearly transaction amount is below NT <u>80</u> million, it shall be approved by the chairman. When the cumulative yearly transaction amount is over NT <u>80</u> million, it shall be approved by the Board of Director.</p> <p>2. For acquisition or disposal of property, plant, and equipment, the responsible department shall execution the transaction after the trading purpose, reference for the transaction price, and transaction method is approved. When the cumulative yearly transaction amount is below NT <u>60</u> million, it shall be approved by the chairman. When the cumulative yearly transaction amount is over NT</p>	<p>Article 7 Authorization</p> <p>1. For acquisition or disposal of long and short term securities, the responsible department shall execution the transaction after the trading purpose, reference for the transaction price, and transaction method is approved. When the cumulative yearly transaction amount is below NT 30 million, it shall be approved by the chairman. When the cumulative yearly transaction amount is over NT 30 million, it shall be approved by the Board of Director.</p> <p>2. For acquisition or disposal of property, plant, and equipment, the responsible department shall execution the transaction after the trading purpose, reference for the transaction price, and transaction method is approved. When the cumulative yearly transaction amount is below NT 20</p>	

Revised Articles	Existing Articles	Description
<p>90 million, it shall be approved by the Board of Director.</p> <p>3. If the Company has set up the audit committee in accordance with the Security and Exchange Act, the audit committee shall approve and send to Board of Director for resolution when material acquisition or disposal of asset happens.</p>	<p>million, it shall be approved by the chairman. When the cumulative yearly transaction amount is over NT 20 million, it shall be approved by the Board of Director.</p> <p>3. If the Company has set up the audit committee in accordance with the Security and Exchange Act, the audit committee shall approve and send to Board of Director for resolution when material acquisition or disposal of asset happens.</p>	

Appendix I Articles of Incorporation (before amendment)

**Bora Pharmaceuticals Co., Ltd. Articles of
Incorporation (Before amendment)
(Translation)**

Chapter 1 General Provisions

Article 1: The Company shall be organized in accordance with the Company Act as a company limited by shares, and named as 保瑞藥業股份有限公司 in Chinese, and BORA PHARMACEUTICALS CO., LTD. in English.

Article 2: The scope of business of the Company shall be as follows:

1. C802041 Manufacture of Drugs and Medicines.
2. F108021 Wholesale of Drugs and Medicines.
3. F108031 Wholesale of Medical Devices.
4. F107070 Wholesale of Veterinary Drugs.
5. F113030 Wholesale of Precision Instruments.
6. F113060 Wholesale of Measuring Instruments.
7. F108040 Wholesale of Cosmetics.
8. F207070 Retail Sale of Veterinary Drugs.
9. F203010 Retail Sale of Food, Grocery and Beverage.
10. F401010 International Trade.
11. I102010 Investment Consulting.
12. I103060 Management Consulting.
13. H703100 Real Estate Leasing.
14. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3: The Company's total investment amount is not limited by "shall not exceed forty percent of the amount of its own paid-up capital" stipulated in Article 13 of the Company Act.

The Company, may due to operations or investment business requirements, make endorsements or guarantees for others, and the procedures shall be in accordance with the Company's

Operational Procedures for Endorsements/Guarantees.

The Company shall not loan funds to any of its shareholders or any other person except under the circumstances specified in Article 15 of the Company Act.

Article 4: The head office of the Company shall be set up in Taipei City, and branches may be set up in other appropriate places where necessary, and its setup, closure or change shall be approved by the board of directors.

Article 5: The Company's public announcements method shall be in accordance with Article 28 of the Company Act.

Chapter 2 Shares

Article 6: The total authorized capital of the Company shall be NT\$600,000,000 divided into 60,000,000 shares at NT\$10 each. The board of directors is hereby authorized to issue the shares in installments where necessary. NT\$35,000,000 from the above authorized capital shall be reserved for issuance of employee share subscription warrants, divided into 3,500,000 shares at NT\$10 each. The board of directors may issue the shares in installments by passing a resolution.

Article 6-1: The transferor where the Company repurchases shares from in accordance with the law, recipient of share subscription warrant and restricted stock for employees, and those with the right to subscribe new shares, may include employees of parents or subsidiaries of the Company meeting certain specific requirements, and the board of directors may be authorized to determine the requirements and distribution method.

Article 7: The Company's shares are in the form of registered share certificates with serial number, and shall be signed or sealed by 3 or more directors, and duly certified or authenticated by the competent authority or certifying institution appointed by the competent authority before issuance thereof. The Company, after a public share issuance, may be exempted from printing any share certificate for the shares issued but shall register with a centralized securities depository enterprise; The same applies for issuing other securities.

Issuance of shares as stipulated in the preceding paragraph, may

according to the request of the centralized securities depository enterprise, be merged and issued as large denomination securities.

If there is a need to cancel the Company's publicly issued shares, a resolution may be passed during the shareholders' meeting.

After the Company has issued shares to the public, shareholder services matters shall be handled in accordance with the Company Act, Regulations Governing the Administration of Shareholder Services of Public Companies published by the competent authority, and other relevant laws and regulations.

Article 8: For transfer of shares, the transferor and transferee shall apply to the Company by completing the application form, and sign or seal; before the completion of the transfer, it shall not be set up as defense against the Company.

Changes to the records of shareholder register shall be suspended within 30 days prior to the convening date of a regular shareholders meeting, or within 15 days prior to the convening date of a special shareholders meeting, or within 5 days prior to the target date fixed by the Company for distribution of dividends, bonus or other benefits.

After the Company has issued shares to the public, changes to the records of shareholder register shall be suspended within 60 days prior to the convening date of a regular shareholders meeting, or within 30 days prior to the convening date of a special shareholders meeting, or within 5 days prior to the target date fixed by the Company for distribution of dividends, bonus or other benefits.

The Company's shareholder services matters shall be handled in accordance with the Company Act, and the Regulations Governing the Administration of Shareholder Services of Public Companies published by the competent authority.

Chapter 3 Shareholders' meeting

Article 9: The Company's shareholders' meeting comprises the following two kinds:

- I. Regular meeting is to be held at least once every year, and shall be convened within 6 months upon the close of the

fiscal year, by the board of directors according to the law.

II. Special shareholders meeting may be convened where necessary according to the laws and regulations.

Article 9-1: The chairman of the board of directors shall be the chair of the shareholders' meeting. In case the chairman of the board of directors is on leave or absent or cannot exercise his power and authority for any cause, the chairman of the board of directors shall designate one of the directors to act on his behalf. In the absence of such a designation, the directors shall elect from among themselves an acting chairman of the board of directors. For a shareholders' meeting convened by any other person having the convening right, he/she shall act as the chairman of that meeting provided, however, that if there are two or more persons having the convening right, the chairman of the meeting shall be elected from among themselves.

Article 9-2: Shareholders shall be notified and a public announcement shall be made of the date, place and meeting agenda of regular shareholders meetings, no later than 20 days prior to the meeting date; and no later than 10 days prior to the date of special shareholders meeting. The notice may be effected by means of electronic transmission, after obtaining prior consent from the recipients thereof.

After the Company has issued shares to the public, the convening notice set forth in the preceding paragraph shall be no later than 30 days for regular shareholders meeting, and no later than 15 days for special shareholders meeting.

The notice set forth in the preceding paragraph to shareholders who own less than 1,000 shares may be given in the form of a public announcement.

Article 10: A shareholder who is unable to attend the shareholder's meeting may appoint a proxy to attend the meeting by providing the duly signed and sealed proxy form issued by the Company and stating the scope of the proxy's authorization.

After the Company has issued shares to the public, in addition to the provision in the preceding paragraph, appointing a proxy for attendance by shareholder shall be handled in accordance with the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies published by the

competent authority.

Article 11: A shareholder shall have one voting power in respect of each share held, except if the share is restricted under the circumstances as stipulated in Article 179 of the Company Act or has no voting rights.

When the Company holds a shareholder meeting, it may adopt exercise of voting rights by electronic means or correspondence. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders meeting notice.

Article 12: Resolutions at a shareholders' meeting shall, unless otherwise provided for in the Company Act or the Articles of Incorporation, be adopted by a majority vote of the shareholders present, who represent more than one-half of the total number of voting shares.

Article 12-1: Resolutions adopted at a shareholders' meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the chair of the meeting and shall be distributed to all shareholders within 20 days after the close of the meeting. The minutes shall be kept persistently throughout the life of the Company.

After the Company has issued shares to the public, the meeting minutes of the preceding paragraph may be distributed by means of a public announcement made through the Market Observation Post System (MOPS).

Chapter 4 Directors and Audit Committee

Article 13: The Company shall have 7 to 9 directors for a term of 3 years, and the election of directors adopt a candidates nomination system in accordance with Article 192-1 of the Company Act. Directors shall be appointed from the director candidate list in the shareholders' meeting, and may be eligible for re-election.

The cumulative voting method shall be used for election of the directors in the Company. The number of votes exercisable in respect of one share shall be the same as the number of directors to be elected, and the total number of votes per share may be consolidated for election of one candidate or may be split for 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.

Except for the provisions in Article 172 of the Company Act, the essential contents shall be explained in the notice of the reasons for convening the shareholders meeting.

The above directors shall include not less than 3 independent directors, and not less than one-fifth of the director seats shall be held by independent directors. Independent directors' professional qualification, shareholding, part-time restrictions, nomination and election methods, and other matters to be complied, shall be in accordance with the relevant laws and regulations by the competent securities authority.

The percentage of shareholdings of all the directors shall be in accordance with the regulations of the competent securities authority.

The Company may take out directors' liability insurance with respect to liabilities resulting from exercising their duties during their terms of occupancy.

Article 13-1: In accordance with Article 14-4 of the Securities and Exchange Act, the Company shall appoint an audit committee, composed of the entire number of independent directors, to perform duties in compliance with the Company Act, the Securities and Exchange Act and other laws and regulations that stipulate the duties of supervisors.

Audit committee members, exercise of powers and other matters to be complied with, shall be handled in accordance with the relevant laws and regulations, and the audit committee charter shall be prepared by the board of directors.

Article 13-2: The board of directors is formed by the directors, and its duties and authority are as follows:

- I. Prepare business plan.
- II. Submit surplus earning distribution or loss off-setting proposal
- III. Submit capital increase or reduction proposal.
- IV. Formulate important rules and Company's organizational rules.
- V. Appoint and dismiss the Company's general manager and managers.

- VI. Set up or abolish branches.
- VII. Prepare budget and final accounts.
- VIII. Other duties and authority in accordance with the Company Act or empowered by resolution of shareholders' meeting.

Article 13-4: The Company may establish a remuneration committee or other functional committees according to the law or business needs.

Article 14: The directors shall constitute the board of directors, and a chairman of the board directors shall be elected from among the directors by a majority vote at a meeting attended by over two-thirds of the directors. The chairman of the board of directors shall externally represent the Company.

Article 14-1: Except as otherwise stated in the Company Act, the meeting of the board of directors shall be convened by the chairman of the board. Except as otherwise stated in the Company Act, a resolution on a matter at a board of directors meeting requires the approval of a majority of the directors present at the meeting that shall be attended by a majority of all directors.

The reasons for calling a board of directors meeting shall be notified to each director at least seven days in advance. In emergency circumstances, however, a meeting may be called on shorter notice.

