

Stock Code: 4174



OBI Pharma, Inc.

2023 General Shareholders' Meeting Meeting Handbook

Date of the meeting: 9:00 am, June 27, 2023
Place of the meeting: 11F., No. 97, Sec. 2, Dunhua S. Rd., Taipei City, Taiwan
(R.O.C.)
(Masterlink Securities Education and Training Center)
The meeting will be held by means of: Physical Shareholders' Meeting

Contents

I. Meeting Procedure	1
II. Meeting Agenda	2
<i>i. Reported Matters</i>	4
<i>ii. Acknowledged Matters</i>	6
<i>iii. Matters for Discussion</i>	8
<i>iv. Elections Matters</i>	23
<i>v. Other Proposals</i>	24
<i>vi. Extemporaneous Motions</i>	25
III. Attachment	
<i>i. 2022 Business Report</i>	26
<i>ii. Audit Committee's Review Report</i>	34
<i>iii. 2022 Status of the Sound Operating Plan of the company</i>	36
<i>iv. Comparison Table of Reles of Procedure for Board of Directors Meetings</i>	39
<i>v. 2022 Financial Statement and Accountant's Audit Report</i>	44
<i>vi. Comparison Table of Articles of Incorporation</i>	70
<i>vii. Comparison Table of Procedure for Shareholders' Meetings</i>	72
<i>viii. Comparison Table of Procedures for Asset Acquisition & Disposal</i>	86
<i>ix. Comparison Table of Rules for Transaction with Related Parties, Specified Company and Group Enterprises</i>	90
IV. Appendix	
<i>i. Articles of Incorporation</i>	95
<i>ii. Procedure for Shareholder's Meetings</i>	101
<i>iii. Procedures for Election of Directors</i>	110
<i>iv. Shareholdings of All Directors</i>	113

I. Meeting Procedure

OBI Pharma, Inc.

General Meeting Meeting Procedure

- i Opening Address
- ii Chairman Address
- iii Reported Matters
- iv Acknowledged Matters
- v Matters for Discussion
- vi Election Matters
- vii Other Proposals
- viii Extemporaneous Motions
- ix Adjournment

II. Meeting Agenda

OBI PHARMA, INC.

Notice of 2023 Annual General Shareholders' Meeting (SUMMARY TRANSLATION)

The 2023 Annual General Shareholders' Meeting (the "Meeting") will be convened at Masterlink Securities Education and Training Center (11F., No. 97, Sec. 2, Dunhua S. Rd., Taipei City) at 9:00am on Tuesday, 27 June 2023.

AGENDA

I. Chairman Address

II. Reported Matters

- (1) 2022 Business Report
- (2) 2022 Audit Committee's Review Report
- (3) Status of the Sound Operating Plan of the Company
- (4) Amendments to the Company's "Rules of Procedure for Board of Directors Meetings"

III. Acknowledged Matters

- (1) 2022 Annual Final Accounting Ledgers and Statements
- (2) 2022 Earnings Distribution Loss Off-setting

IV. Matters for Discussion

- (1) Amendments of the Company's "Articles of Incorporation"
- (2) Amendments of the Company's "Procedure for Shareholder's Meetings"
- (3) Amendments of the Company's "Procedures for Asset Acquisition & Disposal"
- (4) Amendments of the Company's "Rules for Transaction with Related Parties, Specified Company and Group Enterprises"
- (5) To coordinate with the plan of IPO of Obigen, the subsidiary, the Company shall be able to disperse its shareholding of Obigen in stages
- (6) To coordinate with the plan of IPO of Obigen, the subsidiary, the Company shall be able to disperse its shareholding of Obigen in stages

- (7) Ratification of the Company's resolution to forfeit the subscription of AP Biosciences' 2022 cash capital increase and distribute the rights to its shareholders
- (8) Ratification of the Company's resolution to forfeit part of subscription rights of Obigen's 2022 cash capital increase and distribute the rights to its shareholders

V. Election Matters

- (1) By-election for one director of 7th Board of Directors

VI. Other Motions

- (1) Lifting non-competition restrictions for the Company's directors

VII. Other Proposal

VIII. Extempore Motion

i Reported Matters

[The first case]

Cause: 2022 Business Report, it is hereby proposed for public identification.

Description: Please refer to Page 26, Attachment 1 of this manual for the 2022 Business Report.