The notice may be effected in writing, by fax or email, after obtaining prior consent from the recipients thereof.

Article 15: The Chairman of the board of directors shall be the chair of the board meeting. In case the Chairman of the board of directors is on leave or absent or cannot exercise his power and authority for any cause, his representative shall be selected according to Article 208 of the Company Act. Each director shall attend the meeting of the board of directors in person. A director who is unable to attend the meeting and appoints another director to attend the meeting, shall provide a proxy letter stating the scope of power authorized to the proxy for each meeting. Each director shall only be designated as the proxy of one director.

Meeting of the board of directors may be held by means of visual communication network. Directors taking part in such a visual communication meeting shall be deemed to have attended the meeting in person.

Article 15-1: When the number of vacancies in the board of directors of the

Company equals to one third of the total number of directors, the board of directors shall call, within 60 days, a special meeting of shareholders to elect succeeding directors to fill the vacancies, for a term not exceeding the remaining term of the former director.

When the number of directors falls below the required number due to the dismissal of a director for any reason (including resignation, dismissal, expiration of the term of office, etc.), the Company shall hold a by-election for director at the next following shareholders meeting; When all independent directors have been dismissed, the Company shall convene a special shareholders meeting to hold a by-election within 60 days from the date on which the situation arose.

Article 16: The Company may provide remuneration to all its directors for the execution of the Company's business regardless of whether the Company incur a profit or loss. The remuneration of the chairman of the board and directors may be based on their involvement in the Company's business operation and their contributions to the Company and paid at such level as generally adopted by the enterprises of the same industry.

Chapter 5 Managerial officers

Article 17: The Company may have one or more managerial personnel, and the appointment and discharge and the remuneration of the managerial personnel shall be decided in accordance with the Article 29 of the Company Act.

Chapter 6 Accounting

Article 18: In accordance with Article 228 of the Company Act, the board of directors shall prepare the following statements and records at the close of each fiscal year, and submit them to the annual shareholders' meeting for its ratification.

- I. Business Report.
- II. Financial Statements.
- III. Surplus earning distribution or loss off-setting proposals.

Article 19: The Company's fiscal year is from January 1 to December 31. Settlement of accounts shall be conducted at the close of the

fiscal year.

Article 20: The Company may according to the Company Act, distribute surplus earning or off-set loss at the close of each half fiscal year. When distributing surplus earnings, the Company shall estimate and reserve the taxes and dues to be paid, the losses to be covered and the legal reserve to be set aside according to the law. However when the legal reserve amounts to the paid-in capital, this shall not apply. Distribution of surplus distribution by cash shall be passed by a resolution of the board; distribution by issuing of new shares shall be approved by resolution at a shareholders' meeting according to the regulations.

In the event the Company makes a profit during the fiscal year it shall set aside no less than 2% of the profits as employees' compensation and no higher than 5% of the profit as directors' remuneration. However, priority shall be given to reservation of funds for compensation of cumulative losses, if any. The distribution of employees' compensation and directors' remuneration shall be determined by a resolution adopted by a majority vote at a board of directors' meeting attended by two-thirds or more of the directors, and be reported at a shareholders' meeting. By a resolution at a meeting of the board of directors, employees' compensation may be distributed in the form of shares or in cash. The board of directors is authorized to set the qualification requirements of employees, including the employees of parents or subsidiaries of the Company meeting certain specific requirements, entitled to the distribution.

If there is surplus after the fiscal year closes, it shall be distributed in the following order:

- I. Payment of tax
- II. Make up for previous years' loss
- III. Set aside 10% as legal reserve (Where such legal reserve amounts to the total paid-in capital, this provision shall not apply).
- IV. Set aside or reverse special reserve according to the law.
- V. If undistributed earnings are still present, the board of directors may prepare a profit distribution proposal together with the undistributed earnings, and submit to the shareholders' meeting for resolution of distribution of

dividends and bonuses.

The Company adopts a residual dividend policy. By considering factors such as the Company's current and future investment environment, capital needs, internal and external competition, and capital budget, and taking into account the interest of shareholders, balanced dividend and the Company's long-term financial plan. The board of directors shall formulate dividend distribution plan on a yearly basis in accordance with the law, to be approved by resolution at shareholders' meetings. The annual cash dividend distribution shall not be less than 10% of the total cash and stock dividend distributed for the year.

Chapter 7 Supplementary Provisions

Article 21: Matters not covered in the Articles of Incorporation shall be handled in accordance with the provisions of the Company Act.

Article 21-1: The Company's organizational rules and administrative regulations shall be prescribed.

Article 22: The Articles of Incorporation was formulated on May 10, 2007; and the first amendment was made on August 12 2009; the second amendment on October 5, 2009; the third amendment on November 1, 2010; the fourth amendment on November 12, 2012; the fifth amendment on January 21, 2013; the sixth amendment on the February 18, 2013; seventh amendment on April 12, 2013; the eighth amendment on June 17, 2013; the ninth amendment on May 14, 2014; the tenth amendment on April 9, 2015; the eleventh amendment on February 15, 2016; the twelfth amendment on June 20, 2017; the thirteenth amendment on June 19, 2018, the fourteenth amendment on June 11, 2019, and the fifteenth amendment on May 28, 2020.

Bora Pharmaceuticals Co., Ltd.
Chairman: Bobby Sheng

Appendix II Procedure for Lending Funds to Other Party

Article 1 Purpose and legal basis

The procedure is established to ensure the Company's fund lending procedure is followed. This procedure is established in accordance with "Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies". If there is unaccomplished matter, please follow "Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies".

Article 2 Scope

In accordance with Article 15 of the Company Act, the Company shall not lend to shareholder or any other person except for the following circumstance:

5. Companies having a business relationship with the Company;
6. For companies in need of funds for short-term period, total lending amount shall not exceed 40% of the net worth of the Company.

The aforementioned "short-term period" means the longer of one year or one operating cycle. "Lending amount" means the cumulative amount of the Company's short-term lending amount.

For fund-lending between offshore subsidiaries whose voting shares are 100% owned, directly or indirectly, by the Company, or fund-lending to the Company by offshore subsidiaries whose voting shares are 100% owned, directly or indirectly, by the Company, the total amount for such fund-lending shall be subject to the limit of 100% of the net worth of the Company. The term of each loan extended by the Company shall not exceed 1 year.

The Company and its subsidiary shall follow the "Regulations Governing the Preparation of Financial Reports by Securities Issuers". The Company's financial reports is prepared in accordance with the International Financial Reporting Standards. The "net worth" mentioned in this procedure means the equity attributable to shareholders of the parent in the balance sheet in accordance with "Regulations Governing the Preparation of Financial Reports by Securities Issuers". The latest financial report means the Company's latest financial reports audited or reviewed by the certified public accountant in accordance with local regulation. When the Company's person in charge violates the Article 1, person in charge has the joint return

responsibility with the borrower. If the Company incurs damage, person in charge will be held responsible for liability for damage.

Article 3 Reason and necessity of fund lending

If the Company engages in lend funding with other companies due to business relationship, Article 4, Paragraph 2 should be followed. Short term funding is limited to the following circumstance:

1. Companies that need funds for a short-term period due to business need which the Company directly or indirectly holds more than 50% of the voting shares.
2. Companies that need funds for a short-term period due to purchasing materials or operating turnover.
3. The Company's Board approves the lending.

Article 4 Total lending amount and the lending limit for individual company

1. The Company's total lending amount shall not exceed 50% of the net worth of the Company. Total amount of lending for the Company's each subsidiary shall not exceed 50% of the net worth of the subsidiary. Lending amount to a company having a business relationship with the Company shall not exceed 10% of the net worth of the subsidiary. Lending amount to a company in need of funding for a short-term period shall not exceed 40% of the net worth of the subsidiary.
2. Total amount for lending to a company having a business relationship with the Company shall not exceed the total transaction amount for the past year (transaction amount shall mean the higher of sales or purchasing amount between the parties), and shall not exceed 10% of the net worth of the Company.
3. For companies in need of funding for a short-term period, lending amount shall not exceed 40% of the net worth of the subsidiary whose voting rights are over 50% owned, directly or indirectly, by the Company, or lending between subsidiaries. For the rest of company, the lending amount shall not exceed 10% of the net worth of the company.
4. The lending amount for the Company and the Company's subsidiary will follow the proceeding 3 Paragraph. The lending amount between overseas subsidiaries that are wholly owned, directly or indirectly, by the Company or lending from wholly owned offshore subsidiaries, directly or indirectly, owned by the Company shall follow Article 3, Paragraph 3 of this Procedure.

Article 5 Fund lending procedure

1. Credit evaluation

When the company extends loans, the borrower should attach the company's necessary and financial information, and apply the credit limit to the Company through written application. After accepting the application, the finance department shall evaluate the borrower's business, financial information, solvency, creditworthiness, profitability, and purpose of lending, and issue reports. The finance department shall conduct a detailed evaluation and review of the borrower. The evaluation shall at least include:

- a. The necessity and rationality of extending loans to others;
- b. Borrower's credit status and risk assessment;
- c. Whether cumulative lending amount is within the lending limit;
- d. Impact on the company's business operations, financial condition, and shareholders' equity;
- e. Whether collateral must be obtained and appraisal of the value thereof; and
- f. Attach borrower's credit and risk evaluation.

2. Security procedure

When executing fund lending, the Company shall obtain chattel mortgage or real estate mortgage when necessary. For the aforementioned mortgage, the Board of Director shall evaluate the credit report when the creditor use individual or company who has resource and creditability as guarantor. When the guarantor is the company, the company's by law should be reviewed to verify if the guarantee clause is included.

3. Scope of authorization

When the Company contemplating fund lending, the finance department shall issue credit assessment report. The fund lending shall be approved by the president, and be submitted to and approved by the Board of Director. Major fund lending shall be approved by the audit committee and be submitted to and approved by the Board of Director.

Fund lending between the Company and its subsidiaries, or among the subsidiaries, shall be approved by the Board of Directors of the lending company, which Board may authorize its chairman to lend fund to borrowers, within a certain pre-approved amount and a period not exceeding one year, in one or several drawdowns or via a revolving credit line. The aforementioned credit should follow the guideline from Article 4.

When the Company lends funding to others, each Independent Director's opinion shall be fully taken into consideration. If any Independent Director has any dissenting opinions or makes any reservation, they shall be recorded in the minutes of the meeting of the Board of Directors.

Article 6 Lending period and interest calculation

1. According to Article 2, the Company's fund shall be for short-term period in principle. The term of each loan extended by the Company shall not exceed 1 year or 1 operating cycle.
2. The interest rate shall not be lower than the average borrowing interest rate from the financial institution. Interest rate can be waived between subsidiary's lending.
3. For special circumstance, the financing term can be extended and interest rate can be adjusted, and subject to approval from the Board of Director.
4. When the borrower cannot fulfill the financing contract, the Company shall dispose and reimburse from the collateral or guarantor, and collect additional 10% on top of the agreed interest for breaching the contract.

Article 7 Follow up procedure for fund lending and procedure for overdue loans

1. After the loan is allocated, the Company shall review the borrower's and the guarantor's financial, business, and related credit information. When the collateral is provided, the Company shall evaluate if the value of the collateral is changing. When the value of the collateral change significantly, the chairman shall be informed immediately and the Company should take appropriate action.
2. When the borrower repays the loan at or before maturity, the interest payable shall be calculated. After the principal and the interest are repaid, the promissory note shall be cancelled and return to the borrower or perform collateral cancellation.
3. After the fund lending is approved by the Board of Director, the finance department may allocate the fund in one time or on installment to the borrower depending on the borrower's need. The borrower can repay the loan in one time or on installment. The lending amount shall not exceed the maximum amount mentioned in Article 4. The Company shall dispose or reimburse from the collateral or the guarantor in the event of violation.

Article 8 Internal audit

1. The Company shall establish and maintain a registry book to record borrower's portfolio, lending amount, resolution date for Board of Director, lending date and evaluation item mentioned in this Procedure.
2. Internal auditors shall perform auditing on the Company's lending profile and produce written auditing reports on a quarterly basis. A written report of any material violation must be submitted in writing to notify the Audit Committee.
3. Should a borrower no longer meet the criteria set forth in the relevant regulations and/or this Procedure or should there be any excess over the lending limit due to unexpected changes of the Company, a corrective plan must be provided to the Audit Committee and the proposed correction actions shall be implemented within the period specified in such plan.

Article 9 Report

1. The Company shall report the Company and its subsidiary's lending balance for previous month before the tenth day of each month.
2. When the Company's lending balance meets the following standard, the Company shall report it two days after the date of occurrence:
 - A. The aggregate balance of loans extended by the Company and its subsidiaries reaches 20% or more of the net worth of the Company from the most recent financial report.
 - B. The balance of loans to a single enterprise extended by the Company and its subsidiaries reaches 10% or more of the net worth of the Company from the most recent financial report.
 - C. The newly increased aggregate amount of loan extended by the Company and its subsidiaries reaches NT\$10 million and such amount exceeds 2% of the net worth of the Company.

The date of occurrence mentioned in this Procedure means the date of contract signing, date of payment, resolution date for the Board of Director, or other date that can confirm the counterpart and monetary amount of the transaction whichever is earlier.

3. If any subsidiary of the Company is not an ROC public company, the Company shall announce and report on behalf of such subsidiary any matter that such subsidiary is required to announce and report.

Article 10 Control on subsidiary's fund lending

When the Company's subsidiary lends funding to others, the Company shall mandate the subsidiary to formulate procedures for lending fund to other parties and follow the established procedure. When the Company's subsidiary lends

fund to other, the subsidiary shall provide related information periodically to the Company for review.

Article 11 Other matter

The Company shall make sufficient provision based on the lending profile, adequately disclose information in the financial statements, and provide external auditors with necessary information for conducting audit procedure.

Article 12. Penalty

When the Company lends funding to others, operating guideline and this Procedure shall be followed. If the manager or in charge violates this Procedure and cause material damage to the Company, the Company will impose sanction in accordance with Reward and Punishment Guideline and related personnel regulation.

Article 13. Implementation and revision

The Procedure shall be agreed by no less than half of all audit committee members and approved by the Board of Directors, and enter into force after the approval of resolution by the Shareholders Meeting.

When the Procedure is submitted to the Board of Directors for discussion in accordance with the Provision herein, each Independent Director's opinion shall be fully taken into consideration. If any Independent Director has any dissenting opinions or makes any reservation, they shall be recorded in the minutes of the meeting of the Board of Directors.

When the Company formulate or amend this Procedure, it shall be agreed by no less than half of all audit committee members, and approval of resolution by the Board of Director and Shareholder Meeting.

If approval by no less than half of the audit committee member is not obtained in accordance with the foregoing provisions, the approval of two-thirds of all the Directors shall be obtained instead. In this case, the resolution made by the audit committee members shall be stated in the minutes of the meeting of the Board of Directors.

The calculation of the number of the abovementioned audit committee members and Directors is based on those who at the time take office.

Appendix III Procedure for Endorsement and Guarantee

Article 1 Purpose

The Procedure set forth below are the guidelines for the Company to provide endorsement and/or guarantee to outside parties. If there is unaccomplished matter, please follow “Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies”.

Article 2 Scope

1. Financial endorsement and/or guarantee, including: discounted bill financing; endorsement or guarantee made for the financing needs of other companies, issuing negotiable instruments for the purpose of providing guarantee to obtain finance for its own businesses to an entity other than the financial institutions.
2. Custom duty endorsement and/or guarantee, which shall mean endorsement or guarantee for the company itself or other companies in respect of the custom duty matters.
3. Other endorsement and/or guarantee, which shall mean other endorsement or guarantee which cannot be included in the above two categories.
4. The Company creates a pledge or mortgage on its chattel or real estate as collateral for the loans of another Company.

Article 3 Applicability

The Company can provide endorsement and/or guarantee when contracting construction project with same industry company or in joint investment where endorsement and/or guarantee is provided proportionally by shareholders.

The party to whom the Company may provide endorsement and/or guarantee include the following:

4. Any company who has business relationship with the Company.
5. Any subsidiary whose voting share are fifty percent or more owned, directly or indirectly by the Company.
6. Any parent company who directly or through its subsidiaries indirectly own fifty percent or more of the Company's voting shares.

Subsidiaries whose voting shares are at least 90% owned, directly or indirectly, by the Company may provide endorsement and/or guarantee to each other, and the total amount of such endorsement/guarantee shall not exceed 10% of the Company's net worth. The limit restriction shall not apply to

endorsement/guarantee when such subsidiaries' voting shares are 100% owned, directly or indirectly, by the Company.

The Company and its subsidiary shall follow the "Regulations Governing the Preparation of Financial Reports by Securities Issuers". The Company's financial reports is prepared in accordance with the International Financial Reporting Standards. The "net worth" mentioned in this procedure means the equity attributable to shareholders of the parent in the balance sheet in accordance with "Regulations Governing the Preparation of Financial Reports by Securities Issuers". The latest financial report means the Company's latest financial reports audited or reviewed by the certified public accountant in accordance with local regulation.

Article 4 Limits on Endorsement and/or Guarantee

5. The total amount of endorsement/guarantee provided by the Company and its subsidiaries shall not exceed five times of the Company's net worth. The total amount of the endorsement/guarantee provided by the Company to any individual entity shall not exceed five times of the Company's net worth. If the aforementioned endorsement and or guarantee amount has reached 50% of the Company's net worth, the Company shall explain its necessity and rationality on stockholder's meeting.
6. In the event that the Company provides endorsements and/or guarantees due to having the business relationship with the Company. Despite the above limit, the aggregate amount of the endorsements and/or guarantees shall not exceed the trading amount between the two companies in the most recent year. The trading amount between the two companies means the total amount of purchase, or sale, whichever is higher.

Article 5 Decision Making and Authorization

3. The Company's endorsement and/or guarantee shall be approved by the Board of Directors. The Board of Directors may authorize the Company's Chairman to decide such matters within five times of the Company's net worth and then submit to the Board of Director for ratification. For material endorsement and/or guarantee, it shall be approved by the audit committee and be submitted to and approved by the Board of Director.

For subsidiary's endorsement and/or guarantee in accordance Article 3 Section 3, whose voting share is more than 90% owned directly or indirectly,

by the Company, it shall be approved by the Board of Director. The above criteria does not apply to subsidiary's endorsement and/or guarantee in accordance whose voting share is 100% owned directly or indirectly, by the Company

4. When the Company provides endorsement and/or guarantee due to having the business relationship with other company which the endorsement and/or guarantee amount exceeds the limit but other criteria are followed in accordance with this Procedure. It should be approved by the Board of Director, and more than half of the directors should name the joint guarantee for the company's possible losses that exceed the limit, and revise the endorsement guarantee operating procedures and report it to the shareholders' meeting for ratification; if the shareholders' meeting does not approve, a plan should be formulated to eliminate the excess within the time limit

When the Company lends funding to others, each Independent Director's opinion shall be fully taken into consideration. If any Independent Director has any dissenting opinions or makes any reservation, they shall be recorded in the minutes of the meeting of the Board of Directors.

Article 6 Procedures for Processing Endorsements and/or Guarantees

1. When the Company provides endorsement and/or guarantee, the other party should fill out the "Endorsement and/or Guarantee Application Form" and apply with the Company's finance department. The finance department should evaluate the risk, document the result, obtain the approval from the president and the chairman, and send to the Board of Director for approval. When the Company provides endorsement and/or guarantee to others, each Independent Director's opinion shall be fully taken into consideration. If any Independent Director has any dissenting opinions or makes any reservation, they shall be recorded in the minutes of the meeting of the Board of Directors.
2. The finance department shall review and perform risk evaluation, evaluation item shall include:
 - a. The necessity and rationality of the endorsement/guarantee.
 - b. The credibility and risk of involved parties.
 - c. Whether the accumulated endorsement and/or guarantee amount is within the limit.

- d. When the endorsement and/or guarantee is arise due to having the business relationship with the Company, endorsement and/or guarantee amount should be evaluated if it is within the trading limit.
 - e. The impact toward the Company's operating risk, financial position and shareholder's equity.
 - f. Necessity to acquire collateral and appraisal of collateral.
 - g. The credit and risk evaluation on endorsement and/or guarantee party.
3. The Company shall prepare a registry containing the guarantee item, endorsement date, name of endorsement party, result on risk evaluation, the amount of the endorsements/guarantees, the date of approval of the Board of Directors, collateral acquired, and criteria for discharging the collateral, endorsement, and guarantee.
 4. The Company shall assess and recognize, if any, contingent loss brought about by the endorsement/guarantee, to adequately disclose information in the financial statements, and to provide external auditors with necessary information for conducting due auditing and issuing auditing report.
 5. When the net worth of the Company or subsidiaries for which the Company provides endorsements/guarantees is less than one-half of its paid-in capital, the relevant finance department shall re-estimate the risk of the principal debt. In case there is the real risk that the principal debt will default, the finance department shall submit an improvement plan to the Company's Chairman for approval and implement accordingly.
In the case of a subsidiary with shares having no par value or a par value other than NT\$10, the paid-in capital shall be calculated based on the sum of the share capital plus paid-in capital in excess of par.

Article 7 Discharge on Endorsement and/or Guarantee

1. Upon the expiration of endorsement and/or guarantee, the endorsement and/or guarantee shall be terminated automatically. Before the expiration date, the endorsed and/or guaranteed enterprise shall file a cancellation form in order to terminate the endorsement and/or guarantee.
2. The finance department should record the cancellation of the endorsement guarantee in the endorsement guarantee registry book at any time to reduce the amount of the endorsement guarantee

Article 8 Procedure for Safekeeping the Corporate Chop

1. The Company shall use the Corporate Chop registered with the Ministry of Economic Affairs for the use of endorsement and/or guarantees. The

Corporate Chop shall be under the safekeeping of special personnel appointed and approved by the Company's Board of Director. The re-appointment of the special personnel shall follow the same procedure. The Corporate Chop may be used or to issue negotiable instruments only in accordance with the internal procedure.

2. When the Company provides guarantees to a foreign company, the guarantee agreement shall be signed by the personnel authorized by the Board of Directors.