[The second case]

Cause: 2022 Audit Committee's Review Report, it is hereby proposed for public identification.

Description: Please refer to Page 34, Attachment 2 of this manual for the 2022 Audit Committee's Review Report.

[The third case]

Cause: Implementation of Sound Operating Plan, it is hereby proposed for public identification.

Description: Please refer to Page 36, Attachment 3 of this manual for the Execution report of the Sound Business Plan in 2022.

[The Fourth case]

Cause: Amendments of the Company's "Rules of Procedure for Board of Directors Meetings", it is hereby proposed for public identification.

Description: Part of the Rules of Procedure for Board of Directors Meetings is amended according to Chinkuan-Cheng-Fa-Tzu No. 1110383263, issued by Financial Supervisory Commission R.O.C. (Taiwan) on August 5, 2022 and Regulations Governing Procedure for Board of Directors Meetings of Public Companies, amended and issued as Cheng-Kuei-Chien-Tzu No. 1110064012 by Taipei Exchange on August 9, 2022. Please refer to Page 39, Attachment 4 of this

manual for Amendments to the Company’s “Rules of Procedure for Board of Directors Meetings”.

ii Acknowledged Matters

[The first case] (Proposed by Board of Directors)
Cause: The 2022 business report and audited financial statements, it is hereby proposed for acknowledgment.

Description:

1. The 2022 business report and combined and individual financial statements of the Company have been passed by Board of Directors, among them, the combined and individual financial statements have been certified by accountant David Teng and Liang, Hua-Ling from PwC Taiwan and audit report of unqualified opinion has been issued, it is hereby proposed for acknowledgment.
2. Please refer to Page 26 Attachment 1 and Page 44, Attachment 5 of this manual for the above business report, accountant's audit report and financial statements.

Resolution:

[The second case] (Proposed by Board of Directors)
Cause: 2022 earning distribution loss off-setting, it is hereby proposed for acknowledgment.

Description:

1. As audited by the accountant, the accumulated losses in 2022 financial statements of the Company is NT\$ 4,522,537,683, already exceeding one second of the paid-up capital of NT\$ 2,294,393,740 on February 3, 2023.
2. Please refer to Page 7 of this manual for 2022 Deficit Compensation Table of the Company.

Resolution:

OBI Pharma, Inc.
Deficit Compensation Table
2022

Unit:
NT\$

Item	Amount
Beginning loss to be covered	(2,908,622,195)
Net loss after tax in 2022	(1,613,915,488)
Accumulated ending deficit	(4,522,537,683)

Chairman: Yun Yen Manager: Yun Yen

Accounting
Officer: Colin Kao

iii Matters for Discussion

[The first case] (Proposed by Board of Directors)
Cause: Amendments of the Company's "Articles of Incorporation", submitted for discussion.
Description: In order to coordinate with the Company operation and conform to competent authority demand, in case the chairperson of the board and general manager refer to the same person, one more independent director is required by the end of 2023. Thus, the Company's "Articles of Incorporation" is partially amended from 7 directors to 7~9 directors for elasticity purpose in the future. Please refer to Page 70 Attachment 6 of this manual for Amendments of the Company's "Articles of Incorporation".

Resolution:

[The second case] (Proposed by Board of Directors)
Cause: Amendments of the Company's "Procedure for Shareholders' Meetings", submitted for discussion.
Description: Part of the Company's Rules of Procedure for Shareholders' Meetings is amended according to the sample of XXX Co., Ltd. Rules of Procedure for Shareholders' Meetings, announced in March 2023 by Financial Supervisory Commission R.O.C. (Taiwan) in aspects of video session of shareholders' meeting that the Company is required to formulate related regulations so as to coordinate with the Company's operation and guarantee shareholders' benefit. Please refer to Page 72 Attachment 7 of this manual for Amendments to the Company's "Rules of Procedure for Shareholders' Meetings".

Resolution:

[The third case]	(Proposed by Board of Directors)
Cause:	Amendments of the Company’s “Procedures for Asset Acquisition & Disposal”, submitted for discussion.
Description:	<ol style="list-style-type: none"> 1. Before going public, the Company committed to Taipei Exchange on the three subsidiaries (sub-subsidiaries) that “Procedures for Acquisition or Disposal of Assets” shall be added “the Company shall not waive future capital injection to OBI Pharma, Inc. and OBI Pharma USA, Inc.. OBI Pharma, Inc. shall not waive future capital injection to OBI Pharma (Shanghai) Limited. In case the Company have to waive future capital injection on the above incorporations for strategies or consent from Taipei Exchange, it has to be passed by special resolution of shareholders’ meeting”. In case any amendment is conducted, include it in major information disclosure on public information website and report to Taipei Exchange in letter for record use. 2. The Company control the two companies of AP Biosciences Inc. and Amaran Biotech through stock exchange with new share issue. Besides, the newly established Obigen Pharma, Inc. will continue to develop OBI-858 new botulinum toxin. Presently, the importance of the three subsidiaries mentioned above has significantly decreased. Thus, the Company applied to Taipei Exchange for the cancellation of trace of the commitment and was replied with consent in letter Cheng-Kuei-Chien-Tzu No. 1120200470 from Taipei Exchange on March 15, 2023. In consequence, it is planned to delete regulations on “Procedures for Acquisition or Disposal of Assets”. 3. In addition, according to the letter Cheng-Kuei-Chien-Tzu No. 11100730371, issued by Taipei Exchange on

December 28, 2022 and the sample of XXX Co., Ltd. Rules Governing Financial and Business Matters Between this Corporation and its Affiliated Enterprises, part of the “Procedures for Acquisition or Disposal of Assets” is amended to strengthen the regulations on related-parties transactions. Please refer to Page 86 Attachment 8 of this manual for Amendments to the Companies’ “Procedures for Acquisition or Disposal of Assets”.

Resolution:

[The fourth case] (Proposed by Board of Directors)
Cause: Amendments of the Company’s “Rules for Transaction with Related Parties, Specified Company and Group Enterprises”, submitted for discussion.
Description: According to the letter Cheng-Kuei-Chien-Tzu No. 11100730371, issued by Taipei Exchange on December 28, 2022 and the sample of XXX Co., Ltd. Rules Governing Financial and Business Matters Between this Corporation and its Affiliated Enterprises, part of the “Rules for Transaction with Related-parties, specified company and Group Enterprises” is amended to strengthen the regulations on related-parties transactions. Please refer to Page 90 Attachment 9 of this manual for Amendments to the Company’s “Rules for Transaction with Related-parties, specified company and Group Enterprises”.

Resolution:

[The fifth case] (Proposed by Board of Directors)
Cause: To coordinate with the plan of IPO of Obigen, the subsidiary, the Company shall be able to disperse its shareholding of Obigen in stages, submitted for discussion.
Description: 1. To cooperate with the future development of AP Biosciences Inc. and conform to laws and decrees for

going public, it is proposed to conduct share reduction in the following method once or in batches before AP Biosciences Inc. going public.

(1) Method 1: Waive share purchase through capital injection

The new share price through capital injection of AP Biosciences Inc. shall not be lower than the net value per share in the latest version of the financial statement inspected or signed by accountants in the resolution passed in the shareholders' meeting on capital injection. For the purpose of AP Biosciences Inc.'s future development and attracting and retaining professionals to enhance performance, the Company has to waive the shares purchase through capital injection and urge shareholders of AP Biosciences Inc. to purchase shares as the quantity waived by the Company, except for 10~15% shares owned by AP Biosciences Inc. and qualified employees of controlled incorporation or subsidiaries as regulated by laws. It is planned for AP Biosciences Inc. to formulate related matters on issue price via capital injection, operation scheme and the purchase conducted by certain persons of the waived shares considering market conditions and the company's operation.

(2) Method 2: Cooperate with AP Biosciences Inc. to apply for share reduction in registering emerging company or listed company

The Company shall set aside shares for dealers to purchase and over-allotment operations according to related laws and decrees or regulations on emerging and being listed with negotiated share number and price between the Company and

underwriters in accordance with laws and decrees or regulations on counter and listing, current market conditions and operation status of AP Biosciences Inc..