Article 9 Internal Audit

2. The internal audit personnel of the Company shall verify these Procedures and its implementation and make a report in writing for record on a quarterly basis. If there is any significant violation, the personnel shall inform audit committee in writing immediately.
3. If there is change in circumstance and cause the endorsement and/or guarantee becomes unqualified for this Procedure or the endorsement and/or guarantee amount exceeds the limit under this Procedure, the audit unit should supervise the finance department to set a timeline to discharge the endorsement and/or guarantee amount or the amount exceeds the limit. The plan should submit to the audit committee and execute in accordance with the timeline.

Article 10 Public Announcement

3. The Company shall make a public announcement on the amount of the Company and its subsidiaries endorsements and/or guarantees on or before the 10th date of each month. The Company shall make a public announcement within two days in the event that the amount reaches any of the following threshold:
 - f. The total amount of endorsements and/or guarantees reaches 50% or more of the Company's net worth as shown in its latest financial report.
 - g. The amount of endorsement and/or guarantee to any single enterprise reaches 20% or more of the Company's net worth as shown in its latest financial report.
 - h. The amount of endorsement and/or guarantee to any single enterprise reaches NT\$10 million, and the aggregate amount of the endorsement and/or guarantees, investment accounted for under the equity method at its book value reaches 30% or more of the Company's net worth as shown in its latest financial report.

- i. The aggregate amount of new endorsement and/or guarantee made reaches NT\$30 million and 5% or more of the Company's net worth as shown in its latest financial report.

Date of occurrence of the event in these Procedures means the date of endorsements/guarantees signing, date of payment, dates of board of directors resolution, or other date that can confirm the counterparty and monetary amount of the endorsements/guarantees, whichever date is earlier.

4. If there is any reporting and announcement required for the Company's subsidiary which is not a domestic public company, and the subsidiary reaches the above four public announcement requirement, the Company will follow the requirement on behalf of its subsidiary.

Article 11 Control on Subsidiary's Endorsement and/or Guarantee

When endorsement/guarantee extended to other parties is contemplated by the Company's subsidiary, the Company shall mandate the subsidiary to establish relevant procedures for endorsement/guarantee. When the subsidiary is established in foreign country, the aforementioned Article 8 Corporate Chop registered with the Ministry of Economic Affairs for the use of endorsement and/or guarantees will be adjust to local registered Corporate Chop.

Article 12. Penalty

When the Company engages in endorsement and/or guarantee, operating guideline and this Procedure shall be followed. If the manager or in charge violates this Procedure and cause material damage to the Company, the Company will impose sanction in accordance with Reward and Punishment Guideline and related personnel regulation.

Article 13. Implementation and revision

The Procedure shall be agreed by no less than half of all audit committee members and approved by the Board of Directors, and enter into force after the approval of resolution by the Shareholders Meeting.

When the Procedure is submitted to the Board of Directors for discussion in accordance with the Provision herein, each Independent Director's opinion shall be fully taken into consideration. If any Independent Director has any dissenting opinions or makes any reservation, they shall be recorded in the minutes of the meeting of the Board of Directors.

When the Company formulate or amend this Procedure, it shall be agreed by no less than half of all audit committee members, and approval of resolution by the Board of Director and Shareholder Meeting.

If approval by no less than half of the audit committee member is not obtained in accordance with the foregoing provisions, the approval of two-thirds of all the Directors shall be obtained instead. In this case, the resolution made by the audit committee members shall be stated in the minutes of the meeting of the Board of Directors.

The calculation of the number of the abovementioned audit committee members and Directors is based on those who at the time take office.

The procedure is approved on May 14, 2014.

The First amendment was made on August 25, 2014; the Second amendment was made on April 9, 2015; the Third amendment is made on June 20, 2017; the Fourth amendment was made on June 11, 2019.

Appendix IV Rules of Procedure for Acquiring and Disposing Assets

Bora Pharmaceuticals Co., Ltd. Procedure for Acquiring and Disposing Assets

Article 1 Purpose

To ensure investment and information disclosure, the Company's acquisition or disposal of assets shall be made in accordance with this Procedure.

Article 2 In Accordance With

This Procedure is formulated in accordance with Article 36 Paragraph 1 of Securities Exchange Act and Regulation Governing the Acquisition and Disposal of Assets by Public Companies. If there are other guidance from financial related regulation, such regulation shall prevail.

Article 3

"Assets" used herein means:

1. Securities investments (including equities, bonds, corporate bonds, bank indentures, security interest in funds, depository receipts, warrants, beneficiary securities, asset based securities, and short term investment.);
2. Real estate (including lands, plants and buildings, investment property and inventory for construction industry) and equipment;
3. Memberships;
4. Patents, copyrights, trademarks, franchise rights as intangible assets;
5. Right-of-use assets;
6. Claims from financial institution (including receivable, discounting on foreign exchange purchase, loan, and overdue receivable).
7. Derivatives products;
8. Assets that are acquired or disposed through mergers, spin-offs, acquisitions or share transfers
9. Other major assets.

Article 4

Terms in this Procedure is defined as follows:

1. The term "derivatives" as used herein refers to forward contracts, options

contracts, futures contracts, leverage contracts, or swap contracts, which have the value derived from the specified interest rate, financial instrument price, commodity price, foreign exchange rate, index of prices or rates, credit rating or credit index, other variables; or hybrid contracts combining the above contracts; or hybrid contracts or structured products embedded derivatives. The term "forward contracts" does not include insurance contracts, performance contracts, after-sales service contracts, long-term leasing contracts, or long-term purchase (sales) contracts.

2. The term "assets acquired or disposed through mergers, demergers, acquisitions, or transfer of shares in accordance with acts of law" as used herein are the ones acquired or disposed through mergers, demergers, or acquisitions conducted under the Business Mergers and Acquisitions Act, other acts, or to transfer of shares through issuance of new shares of its own as the consideration therefor (hereinafter "transfer of shares") under Article 156-3 of the Company Act.
3. "Related Parties" and "Subsidiaries" used herein mean those companies satisfying the relevant standards stipulated in the Regulations Governing the Preparation of Financial Reports by Securities Issuers.
4. The term "professional appraiser" as used herein refers to a real property appraiser or other person duly authorized by an act of law to engage in the value appraisal of real property or equipment.
5. The term "date of occurrence" as used herein refers to the date of contract signing, date of payment, date of consignment trade, date of transfer, dates of Boards of Directors resolutions, or other date that can confirm the counterpart and monetary amount of the transaction, whichever date is earlier. For investment for which approval from the local regulation is required, the earlier of the above date or the date of receipt of approval from the local regulation shall apply.
6. The term "Mainland area investment" as used herein refers to investments in China approved by the Ministry of Economic Affairs Investment Commission or conducted in accordance with the provisions of the Regulations Governing Permission for Investment or Technical Cooperation in the Mainland Area.
7. "Latest Financial Statements" used herein means the financial statements of the Company audited or reviewed by a certified public accountant which has been disclosed in accordance with applicable regulation before the subject acquisition or disposal of assets.
8. The term "10 percent of total assets" as used herein refers to total assets stated in the most recent standalone or individual financial report prepared

under the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

9. When the stock has no par value or its par value is not NT \$10, the transaction amount of 20% paid in capital shall be calculated based on the 10% equity attributed to the parent company. For transaction that the amount of paid in capital reach NT \$10 billion, the equity attributed to the parent company shall be calculated as NT \$20 billion.

10. The term "Investment Professionals" as used herein refer to financial holding companies, banks, insurance companies, bill finance companies, trust companies, securities companies that operate dealing and underwriting business, future companies that operate dealing business, securities investment trust companies, securities investment consulting companies, and fund management companies.

11. Stock Exchange: for domestic stock exchange, it refers to Taiwan Stock Exchange Corporation. For foreign stock exchange, it refers to any organization that operates stock exchange and is governed by local regulation.

12. The domestic over-the-counter ("OTC") venue refers to a venue for OTC trading specifically provided by a securities firm in accordance with the "Regulations Governing Securities Trading on the Taipei Exchange"; "Foreign OTC Venue" refers to a venue at a financial institution that is regulated by the foreign competent authority and that is permitted to conduct securities business.

Article 5 Evaluating procedure

1. The acquisition or disposal of securities that are not traded on the centralized security exchange market or through securities firm shall consider its net value per share, profitability, future development potential, market interest rate, bond coupon rate, debtor's credit and current transaction price.
2. The acquisition or disposal of securities that are traded on the centralized exchange market or through securities firm shall be determined according to the current price of equity or bonds.
3. The acquisition or disposal of asset other than assets listed in the above two paragraph shall be done in price inquiry, price comparison, price negotiation, or open tender. Assessed present value, evaluated present value, and the actual transaction price of the adjacent real estate shall be considered. When public announcement is needed to follow this Procedure, the appraisal report issued by the professional appraiser shall be refer to.

Article 6 Procedure for acquisition or disposal of asset

1. The responsible department shall evaluate the reason, underlying asset, transaction party, price, payment term and price when acquiring or disposing assets, and send to the responsible department for approval. Relevant items shall follow the Company's internal control procedure and this Procedure.
2. The responsible department for the Company's long and short term security investment is finance department. Responsible department for property, plant, and equipment is administrative department. Acquisition or disposal of asset is approved after evaluation from the responsible department.
3. For acquiring or disposing asset related procedure, the Company's internal control guideline, regulation and this Procedure shall be followed. If the manager or in charge violates this Procedure and cause material damage to the Company, the Company will impose sanction in accordance with related personnel regulation.

Article 7 Authorization

1. For acquisition or disposal of long and short term securities, the responsible department shall execution the transaction after the trading purpose, reference for the transaction price, and transaction method is approved. When the cumulative yearly transaction amount is below NT 30 million, it shall be approved by the chairman. When the cumulative yearly transaction amount is over NT 30 million, it shall be approved by the Board of Director.
2. For acquisition or disposal of property, plant, and equipment, the responsible department shall execution the transaction after the trading purpose, reference for the transaction price, and transaction method is approved. When the cumulative yearly transaction amount is below NT 20 million, it shall be approved by the chairman. When the cumulative yearly transaction amount is over NT 20 million, it shall be approved by the Board of Director.
3. If the Company has set up the audit committee in accordance with the Security and Exchange Act, the audit committee shall approve and send to Board of Director for resolution when material acquisition or disposal of asset happens.

Article 8 Investment scope and amount

The Company and its subsidiary may purchase real property that is not for operating purpose, right-of-use asset or securities, the purchasing limit is as follows:

1. For real property that is not for operating purpose, right-of-use asset, the purchasing limit cannot exceed the Company's 200% net worth. For subsidiary, the purchasing limit cannot exceed the subsidiary's 200% net worth.
2. For long term investment securities, the purchasing limit cannot exceed the Company's 400% net worth. For subsidiary, the purchasing limit cannot exceed the subsidiary's 200% net worth.
3. For short term investment securities, the purchasing limit cannot exceed the Company's 80% net worth. For individual securities, the purchasing limit cannot exceed the Company's 40% net worth. For subsidiary, the purchasing limit cannot exceed the subsidiary's 40% net worth.