- (3) Method 3: Sell to strategic investors or institutional investors

For the future development of AP Biosciences Inc. and strengthening cooperation with potential technologies and authorized partners, it is planned to introduce strategic investors or institutional investors with abundant experience in bio-medical field who are willing to possess the share for a long term so as to promote the R&D process. The Company is required to reduce shares within 2 million shares for strategic investors or institutional investors to purchase in batches. The share price shall not be lower than the net value per share in the latest version of the financial statement inspected or signed by accountants. But the actual price shall be set on the market situation that time and the company's operation under the authorization of shareholders' meeting with resolution, and taking the reasonability comment issued by independent professionals into consideration as well.

2. The Company shall conduct share reduction of AP Biosciences Inc. later according to related laws and regulations. Matters on giving up capital injection purchase and share reduction are proposed to be discussed in shareholders' meeting, and the board of directors shall be authorized to dispose the share number setting and jointly decide the share price with underwriters according to the market situation that time and company's operation.

Resolution:

[The sixth case]

(Proposed by Board of Directors)

Cause:

To coordinate with the plan of IPO of Obigen, the subsidiary, the Company shall be able to disperse its shareholding of Obigen in stages, submitted for discussion.

Description:

1. To cooperate with the future development of Obigen Pharma, Inc. and conform to laws and decrees for going public, it is proposed to conduct share reduction in the following method once or in batches before Obigen Pharma, Inc. going public.

(1) Method 1: Waive share purchase through capital injection

The new share price through capital injection of Obigen Pharma, Inc. shall not be lower than the net value per share in the latest version of the financial statement inspected or signed by accountants in the resolution passed in the shareholders' meeting on capital injection. For the purpose of Obigen Pharma, Inc.'s future development and attracting and retaining professionals to enhance performance, the Company has to waive the shares purchase through capital injection and urge shareholders of Obigen Pharma, Inc. to purchase shares as the quantity waived by the Company, except for 10~15% shares owned by Obigen Pharma, Inc. and qualified employees of controlled incorporation or subsidiaries as regulated by laws. It is planned for Obigen Pharma, Inc. to formulate related matters on issue price via capital injection, operation scheme and the purchase conducted by certain persons of the waived shares considering market conditions and the company's operation.

- (2) Method 2: Cooperate with Obigen Pharma, Inc. to apply for share reduction in registering emerging company or listed company

The Company shall set aside shares for dealers to purchase and over-allotment operations according to related laws and decrees or regulations on emerging and being listed with negotiated share number and price between the Company and underwriters in accordance with laws and decrees or regulations on emerging and being listed, current market conditions and operation status of Obigen Pharma, Inc..

- (3) Method 3: Sell to strategic investors or institutional investors

For the future development of Obigen Pharma, Inc. and strengthening cooperation with potential technologies and authorized partners, it is planned to introduce strategic investors or institutional investors with abundant experience in bio-medical field who are willing to possess the share for a long term so as to promote the R&D process. The Company is required to reduce shares within 2 million shares for strategic investors or institutional investors to purchase in batches. The share price shall not be lower than the net value per share in the latest version of the financial statement inspected or signed by accountants. But the actual price shall be set on the market situation that time and the company's operation under the authorization of shareholders' meeting with resolution, and taking the reasonability comment issued by independent professionals into consideration as well.

2. The Company shall conduct share reduction of Obigen

Pharma, Inc. later according to related laws and regulations. Matters on waiving capital injection purchase and share reduction are proposed to be discussed in shareholders' meeting, and the board of directors shall be authorized to dispose the share number setting and jointly decide the share price with underwriters according to the market situation that time and company's operation.

Resolution:

[The seventh case] (Proposed by Board of Directors)

Cause: Ratification of the Company's resolution to forfeit the subscription of AP Biosciences' 2022 cash capital increase and distribute the rights to its shareholder, submitted for discussion.

Description: 1. AP Biosciences Inc. issued 16,000,000 new ordinary share with face value NT\$10 per share with resolution of shareholders' meeting on June 22, 2022. The issue price was temporarily set NT\$50, through which it is expected to raise totally NT\$ 800,000,000. According to Article 267 of Company Law, AP Biosciences Inc. shall set aside 10% (1,600,000) shares for qualified employees of AP Biosciences Inc. and controlled incorporation or subsidiaries to purchase, the rest 90% (14,400,000) shares shall be purchased in proportion as stated in register of shareholders on subscription base date by shareholders of AP Biosciences Inc..

2. However, in order to cooperate with the equity diversification plan after AP Biosciences Inc.'s shares entering the capital market and comply with the securities management laws and regulations, the Company intends to fully waive the aforementioned pre-emptive subscription right for the capital injection

shares in 2022 without harming the rights and interests of the shareholders of the Company and make sure all shareholders can enjoy the business results of AP Biosciences Inc., and urge AP Biosciences Inc. to transfer the subscription rights the Company waived to all shareholders of the Company according to Article 3 of Taipei Exchange Supplemental Rules Governing Applications by Group Enterprises for TPEX Listing of Stock, “When a subsidiary applies for TPEX listing pursuant to the proviso of the preceding subparagraph, with regard to any activities of equity ownership dispersion conducted by the parent company to reduce its shareholding in the subsidiary within the 3 years before the application for TPEX listing, such activities shall have been done in a manner in which the pre-emptive subscription right is given to the parent's original shareholders or other manner not detrimental to the interests of the parent's shareholders.”. The share number shall be calculated in proportion as stated in register of shareholders on the latest book closure day of the Company. After calculation, the Company’s shareholders could purchase 34.3016 shares of AP Biosciences Inc. with every 1,000 shares. And the waived shares and odd share shall be purchased by certain persons at issue price consulted by chairperson of the board under the authorization of board of directors of AP Biosciences Inc..

3. To cooperate with AP Biosciences Inc.’s share operation, calculate the total shares that shareholders could subscribe according to the numbers stated in register of shareholders on the base date of capital injection and share subscription of AP Biosciences

Inc., and then calculate the shares that individual shareholder could subscribe in proportion as stated in register of shareholders on the latest book closure day of the Company. In the end, for shareholders with over 1,000 shares (inclusive), the payment notice shall be delivered via a registered mail. For shareholders with less than 1,000 shares, they shall be noticed via announcements with no further registered mail. For shareholders with no payment notice can check payment information via agencies for AP Biosciences Inc.'s share operation.

4. In January 2018, the Company took 67.00% shares of AP Biosciences Inc. through exchange with shareholders of AP Biosciences Inc. through new share issue with capital injection. But the Company detained fund for R&D and operation use in November 2020 and February 2021, and did not purchase new shares of AP Biosciences Inc. as scheduled, resulting the proportion dropping to 58.99% and 54.62% respectively.
5. The Company listed AP Biosciences Inc. as an important subsidiary from March 2022. But the waiving of subscription for new shares of AP Biosciences Inc. in 2022 diluted the shares proportion from 54.62% to 41.12% (including the shares retained for AP Biosciences Inc.'s employees). But the Company remains the largest shareholder of AP Biosciences Inc. comprehensively speaking. Plus it has over half of the board seats. So it is believed that AP Biosciences Inc. is still under control of the Company. Subject to the provisions of Paragraph 1 of Article 8 of Taipei Exchange Rules Governing Securities Trading on the TPEX "If a TPEX listed

company is reducing the percentage of its direct or indirect shareholding in (or capital contribution to) a major subsidiary, and the cumulative reduction will reach 10 percent or more within 3 years, or the TPEX listed company will lose its control over the subsidiary, the TPEX listed company shall, in advance, appoint an independent expert to issue a written opinion about the reasonableness of all past prices and the impact on the shareholders equity of the TPEX listed company.”, the Company has commissioned independent professional accountant Karin Lin from Chainye Accounting Firm to issue comment letter on the price reasonability and the impact on shareholders’ rights and interests.

The accumulative share loss of 10% for last 3 years is caused by not purchasing new shares of capital injection as scheduled. The waived subscription rights were purchased by specified objects consulted by AP Biosciences Inc.. As the independent professional indicated, the share loss for last 3 years had no adverse effect on the Company’s shareholders rights and interests, and it had no adverse effect for the Company’s shares to conduct on-the-counter transactions, either.

6. Matters that qualified shareholders purchased the waived new shares of AP Biosciences Inc. in 2022 and other matters unfinished have been authorized to dispose by the chairperson of the Company through the 2nd session of the 7th Shareholders Meeting, and proposed to be adopted in General Shareholders Meeting in 2023.