Article 9 Public Disclosure

The Company shall report and publicly disclose the following acquisition or disposal of assets

in accordance with the relevant regulations within two days to the Financial Supervisory Commission on the designated website commencing immediately from the Date of the Event:

1. The acquisition or disposal of real estate or related right-of-use assets from or to a related party, or acquisition or disposal of assets other than real estate or related right-of-use assets from or to a related party where the transaction amount reaches 20% of the Company's paid-in capital, 10% of the Company's total assets, or NT\$300 million; provided, this shall not apply to buying or selling of domestic government bonds or bonds under repurchase and resale agreements, nor to subscription or redemption of money market funds issued by domestic securities investment trusts;
2. Mergers, spin-offs, acquisitions or shares transfer;
3. The acquisition or disposal of other assets where the transaction amount reaches 20% of the Company's paid-in capital or exceeds NT\$300 million.
4. When acquiring or disposing of real estate or related right-of-use assets with non-related party and the transaction amount reaches the following:
 - a. For public company with paid in capital of less than NT \$10 billion, the transaction amount reaches NT \$0.5 billion.
 - b. For public company with paid in capital of more than NT \$10 billion, the transaction amount reaches NT \$1 billion.

5. The acquisition or disposal of real estate or related right-of-use assets for the construction company and when the transaction party is not a related party, when the transaction amount reaches NT \$0.5 billion with paid in capital of more than NT \$10 billion. When disposing the property that is owned constructed with non related party, the transaction amount reaches NT \$1 billion.
6. Acquisition of real estate by way of contracting third parties to construct on land owned or leased by the Company, distribution of building under joint construction project, distribution of profit under joint construction project, or selling building under joint construction project with non-related parties, and the amount of transaction not exceeding NT\$ 500 million (based on the amount the Company intends to contribute).
7. Except for the asset transaction from the preceding 6 paragraph, disposing creditor right for the financial institution, or investment in mainland China, the transaction amount reach 20% of the Company's paid-in capital or NT\$ 300 million. However, The following situations shall not be subject to the above reporting/disclosure requirements:
 - a. Buying or selling domestic government bonds;
 - b. Buying or selling bonds under repurchase and resale agreements, or subscribing or redeeming money market funds issued by domestic securities investment trusts;
 - c. Acquisition or disposal of bonds with buy-back and sell-back clause, purchase and buy-back of money market funds issued by domestic trust company

The "transaction amount" referred to above shall be calculated as follows:

1. The amount of each single transaction for acquisition or disposal of assets;
2. The cumulative amount of several transactions with the same party for the acquisition or disposal of the same kind of assets within one year;
3. The cumulative amount for acquisition or disposal (acquisition and disposal shall be accumulated separately) of real estate or related right-of-use assets under the same development project within one year;.
4. the cumulative amount for acquisition or disposal (acquisition and disposal shall be accumulated separately) of the same security within one year.

"Within one year" as used in the preceding paragraph refers to one year preceding the Date of the Event of the subject acquisition or disposal of assets. Transactions that have been previously disclosed in accordance with

the Procedures shall be excluded.

The Company acquiring or disposing of assets shall keep all relevant contracts, meeting minutes, log books, appraisal reports and CPA, attorney, and securities underwriter opinions at the Company headquarters, where they shall be retained for five years except where another act provides otherwise.

Article 10 Information Transparency and Disclosure Procedure:

1. Items to be announced and the standards of announcement and declaration

- (1) Acquisition or disposal of real property or right-use-assets thereof from or to a related party,
or acquisition or disposal of assets other than real property or right-use-assets thereof from or to a related party where the transaction amount reaches 20% or more of paid-in capital, 10% or more of the Company's total assets, or NT\$300 million or more; provided, this shall not apply to trading of domestic government bonds or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.
- (2) Merger, demerger, acquisition, or transfer of shares.
- (3) Losses from derivatives trading reaching the limits on aggregate losses or losses on individual contracts set out in the procedures adopted by the Company.
- (4) Where the equipment or right-of-use assets thereof for operational use are acquired or disposed of, the trading counterparty is not a related party, and the transaction amount reaches NT\$ 1 billion or more.
- (5) 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 furthermore the transaction counterparty is not a related party, and the amount the Company expects to invest in the transaction reaches NT\$500 million.
- (6) Where an asset transaction, other than any of those referred to in the preceding five subparagraphs, or investment in the mainland area reaches 20% or more of paid-in capital of the Company or NT\$300 million; provided, this shall not apply to the following circumstances:
 - i. Trading of domestic government bonds.

- ii. Trading of bonds under repurchase and resale agreements, or subscription or buyback of money market funds issued by domestic securities investment trust enterprises.

(7) The following are the ways to calculate the transaction amounts as mentioned in the preceding Sub-paragraphs (1), (4), (5) and (6), in which, the so-called within one year is calculated from one year ahead of the fact occurrence date of this transaction. However, the part which has been announced according to the “Regulations Governing the Acquisition and Disposal of Assets by Public Companies” can be exempted from recalculation.

- i. The amount of any individual transaction;
- ii. The cumulative transaction amount of acquisitions and disposals of the same type of underlying asset with the same trading counterparty within one year;
- iii. The cumulative transaction amount of real property or right-of-use assets thereof acquisitions and disposals (cumulative acquisitions and disposals, respectively) within the same development project within one year;
- iv. The cumulative transaction amount of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of the same security within one year.

(8) The Company shall compile monthly reports on the status of derivatives trading engaged in up to the end of the preceding month by itself and any subsidiaries that are not domestic public companies and enter the information in the prescribed format into the information reporting website designated by the competent authorities by the tenth day of each month.

2. Time limit for processing the announcement and declaration

For the assets acquired or disposed by the Company requiring to be announced as regulated in Paragraph 1 of this Article and with the transaction amounts reaching the standards required to be announced and declared as regulated in this Article, the announcement and declaration shall be processed within two days commencing immediately from the date of occurrence of such transaction.

3. The announcement and declaration procedure

(1) The Company shall post the related information on the website designated by the competent authorities as announcement and declaration.

(2) When the Company at the time of public announcement makes an error

or omission in an item required by regulations to be publicly announced and so is required to correct it, all the items shall be again publicly announced and reported in their entirety within two days from (and inclusive of) the day when the Company becomes aware of such error or omission.

- (3) The Company acquiring or disposing of assets shall keep all relevant contracts, meeting minutes, log books, appraisal reports and CPA, attorney, and securities underwriter opinions at the Company headquarters, where they shall be retained for five years except where another act provides otherwise.

Article 10

After the Company publicly announced and reported in accordance with the previous article, a public report of relevant information shall be made on the information reporting website designated by the competent authorities within two days from the date of occurrence of such event:

1. Change, termination, or rescission of a contract signed in regard to the original transaction.
2. The merger, demerger, acquisition, or transfer of shares is not completed by the scheduled date set forth in the contract.
3. Change to the originally publicly announced and reported information.

Article 11

In acquiring or disposing real property, equipment, or right-of-use assets thereof where the transaction amount reaches 20% of the Company's paid-in capital or NT\$300 million or more, unless transacting is engaged with a domestic government agency, for others to build on its own land, for others to build on rented land, or acquiring or disposing of business equipment or right-of-use assets thereof, an appraisal report prior to the date of occurrence of the event from a professional appraiser shall be obtained and follow the below guidance:

1. Where special circumstances happens and a limited price, specified price, or special price is necessary as a reference basis for the transaction price, the transaction shall be submitted for approval in advance by the Board of Directors, and the same procedure shall be followed whenever there is any subsequent change to the terms and conditions of the transaction.
2. Where the transaction amount is NT\$1 billion or more, appraisals from two

or more professional appraisers shall be obtained.

3. Where any one of the following circumstances applies with respect to the professional appraiser's appraisal results, unless all the appraisal results for the assets to be acquired are higher than the transaction amount, or all the appraisal results for the assets to be disposed of are lower than the transaction amount, a CPA shall be engaged to perform the appraisal in accordance with the provisions of Statement of Auditing Standards No. 20 published by the ROC Accounting Research and Development Foundation ("ARDF") and render a specific opinion regarding the reason for the discrepancy and the appropriateness of the transaction price:

(1) The discrepancy between the 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.

4. No more than 3 months may elapse between the date of the appraisal report issued by a professional appraiser and the contract execution date; provided, where the publicly announced current value for the same period is used and not more than 6 months have elapsed, an opinion may still be issued by the original professional appraiser

Article 12

When the Company acquiring or disposing security, the most recent financial statement audited and reviewed by a certified public accountant of the underlying company shall be obtained for reference.

For the acquisition or disposition of the securities with a transaction amount reaching or exceed 20% of the Company's paid-in capital or NT\$300 million, the Company shall also engage a certified public accountant prior to the date of occurrence of the event to render an opinion regarding the reasonableness of the transaction price in accordance with Auditing Standard No. 20 issued by Accounting Research and Development Foundation. This requirement does not apply, however, to publicly quoted prices of securities that have an active market, or where otherwise provided by regulations of the competent authorities.

Article 13

For the acquisition or disposition of the intangible asset, right-of-use assets, or membership with a transaction amount reaching or exceed 20% of the Company's paid-in capital or NT\$300 million, the Company shall also engage

a certified public accountant prior to the date of occurrence of the event to render an opinion regarding the reasonableness of the transaction price in accordance with Auditing Standard No. 20 issued by Accounting Research and Development Foundation. This requirement does not apply, however, to publicly quoted prices of securities that have an active market, or where otherwise provided by regulations of the competent authorities.

Article 13-1

The calculation of the transaction amounts referred to in the preceding 3 paragraph shall follow Article 9, Paragraph 2. "Within the receding year" as used herein refers to the year preceding the date of occurrence of the current transaction. Items for which an appraisal report from a professional appraiser or a CPA's opinion has been obtained need not be counted toward the transaction amount.

Article 14

3. For the assets acquired or disposed through the court auction procedure, the Company may use the certificate documents issued by the court to replace the appraisal report or CPA's opinions

Article 15

The professional appraisers, certified public accounts, attorneys, and securities underwriters that provide appraisal reports to the Company shall meet the following requirements:

1. May not have previously received a final and un-appealable sentence to imprisonment for one year or longer for a violation of the Securities and Exchange Act, the Company Act, The Banking Act of The Republic of China, the Insurance Act, the Financial Holding Company Act, or the Business Entity Accounting Act, or for fraud, breach of trust, embezzlement, forgery ,or occupational crime. However, this provision does not apply if 3 years have already passed since completion of service of the sentence, such expiration of the period of a suspended sentence, or a pardon was received.
2. May not be a related party or *de facto* related party of any party to the transaction.
3. If the company is required to obtain appraisal reports from two or more professional appraisers, the different professional appraisers or appraisal officers not be related parties or de facto related parties of each other.

When issuing the appraisal report or opinion, the personnel referred to in the preceding paragraph shall comply with the following:

1. Before accepting the case appointment, the personnel shall prudently assess and evaluate their own professional capabilities, practical experience, and independence.
2. When examining a case, the personnel 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.
3. The personnel shall undertake an item-by-item evaluation of the comprehensiveness, accuracy, and reasonableness of the sources of data used, the used parameters, and the used information as the basis for issuance of the appraisal report or the opinion.
4. The personnel shall issue a statement and the content of the statement shall include stating the professional competence and independence of the personnel who prepared the report or opinion, and stating that they have evaluated and found that the information used is reasonable and accurate, and that they have complied with applicable laws and regulations.