Resolution:

[The eighth case]	(Proposed by Board of Directors)
Cause:	Ratification of the Company's resolution to forfeit part of subscription rights of Obigen's 2022 cash capital increase and distribute the rights to its shareholders, submitted for discussion.
Description:	<ol style="list-style-type: none"> 1. Obigen Pharma, Inc. issued ordinary share of capital injection with resolution of shareholders' meeting on October 28, 2022, and its chairperson was authorized to decide the issue number and price within specific range. Basing on the market conditions, the chairperson decided to issue 30,000,000 new shares with face value of NT\$10 per share. The issue price was set NT\$32, through which it is expected to raise totally NT\$960,000,000 to cope with the human clinical test cost for the 2nd and 3rd phase of OBI-858 and operation expenditure. According to Article 267 of Company Law, Obigen Pharma, Inc. shall set aside 10% (3,000,000) shares for qualified employees to purchase, the rest 90% (27,000,000) shares shall be purchased in proportion as stated in register of shareholders on subscription base date by shareholders of Obigen Pharma, Inc.. 2. The Company authorized Obigen Pharma, Inc. to continue the clinical R&D of OBI-858 botulinum toxin preparation, and in return took 62.17% stock rights of Obigen Pharma, Inc., becoming the controlled company of it. By the end of November 2022, Obigen Pharma, Inc. has completed the 1st phase human clinical test of OBI-858, and achieved the positive performance of safety and preliminary therapeutic effect to support the 2nd and 3rd phase clinical test for a wider sample size. In addition, it has finished the construction and inspection of drug substance plant and drug product plant, in which

clinical test drugs are produced. It is expected to bring out application for 2nd and 3rd phase human clinical test for the Food and Drug Administration Ministry of Health and Welfare Taiwan in 2023.

3. To assure the fund safety in R&D and operation of Obigen Pharma, Inc. at this important stage, it is essential to conduct capital injection to Obigen Pharma, Inc.. But considering that the Company still needs to retain a number of fund for anti-cancer product R&D projects and for operation, and in order to cooperate with the equity diversification plan of Obigen Pharma, Inc.'s stock entering the capital market in the future, and introduce investors who are beneficial to Obigen Pharma, Inc.'s long-term development in the future, the Company intends not to issue the 16,785,521 shares calculated according to the shareholding ratio, but sets the new shares with capital injection as 7,812,500 shares (NT\$32 per share, total amount of NT\$250,000,000), and waived the subscription rights for 8,973,021 shares, from which the Company's shareholding in Obigen Pharma, Inc. shall be reduced from 62.17% to 51.94%.

In addition, as Article 3 of Taipei Exchange Supplemental Rules Governing Applications by Group Enterprises for TPEX Listing of Stock, “When a subsidiary applies for TPEX listing pursuant to the proviso of the preceding subparagraph, with regard to any activities of equity ownership dispersion conducted by the parent company to reduce its shareholding in the subsidiary within the 3 years before the application for TPEX listing, such activities shall have been done in a manner in which the pre-emptive subscription right is given to the parent's original shareholders or other manner not detrimental to the

interests of the parent's shareholders.” the Company intends to fully waive the aforementioned pre-emptive subscription right for the capital injection shares of 8,973,021 without harming the rights and interests of the shareholders of the Company and make sure all shareholders can enjoy the business results of Obigen Pharma, Inc.. The Company shall urge Obigen Pharma, Inc. to transfer the subscription rights the Company waived to all shareholders of the Company. The share number shall be calculated in proportion as stated in register of shareholders on the latest book closure day of the Company. After calculation, the Company’s shareholders could purchase 39.10846183 shares of Obigen Pharma, Inc. with every 1,000 shares. And the waived shares and odd share shall be purchased by certain persons at issue price consulted by chairperson of the board under the authorization of board of directors of Obigen Pharma, Inc..

4. To cooperate with Obigen Pharma, Inc.’s share operation, calculate the total shares that shareholders could subscribe according to the numbers stated in register of shareholders on the base date of capital injection and share subscription of Obigen Pharma, Inc, and then calculate the shares that individual shareholder could subscribe in proportion as stated in register of shareholders on the latest book closure day of the Company. In the end, for shareholders with over 1,000 shares (inclusive), the payment notice shall be delivered via a registered mail. For shareholders with less than 1,000 shares, they shall be noticed via announcements with no further registered mail. For shareholders with no payment notice can check payment information via agencies for Obigen Pharma, Inc.’s share operation.

5. As the latest annual financial statement of Obigen Pharma, Inc. in 2021 demonstrates, the net value per share of Obigen Pharma, Inc. by the end of 2021 is NT\$18.22. In addition, Obigen Pharma, Inc. commissioned independent professional of Lin, Chang-Yu from Trust and Assist CPAs to issue Comment on the Reasonability Assessment of Ordinary Share with Capital Injection, which says the fair value section for Obigen Pharma, Inc. is from NT\$31.59 to NT\$40.20 per share, and the actual share price is set NT\$32, which is allowable and reasonable.
6. Matters that qualified shareholders purchased the waived new shares of Obigen Pharma, Inc. and other matters unfinished have been authorized to dispose by the chairperson of the Company through the 4th session of the 7th Shareholders Meeting, and proposed to be adopted in General Shareholders Meeting in 2023.

Resolution:

iv. Elections Matters

- [The first case] (Proposed by Board of Directors)
- Cause: Co-optation for the director seat of the 7th Board of Directors of the company
- Description: 1. The former chairperson of the Company, Dr. Michael N. Chang passed away on December 29, 2022, resulting a vacant seat of the directors. It is proposed to elect a director in proper order who will take up his post in 2023 General Shareholders Meeting the day after the election with a tenure from June 27, 2023 to June 26, 2025.
2. Candidate nomination system is adopted for the election and appointment of directors (including independent directors) of the Company. List of candidates was reviewed and passed by the Board of Directors on May 8, 2023. Relevant information is specified as follows:

List of director candidates (No.1):

No.	Name	Major education background (experience)
1	Yun Yen Number of shareholding: 0	<p>Education background: PhD of Pathology and Cell Biology, Thomas Jefferson University</p> <p>Experience: Emeritus Professor of City of Hope National Medical Center, USA, President of Taipei Medical University</p> <p>Current position: Chairman & CEO, OBI Pharma Inc. Chairman, Tanvex BioPharma, Inc. Chairman, Tanvex Biologics Corp. Chairman, Tanvex BioPharma USA, Inc. Chairman, Calgent biotechnology co., Ltd. Chair Professor, Cancer Molecular Biology and Drug Discovery, Taipei Medical University</p>

Voting Results:

v. Other Proposals

[The first case] (Proposed by Board of Directors)

Cause: Lifting non-competition restrictions for the Company's directors, it is hereby proposed for discussion.

Description: 1. In order to meet the actual operational needs of the Company, in accordance with Article 209 of the Company Act, the restriction on non-competition for the directors to be elected at the shareholders' meeting in 2023 is lifted, and the directors of the Company have requested permission from the shareholders' meeting for themselves or others to perform acts within the scope of business of the Company.

2. The list for releasing non-competition restrictions on directors is as shown below:

Name of director	Name of concurrent company/institution	Permitted competition behavior
Yun Yen	Tanvex BioPharma, Inc.	Chairman & CEO
	Tanvex Biologics Corp.	Chairman
	Tanvex BioPharma USA, Inc.	Chairman
	Calgent Biotechnology Co., Ltd.	Chairman
	Cancer Molecular Biology and Drug Discovery, Taipei Medical University	Chair Professor
	Sino American Cancer Foundation (non-commercial enterprise)	Volunteer
	Theragent, Inc.	Chairman
	Nano Targeting & Therapy Biopharma Inc.	Director
	National Health Research Institutes	Director
	Obigen Pharma Inc.	Representative Directors
	Academia Sinica, Institute of Biological Chemistry	Adjunct Research Fellow
	California Institute of Technology	Adjunct Professor
	Lixte Biotechnology Holdings, Inc.	Director
Tzu Chi University	Distinguished Professor	

Resolution:

vi Extemporaneous Motions

vii Adjournment

Attachment 1

**2022
Business Report**

OBI Pharma, Inc. 2022 Business Report

After three years, the rampant epidemics has gradually become the end of the crossbow in 2022. In contrast, there seems a spring in Taiwan's biotechnology industry. Years of accumulation finally burst into a explosion with aspects of new drug certification, licensing, clinical development and profitable subject. By the end of 2022, the total market value of the biotechnology industry has soared to NT\$1.47 trillion, a significant increase of more than five times over ten years ago. Biotechnology has finally become a veritable trillion-yuan industry.