Article 16

When Company engages in any acquisition or disposal of assets from or to a related party, in addition to ensuring that the necessary resolutions are adopted and the reasonableness of the transaction terms is appraised are required. 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 this Procedure.

The calculation of the above transaction amount shall follow Article 13-1.

When evaluating if the counterparty is a related party, both of its legal form and substantive relationship has to be considered.

Article 17

When the Company intends to acquire or dispose of real property or right-of-use assets from or to a related party, or when it intends to acquire or dispose of assets other than real property or right-of-use assets from or to a related party and the transaction amount reaches 20% or more of paid-in capital, 10% or more of the Company's total assets, or NT\$300 million or more, except for

trading of domestic government bonds or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises, the Company may not proceed to enter into a transaction contract or make a payment until the following matters have been agreed by the audit committee and approved by the Board of Directors.

1. The purpose, necessity and anticipated benefit of the acquisition or disposal of assets.
2. The reason for choosing the related party as a trading counterparty.
3. With respect to the acquisition of real property or right-of-use assets thereof from a related party, information regarding appraisal of the reasonableness of the preliminary transaction terms
4. The date and price at which the related party originally acquired the real property, the original trading counterparty, and that trading counterparty's relationship to the Company and the related party.
5. Monthly cash flow forecasts for the year commencing from the anticipated month of signing of the contract, and evaluation of the necessity of the transaction, and reasonableness of the funds utilization.
6. An appraisal report from a professional appraiser or a CPA's opinion.
7. Restrictive covenants and other important stipulations associated with the transaction.

The calculation of the transaction amounts referred to above in this Paragraph shall be made in accordance with Article 9, Paragraph 2, 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 agreed by the audit committee and approved by the Board of Directors need not be counted toward the transaction amount.

With respect to the types of transactions listed below, when the transaction is being conducted by the Company, its subsidiary, or subsidiary in which the Company directly or indirectly own one hundred percent of the issued shares or authorized capital, the Company's Board of Directors may, pursuant to Article 7, Paragraph 2, delegate the chairman to decide such matters when the transaction is within a certain amount and have the decisions subsequently submitted to and ratified by the next board of directors meeting:

1. Acquisition or disposal of equipment or right-of-use assets thereof held for business use.
2. Acquisition or disposal of real property right-of-use assets held for business use.

During the Board discussion in accordance to paragraph 1, each Independent Director's opinion shall be fully taken into consideration. If any Independent Director has any dissenting opinions or makes any reservation, they shall be recorded in the minutes of the meeting of the Board of Directors.

For Audit Committee's resolution item in paragraph 1, it shall be agreed by no less than half of all audit committee members and approved by the Board of Directors, and enter into force after the approval of resolution by the Shareholders Meeting, in accordance to Article 30 Paragraph 4 to 5.

Article 18

When acquiring real property or right-of-use assets from a related party, below procedure shall be used to evaluate the reasonableness of the transaction costs.

1. Based upon the related party's transaction price plus necessary interest on funding and the costs to be duly borne by the buyer. "Necessary interest on funding" is imputed as the weighted average interest rate on borrowing in the year the Company purchases the property; provided, it may not be higher than the maximum non-financial industry lending rate announced by the Ministry of Finance.
2. Total loan value appraisal from a financial institution where the related party has previously created a mortgage on the property as security for a loan; provided, the actual cumulative amount loaned by the financial institution shall have been 70% or more of the financial institution's appraised loan value of the property and the period of the loan shall have been one year or more. However, this shall not apply where the financial institution is a related party of one of the trading counterparties.

Where land and structures thereupon are combined as a single property purchased or leased in one transaction, the transaction costs for the land and the structures may be separately appraised in accordance with either of the means listed below.

When acquiring real property or right-of-use assets thereof from a related party and appraises the cost of the real property or right-of-use assets thereof in accordance with the preceding paragraph shall also engage a CPA to check the appraisal and render a specific opinion.

When acquiring real property or right-of-use assets thereof from a related party, Article 17 shall be followed when the below condition exist and the above three paragraph shall not be applicable.

1. The related party acquired the real property or right-of-use assets thereof

through inheritance or as a gift.

2. More than five years have elapsed from the time the related party signed the contract to obtain the real property or right-of-use assets thereof to the signing date for the current transaction.
3. The real property is acquired through signing of a joint development contract with the related party, or through engaging a related party to build real property, either on the company's owned or rented land.
4. The real property right-of-use assets for business use are acquired by the Company with its parent or its subsidiaries, or by the Company's subsidiaries in which the Company directly or indirectly holds one hundred percent of the issued shares or authorized capital.

Article 19

In the case that the transaction price of the real property or right-of-use assets thereof acquiring from a related party is higher than the result of the assessment made according to paragraph 1 and 2 of the proceeding article, Article 20 of this Procedure shall be followed. However, where the following circumstances exist, objective evidence has been submitted and specific opinions on reasonableness have been obtained from a professional real property appraiser and a CPA have been obtained, this restriction shall not be applied:

1. Where the related party acquired undeveloped land or leased land for development, it may submit proof of compliance with one of the following conditions:
 - (1) Where undeveloped land is appraised in accordance with above procedure, and structures are appraised according to the related party's construction cost plus reasonable construction profit, and the aggregate appraised value of such land and structures is in excess of the actual transaction price. The "Reasonable construction profit" shall be deemed the average gross operating profit margin of the related party's construction division over the most recent three years or the gross profit margin for the construction industry for the most recent period as announced by the Ministry of Finance, whichever is lower.
 - (2) Completed unrelated-party transactions within the preceding year involving other floors of the same property or properties in the neighboring area, where the land area and transaction terms are similar after calculation of reasonable price discrepancies in floor or area land prices in accordance with standard property market sales or leasing

practices.

2. Acquiring real property, or obtaining real property right-of use assets through leasing, from a related party provides evidence that the terms of the transaction are similar to the terms of completed unrelated-party transactions involving properties of a similar size in the neighboring area within the preceding year.

Completed transactions involving properties in the neighboring area in principle refers to properties located on the same or an adjacent block and within a distance of no more than 500 meters or parcels close in publicly announced current value; transaction involving similarly sized parcels in principle refers to transactions completed by unrelated parties for parcels with a land area of no less than 50% of the property in the planned transaction; within one year refers to one year from the actual date of acquisition of the real property or obtainment of the right-use-assets thereof.

Article 21

Acquiring real property or right-use-assets from a related party and the results of appraisals conducted in accordance with the preceding 2 Article are uniformly lower than the transaction price, the following steps shall be taken:

1. A special reserve shall be set aside against the difference between the real property or right-use-assets thereof transaction price and the appraised cost, and may not be distributed or used for capital increase or issuance of bonus shares. When the investor is a public company and use equity method to evaluate the investment, the investor shall set aside a special reserve proportionally to the shares it owned.
2. The supervisor shall comply with the provisions of Article 218 of the Company Act. When the company has set up the audit committee, the preceding paragraph shall apply to independent director members of the audit committee.
3. The processing status of preceding two paragraph shall be reported to a shareholders meeting, and the details of the transaction shall be disclosed in the annual report and any investment prospectus.

If the company has set aside the special surplus reserve in accordance with the provisions of the preceding paragraph, the assets purchased or leased at a higher price should be recognized as a loss in value or disposed of or terminated, or to be properly compensated or restored to the original state, or if there is other evidence to determine that it is not unreasonable, The special

surplus reserve may only be used with the approval of the Financial Supervisory Commission.

When the Company acquire real property or right-use-assets from the related party and there is evidence of non-regular business practice, the preceding two paragraph shall be followed.

Article 21

When the Company engages in derivative financial products, the Company's "Procedure for Engaging in Financial Derivative Transaction" shall be followed. Risk management and audit item shall be take care to ensure internal control is followed.

Article 22

At the same time, prior to convening the board of directors meeting to resolve on the matter, the Company shall engage a CPA, attorney, or securities underwriter to give an opinion on the reasonableness of the share exchange ratio, acquisition price, or distribution of cash or other property to shareholders, and submit it to the board of directors for deliberation and passage. However, the requirement of obtaining the aforesaid expert opinion on reasonableness may be exempted in the case of a merger by the Company of a subsidiary in which it directly or indirectly holds 100 percent of the total issued shares or capital amount, and in the case of a merger between subsidiaries in which the Company directly or indirectly holds 100 percent of the respective subsidiary's total issued shares or capital amount. The Company shall prepare a public report to shareholders detailing important contractual content and matters relevant to the merger, demerger, or acquisition prior to the shareholders meeting and include it along with the expert opinion when sending shareholders notification of the shareholders meeting for reference in deciding whether to approve the merger, demerger, or acquisition. Provided, where a provision of another act exempts a company from convening a shareholders meeting to approve the merger, demerger, or acquisition, this restriction shall not apply.

Where the shareholders meeting of any one of the companies participating in a merger, demerger, or acquisition fails to convene or pass a resolution due to lack of a quorum, insufficient votes, or other legal restriction, or the proposal is rejected by the shareholders meeting, the companies participating in the merger, demerger or acquisition shall immediately publicly explain the reason,

the follow-up measures, and the preliminary date of the next shareholders meeting.

For public company to merge a subsidiary in which it directly or indirectly holds 100 percent of the total issued shares or capital amount, and in the case of a merger between subsidiaries in which the Company directly or indirectly holds 100 percent of the respective subsidiary's total issued shares or capital amount, the aforesaid expert opinion on reasonableness may be exempted.

Article 23

Unless the stipulated by other laws or special factors pre-approved by the Financial Supervisory Commission, the Company shall hold the Board of Director and Stockholder Meeting in one day to resolve on merger, demerger and acquisition related matter.

Unless the stipulated by other laws or special factors pre-approved by the Financial Supervisory Commission, the participating Company shall hold the Board of Director on the same day.

When the Company participates in a merger, demerger, acquisition, or transfer of another company's shares, the below information shall be documented for written record and keep for 5 years for audit.

1. Basic identification data for personnel:

Including the occupational titles, names, and national ID numbers (or passport numbers in the case of foreign nationals) of all persons involved in the planning or implementation of any merger, demerger, acquisition, or transfer of another company's shares prior to disclosure of the information.

2. Dates of material events:

Including the signing of any letter of intent or memorandum of understanding, the hiring of a financial or legal advisor, the execution of a contract, and the convening of a Board of Directors meeting.

3. Important documents and minutes:

Including merger, demerger, acquisition, and share transfer plans, any letter of intent or memorandum of understanding, material contracts, and minutes of Board of Directors meetings.

Within 2 days commencing immediately from the date of passage of a resolution by the Board of Directors, the Company shall report the information from preceding paragraph 1 and paragraph 2 to Financial Supervisory Commission through prescribe Internet format.

When participating in a merger, demerger, acquisition, or transfer of another company's shares, a company that is listed on an exchange or has its shares traded on an OTC market shall, within 2 days commencing immediately from the date of passage of a resolution by the Board of Directors, report (in the prescribed format and via the Internet-based information system) the information set out in Paragraph 2, Sub-paragraph 7, Items a & b of this Article to the competent authorities for recordation.

Where any of the companies participating in a merger, demerger, acquisition, or transfer of another company's shares is neither listed on an exchange nor has its shares traded on an OTC market, the Company shall sign an agreement with it and follow paragraph 3 and 4.

Article 24

When the Company engages in the merger, demerger, acquisition or transfer of shares, share exchange ratio and acquisition price shall not be changed unless the following items happens. The merger, demerger, acquisition or transfer of shares contract shall document the change in condition:

1. Cash capital increase, issuance of convertible corporate bonds, or the issuance of bonus shares, issuance of corporate bonds with warrants, preferred shares with warrants, stock warrants, or other equity based securities.
2. An action, such as a disposal of major assets that affects the company's financial operations.
3. An event, such as a major disaster or major change in technology that affects shareholder equity or share price.
4. An adjustment where any of the companies participating in the merger, demerger, acquisition, or transfer of shares from another company buys back treasury stock.
5. An increase or decrease in the number of entities or companies participating in the merger, demerger, acquisition, or transfer of shares.
6. Other terms or conditions that the contract stipulates may be altered and that have been publicly disclosed.

Article 25

Every person participating in or privy to the plan for merger, demerger, acquisition, or transfer of shares shall issue a written undertaking of confidentiality and may not disclose the content of the plan prior to public disclosure of the information and may not trade, in their own name or under the name of another person, in any stock or other equity security of any company related to the plan for merger, demerger, acquisition, or transfer of shares.

Article 26

When the Company engages in the merger, demerger, acquisition or transfer of shares, the contract should document the participating companies' rights and obligation. The following item shall also be documented:

1. Handling of breach of contract.
2. Principles for the handling of equity-type securities previously issued or treasury stock previously bought back by any company that is extinguished in a merger or that is demerged.
3. The amount of treasury stock participating companies are permitted under law to buy back after the record date of calculation of the share exchange ratio, and the principles for handling thereof.
4. The manner of handling changes in the number of participating entities or companies.
5. Preliminary progress schedule for plan execution, and anticipated completion date.
6. Scheduled date for convening the legally mandated shareholders meeting if the plan exceeds the deadline without completion, and relevant procedures.

Article 27

After public disclosure of the information on merger, demerger, acquisition, or transfer of shares, if any participating company intends further to carry out a merger, demerger, acquisition, or share transfer with another company, all of the participating companies shall carry out a new the procedures or legal actions that had originally been completed toward the merger, demerger, acquisition, or share transfer; except that where the number of participating companies is decreased and a participating company's shareholders meeting has adopted a resolution authorizing the board of directors to alter the limits of authority, such participating company may be exempted from calling another

shareholders meeting to resolve on the matter.

Article 28 Guidance on acquiring and disposing assets for subsidiary

1. The subsidiary shall formulate and execute "Procedure for Acquiring and Disposing Assets" in accordance with the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies".
2. If any subsidiary of the Company is not an ROC public company, the Company shall announce and report on behalf of such subsidiary any matter that such subsidiary meets the public announcement criteria issued by "Regulations Governing the Acquisition and Disposal of Assets by Public Companies".
3. When the public announcement criteria for paid-in capital and total assets mentioned on article 9, paragraph 1 applies to the subsidiary. It shall mean the Company's paid-in capital and total assets.

Article 29 Financial statement disclosure item

When the Company acquires or disposes assets which meets the public announcement criteria mentioned on article 9 and the transaction party is a related party, the Company shall disclose the public announcement on the footnote of the financial statement and send to the Shareholders Meeting for approval of resolution.

Article 30. Implementation and revision

The Procedure shall be agreed by no less than half of all audit committee members and approved by the Board of Directors, and enter into force after the approval of resolution by the Shareholders Meeting. If any Director has any dissenting opinions or makes any reservation, they shall be recorded and send to Audit Committee for further discussion.

When the Procedure is submitted to the Board of Directors for discussion in accordance with the Provision herein, each Independent Director's opinion shall be fully taken into consideration. If any Independent Director has any dissenting opinions or makes any reservation, they shall be recorded in the minutes of the meeting of the Board of Directors.

When the Company formulate or amend this Procedure, it shall be agreed by no less than half of all audit committee members, and approval of resolution by the Board of Director and Shareholder Meeting.

If approval by no less than half of the audit committee member is not obtained in accordance with the foregoing provisions, the approval of two-thirds of all the Directors shall be obtained instead. In this case, the resolution made by the audit committee members shall be stated in the minutes of the meeting of the Board of Directors.

The calculation of the number of the abovementioned audit committee members and Directors is based on those who at the time take office.

Article 31

The procedure is approved on May 14, 2014.

The First amendment was made on August 25, 2014; the Second amendment was made on April 9, 2015; the Third amendment is made on June 20, 2017; the Fourth amendment is made on February 5, 2018; the Fifth amendment is made on June 11, 2019.

Appendix V Procedure for Engaging in Financial Derivative

Transaction

Article 1 Purpose

To protect investment, implement information disclosure and strengthen the risk management on financial derivative trading, the Company formulates this procedure in accordance with the Financial Supervisory Commission of the Executive Yuan.

Article 2 Scope

1. The financial derivatives mentioned in this procedure are broadly defined as instruments that derive their value from the performance of assets, interest rates, foreign exchange rates, indexes, or other variables. Such instruments include forwards, options, futures, leverage margin contracts, swap contract, or structured products of the above items.
2. Forwards contract mentioned in this procedure referred herein exclude insurance, performance, after-sale service, long-term lease and long-term purchase (sales) agreements.

Article 3 Trading principle and guideline

1. Trading Type: The type of derivate product the Company can engage in is limited to foreign exchange forward contract, foreign exchange option contract and NTD interest rate swap contract. Other derivative product trading, like future contract and interest rate hedge, shall be approved by the Board of Director.

2. Operating and Hedging Strategy

The Company's derivative trading shall be for hedging purpose. The trading product shall mitigate the risk arising from the Company's business operation. The currency held must match with the Company's foreign currency for import and export business. The principle is to have foreign exchange revenue and foreign exchange expense even out to lower the Company's overall foreign exchange rate risk and save the foreign exchange operating cost. Trading partner shall be select based on the Company's operating need and with financial institution that provide better condition for hedging transaction to lower the credit risk. Before engaging in foreign exchange transaction. It shall be identify if the purpose is for hedging or investing, and follow the relevant accounting basis.

3. Segregation of Duty

a. The finance department is responsible for derivative product's operation and send to the Board of Director for approval based on the Company's actual foreign currency need for export business, transaction amount based on the contract price and the maximum loss the Company can tolerate. Market price assessment and performance review report shall be submit to president and chairman monthly. Based on the yearly evaluation on change in market, environment or other need, the Board of Director may increase or decrease the authorized amount.

b. Trader

(a) The trader shall be approved by the president, same procedure applies when there is change in trader.

(b) Transaction receipt, source document and information shall be documented for review.

c. Accounting Department

(a) The profit and loss for the hedging transaction shall correctly and fairly reflect on the financial statement and in conformity with the requirements of the Regulation Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standard, International Accounting Standard, Interpretation developed by the International Financial Reporting Interpretation Committee or the former Standing Interpretation Committee as endorsed by the Financial Supervisory Commission of the Republic of China.

(b) Provide risk exposure information.

(c) Measure, monitor and control and transaction risk, and periodically report to the Board of Director or senior management who is not responsible for trading.

d. Authorized Amount

For the Company's derivative product trading, Board of Director's approval is required when each transaction exceed NTD \$20 million or the equivalent in foreign currency. For transaction below the above amount, it shall approved by the chairman or chairman's authorized personnel and report to the Board of Director afterward. Material derivative product trading shall be approved by the audit committee and send to Board of Director for approval.

e. Execution Department

To ensure on the Company's consistency on derivative product trading, the Company's finance department will execute trade related matter.

f. Audit Department

Responsible for understanding the appropriateness of derivative product trading, audit trading department's compliance on procedure, analyze the transaction cycle and issue an audit report.

Supervisor shall be informed when there is material weakness. When the audit committee has been set up in accordance with Securities Exchange Law, audit committee shall be informed when there is material weakness.

4. Performance Evaluation

Finance department shall compare the cost and market value and evaluate the performance weekly. Hedging strategy and evaluation shall report to the president and chairman monthly.

5. Contract Amount

a. Hedging Transaction: shall not exceed the total estimated import and export amount for the current year.

b. Investment Transaction: the transaction amount shall not exceed 15% of the paid in capital.

6. Loss Limit on Total and Individual Contract

a. Hedging Transaction: the loss cannot exceed 20% of the contract amount, apply to individual and total contract.

b. Investment Transaction: the realized and unrealized loss of the Company's total signed derivative product contract cannot exceed 10% of the paid in capital. For individual contract, the realized and unrealized loss cannot exceed 5 million.

Article 4 Risk management procedure

1. Credit Risk Management

a. Trading Partner: Banks that have business relationship with the Company, registered under Ministry of Finance, and can provide professional information.

b. Trading Amount: The un-write off trading amount for each trading partner should not exceed one tenth of the total authorized amount, unless approved by the president

2. Market Risk Management

The Company will execute on the open foreign exchange market, and currently not considered future market.

3. Liquidity Risk Management

To ensure the market liquidity, the Company shall trade commodity that has high liquidity. The bank shall provide sufficient information and be able to trade at any market.

4. Cash Flow Risk Management

To ensure the stability on the Company's working capital, the Company's funding source for its derivative trading is limited to its own funding. The derivative trading execution shall consider the cash forecast for the next three month.

5. Procedure Risk Management

- a. To prevent procedure risk, the Company's authorized amount, work flow procedure and internal audit should be followed.
- b. The position for trading, delivery and settlement personnel for the derivative product should be perform by different personnel. After the trading is complete, the trading information and related document should send to the delivery personnel to confirm the trading and send for approval. The delivery personnel shall confirm the trading detail and amount with the trader periodically. The trader shall be aware if the trading amount exceed the authorized amount. The trader shall be aware if the unrealized loss has reach the limit, if so, shall discuss with the finance manager immediately.
- c. Risk measurement, monitor and control personnel should be in different department from the above personnel, and should report to Board of Director and senior management who is not responsible for trading.
- d. Derivative position held should be evaluated weekly. Hedging transaction engaged due to business needs should be evaluation twice a month. The evaluation report should send to senior management authorized by the Board of Director.

6. Legal Risk Management

To mitigate legal risk, documents signed with the bank should be reviewed by foreign exchange and legal professional before signed.

7. Product Risk Management

Internal trader and the bank personnel should have complete and accurate professional knowledge on financial product. The bank is required to fully disclose the risk to prevent the risk of misusing financial product.

8. Cash Settled Risk

Authorized trading personnel shall follow the trading guideline and monitor the Company's foreign currency flow to ensure there is sufficient cash to settle the payment.

Article 5 Internal audit

The internal audit personnel of the Company shall understand the adequacy of the financial derivative transaction, audit the trading department's compliance with the Procedure for Engaging in Financial Derivative Transaction, analyze the transaction, and issue an audit report.

Article 6 Periodic evaluation

1. The Board of Director shall authorize the management team to periodically monitor and evaluate the financial derivative transaction on if this Procedure is being followed and whether the current risk exposure is within the Company's limit. When abnormal situation on market price evaluation report exists, for example, the Company's loss is reaching the limit, the Board of Director shall be notified immediately and undertake the necessary action.
2. For transactions entered into for hedging purpose, a bi-weekly report shall be prepared. For transaction into for non-hedging purpose, a weekly report shall be prepared. The report shall distributed to the Board of Directors' authorized management team for review.

Article 7 Board of director's monitor

1. The Board of Director shall assign senior management to monitor and control the risk on derivative product trading, the principle is as follows:
 - a. Evaluate regularly on whether current risk management is appropriate and whether current derivative product trading procedure is being followed.
 - b. Monitor trading profit and loss. When abnormal situation happens, necessary action should be taken and report to Board of Director immediately. When the Company has set up independent director, the independent director shall attend the Board meeting and express their opinion

2. Evaluate regularly on if derivative product trading's performance is align with the Company's operating strategy and the risk undertaken is within the Company's acceptable range.
3. When engaging derivative product trading, the Company shall authorize related personnel for execution in accordance with Procedure for Engaging in Financial Derivative Transaction, and report to the Board of Director.
4. When the Company engages in derivative product trading, registry book shall be established. Type of derivative product, trading amount, Board of Director approval date, evaluation item on Article 6 paragraph 1, and paragraph 1 section 1 and 2 of this article shall be documented on the registry book.

Article 8 Information disclosure procedure

5. When the Company's total or individual contract loss for financial derivative transaction reach the upper limit. The Company shall make a public announcement on or before the 2nd date of each month on date of occurrence of the event.
6. The Company shall make a public announcement on the monthly basis on the amount of the Company and its subsidiaries' financial derivative transaction for the previous month on or before the 10th date of each month. The information shall enter into the website designated by the Financial Supervisory Commission. When the announcement includes error or omission that should be submit for correction, all items shall be re-announced.
7. After the Company announce the transaction in accordance with paragraph 1 of this article, the Company shall make a public announcement within two days in the event to the website designated by the Financial Supervisory Commission when below item happens:
 - a. When the original contract term is changed, terminated, or cancelled.
 - b. The merger, spin off, acquisition, and transfer of shares is not completed within the scheduled contract date.
 - c. When the content of the original public announcement change.

Article 9. Penalty

If material violation is found, supervisor should be informed in writing. If the Company has set up the audit committee in accordance with the Security and Exchange Act, the audit committee should be informed in writing when material violation happens.

When the Company engages in financial derivative transaction, this Procedure shall be followed. If the manager or in charge violates this Procedure and cause material damage to the Company, the Company will impose sanction in accordance with related personnel regulation.

Article 10. Implementation and revision

This Procedure is approved by the Board of Directors, and approval of resolution by the Supervisor and Shareholder Meeting.

If any Director has any dissenting opinions or makes any reservation, they shall be recorded and send to Supervisors for further discussion, same procedure shall be applied during revision.

When the Procedure is submitted to the Board of Directors for discussion in accordance with the Provision herein, each Independent Director's opinion shall be fully taken into consideration. If any Independent Director has any dissenting opinions or makes any reservation, they shall be recorded in the minutes of the meeting of the Board of Directors.

When the Company formulate or amend this Procedure, it shall be agreed by no less than half of all audit committee members, and approval of resolution by the Board of Director and Shareholder Meeting.

If approval by no less than half of the audit committee member is not obtained in accordance with the foregoing provisions, the approval of two-thirds of all the Directors shall be obtained instead. In this case, the resolution made by the audit committee members shall be stated in the minutes of the meeting of the Board of Directors.

The calculation of the number of the abovementioned audit committee members and Directors is based on those who at the time take office.

Article 11 Implementation and revision

The procedure is approved on May 14, 2014.

The First amendment was made on August 25, 2014; the Second amendment was made on April 9, 2015; the Third amendment is made on June 20, 2017.

Appendix VI Rules of Procedure for Shareholder Meetings
Bora Pharmaceuticals Co., Ltd.
Rules of Procedure for Shareholders Meetings

Article 1

To establish a strong governance system and sound supervisory capabilities for the Company's shareholders meetings and to strengthen management capabilities, these Rules are adopted pursuant to Article 5 of the Corporate Governance Best-Practice Principles for TWSE/GTSM Listed Companies.

Article 2

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

Article 3

Unless otherwise provided by law or regulation, the Company's shareholders meetings shall be convened by the board of directors.

The Company 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) not later than 30 days before the date of a regular shareholders meeting or not later than 15 days before the date of a special shareholders meeting. The Company shall prepare electronic versions of the shareholders meeting agenda and supplemental meeting materials and upload them to the MOPS not later than 21 days before the date of the regular shareholders meeting or not later than 15 days before the date of the special shareholders meeting. The Company shall, not later than 15 days before the date of the shareholders meeting, have prepared the shareholders meeting agenda and supplemental meeting materials, and made them available for review by shareholders at any time, display them at the Company and the designated professional shareholder services agent, as well as distribute them at the site of the shareholders' meeting.

The notice and public announcement shall specify the reasons for convening the meeting; The notice may be effected by means of electronic transmission, after obtaining prior consent from the recipients thereof.

Election or dismissal of directors or supervisors, amendments to the Articles of Incorporation, the dissolution, merger, or demerger of the Company, or any matter under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities Exchange Act, shall be set out in the notice of the reasons for convening the shareholders meeting. None of the above matters may be raised by an extraordinary motion.

A shareholder holding 1% or more of the total number of issued shares may submit to the Company a written proposal for discussion at a regular shareholders meeting. However, 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. 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.

Prior to the book closure date before a regular shareholders meeting is held, the Company shall publicly announce its acceptance of shareholder proposals and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days.

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

Article 4

For each shareholders meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Company and stating the scope of the proxy's authorization.

A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders meeting, and shall deliver the proxy form to the Company 5 days before the date of the shareholders meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail. However, this restriction does not apply when a declaration is made to cancel the previous proxy appointment.

After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to the Company 2 days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

Article 5

The venue for a shareholders meeting shall be the premises of the Company, 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 6

The Company shall specify in its shareholders meeting notices the time during which shareholder attendance registrations will be accepted, the place to register for attendance, and other matters for attention.

The time during which shareholder attendance registrations will be accepted, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences; the place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations.

Shareholders and their proxies (collectively, "shareholders") shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. Solicitors soliciting proxy forms shall also bring identification documents for verification.

Attendance books shall be provided at the shareholders' meetings of the Company and shall be signed by the shareholders present. Alternatively, shareholders attending the meeting shall submit an attendance card for the purpose of signing in.

The Company 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. If a corporate shareholder is commissioned to attend a shareholders' meeting, the

corporate shareholder may only designate one representative to attend the meeting.

Article 7

In case the chairman of the board of directors is on leave or absent or can not exercise his power and authority for any cause, the vice chairman shall act on his behalf. In case there is no vice chairman, or the vice chairman is also on leave or absent or unable to exercise his power and authority for any cause, the chairman of the board of directors shall designate one of the managing directors to act on his behalf. Where there are no managing directors, shall designate one of the directors to act on his behalf. In the absence of such a designation, the managing directors or the directors shall elect from among themselves an acting chairman of the board of directors.

When a managing director or director serves as chair, as referred to in the preceding paragraph, the managing director or director shall be one who has held that position for six months or more and who understands the financial and business conditions of the Company. The same shall apply to representatives of corporate directors serving as chair.

It is advisable that shareholders meetings convened by the board of directors be attended by a majority of the directors.

If a shareholders meeting is convened by a party with 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.

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

Article 8

The Company, 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 of the preceding paragraph shall be retained for at least 1 year. If, however, a shareholder files a lawsuit based on Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

Article 9

Attendance at shareholders meetings shall be calculated based on numbers 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. 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 1 month.

When, prior to 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 10

If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. 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, and call for a vote.

Article 11

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 12

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

the Company, that shareholder may not vote on that item, and may not exercise voting rights as 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 exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed 3% 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 13

A shareholder shall be entitled to one vote for each share held; except when the shares are restricted shares or are deemed non-voting shares under Article 179 paragraph 2 of the Company Act.

When the Company holds a shareholder meeting, it may adopt exercise of voting rights by electronic means or 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 it is deemed 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 the Company 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 the Company not later than two days before the date of the shareholders meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail. However, this does not apply 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 declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made, by the same means by which the voting rights were exercised, 2 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 the Company'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.

A motion shall be deemed to be passed if no attending shareholder voices an objection following an inquiry by the chair, and its effect shall be the same as that of the voting; if there is an objection, the proposal shall be brought to a vote in accordance with the preceding paragraph.

When there is an amendment or 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 a vote. When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.

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 the Company.

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 14

The election of directors at a shareholders meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, 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.

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

Article 15

Resolutions adopted at a shareholders' meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the chair of the meeting and shall be distributed to all shareholders within 20 days after the close of the meeting. The preparation and distribution of the minutes may be effected by means of electronic transmission.

The meeting minutes of the preceding paragraph may be distributed by means of a public announcement made through the Market Observation Post System (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. The minutes shall be retained for the duration of the existence of the Company.

Where shareholders express no objection to the resolution method described in the preceding paragraph when inquired by the chair, this shall be noted as "unanimous approval of all attending shareholders when inquired by the chairman"; Where shareholders express an objection, the voting method and the number of passing votes and their proportion shall be specified.

Article 16

On the day of a shareholders meeting, the Company 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 (GreTai Securities Market) regulations, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.

Article 17

Staff handling administrative affairs of the shareholders' meeting shall wear identification badges or arm-bands.

The chair may direct the proctors or security guards to assist in maintaining order of the meeting venue. While maintaining order in the meeting, all proctors or security guards shall wear arm bands reading "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 the Company, the chair may prevent the shareholder from doing so.

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 18

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 5 days in accordance with Article 182 of the Company Act.

Article 19 These Rules, and any amendments hereto, shall be implemented after adoption by shareholders meetings.

Appendix VII Shareholding Status of all Directors

Bora Pharmaceuticals Co., Ltd. Shareholding status of all directors

- I. The Company's paid-in capital is NT\$685,292,800 with an issuance of 68,529,280 shares.
- II. In accordance with Article 26 of the Securities and Exchange Act and the Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies, the total number of shares held by the entire body of directors shall not be less than the Company's issued 5,482,342 shares.
- III. The Company has established an audit committee and hence there is no shareholdings of supervisors.
- IV. As of the book closure date of the regular shareholders meeting (March 26, 2022), the shareholding of individual and all directors as recorded in the shareholder register are as follows:

Title	Name	Date elected	Shareholding	
			Number of shares	Shareholding percentage
Chairman	Sheng Pao-Shi	2020.05.28	3,714,910	5.42%
Director	Baolei Co., Ltd. Representative: Chen Kuan-Pai	2020.05.28	13,086,311	19.10%
Director	Taya Venture Capital Co., Ltd. Representative: Shen Shang-Hung	2020.05.28	2,988,393	4.36%
Director	Chen Shih-Min	2020.05.28	875,821	1.28%
Independent director	Lin Jui-Yi	2020.05.28	0	0%
Independent director	Li Yi- Chin	2020.05.28	0	0%
Independent director	Lai Ming-Jung	2020.05.28	0	0%

Note 1: As of the book closure date for the shareholders' meeting (March 26, 2022),

the number of shares held by all directors as recorded in the shareholders' register is 20,665,435 shares, which is in compliance with Article 26 of the Securities and Exchange Act.

Thank you for attending the shareholders'
meeting today!

We wish you great success! All the Best!