For OBI Pharma, Inc., we conducted capital injection in 2022 with total capital surmounting two billion NT\$, symbolizing a new milestone for our scale, social expectation and support, together with social responsibility. At this critical moment, we continue to promote the progress of the product line, and also bear the courage to meet more challenges. In terms of subject matter, we introduce new targets, step into new fields, and work with new partners to lay a more solid foundation for tomorrow's success.

As a new drug development company with multiple technologies and targets, OBI Pharma, Inc. has promoted the development of clinical trial product line: in aspect of new drug Adagloxad Simolenin (OBI-822) for breast cancer, in 2022, new medical centers in Peru, Brazil, Poland and other places were opened and clinical trials were added. Currently, it is accelerating the acceptance of cases in 13 countries and regions around the world. Besides, OBI-822 was first patented in the United States last October. What's more, OBI-866 and OBI-999 have also obtained invention patents from the United States and Taiwan.

In terms of academics, OBI Pharma, Inc. published a total of five poster papers at international academic conferences in 2022, and two papers at the annual meeting of the American Association for Cancer Research (AACR), respectively using scientific data to clarify the anti-tumor synergy combining OBI-3424 and pembrolizumab (PD-1). The other is a new finding that the survival rate of gastric cancer patients with high expression of Globo H and PD-L1 is low. In addition, at the annual meeting of the American Society of Clinical Oncology (ASCO), it released the new clinical research progress of the anti-Globo H cancer vaccine Adagloxad Simolenin, the antibody small molecule drug complex (ADC) OBI-999 and the first prodromal chemotherapy drug OBI-3424 targeting AKR1C3. The heads of the projects came in person to discuss the innovative treatment for cancer invented by OBI Pharma, Inc. with attended professionals all round the world.

In late 2021, after Biosion obtained the TROP2 monoclonal antibody and its global exclusive rights outside China, OBI Pharma, Inc. accelerated its development of derivative drugs such as Anti-TROP2 ADC. By now, it has completed a variety of experiments on different cancer animals, confirming that it has good anti-tumor effects, and it is believed that it will become the core of OBI Pharma, Inc.'s new generation product. At present, TROP2 has become a star drug for anti-cancer, and we will further improve and optimize it, hoping to launch more eye-catching product choices.

In addition, OBI Pharma, Inc. also involve itself in CAR-T therapy, targeting Globo H and TROP2 has achieved considerable results in recent years. The animal experiments have

shown excellent efficacy and the persistence of repeated tumor killing, and the T cell also has the characteristics of immune organ homing (Homing), and we are currently accelerating and increasing the development in this field.

The bivalent vaccine BCVax for COVID 19 developed by OBI Pharma, Inc. has been confirmed to have good stability, mature production technology, low cold chain threshold. It is easy to preserve, transport and popularize, which is also the original intention of OBI Pharma, Inc., hoping to bridge the gap between vaccines in various countries and fulfill corporate social responsibility. However, in view of the current epidemic situation, it's not so urgent as before, and we will make adjustment after carefully assessing the global needs conditions.

It is worth mentioning that after OBI Pharma, Inc. successfully completed the capital injection, the subsidiaries of AP Biosciences Inc. and Obigen Pharma, Inc. also completed their capital injection in 2022. AP Biosciences Inc. is about to conduct public offering and emerging in 2023, and its two self-developed bispecific antibody anti-cancer new drugs AP505 and AP203 have also entered clinical trials. The development of Obigen Pharma, Inc. is also extremely eye-catching and has become the target of the industry's attention. It has completed capital injection successfully, and the construction of drug substance plant and the upgrading of drug product plant. It is planning to design and implement phase II and III clinical trials for medical aesthetic indications, and everything is ready to go.

Next is the business results in 2022 on products entering clinical development stage:

I. R&D progress of major products

A. Adagloxad Simolenin (OBI-822) Globo H active immunity vaccine

Adagloxad simolenin is a new active immune anti-cancer drug targeting the carbohydrate antigen Globo H. Globo H is linked to the carrier hemocyanin KLH. After being injected into the human body, it triggers immune cells to produce antibodies against Globo H to treat cancer.

The global phase III clinical trial is designed as randomized, randomized, open-label, standard care control with patients suffering from triple negative breast cancer (TNBC) of a high risk of recurrence after surgery as subjects. It was evaluated that this group of patients still has unmet medical needs; in this trial, immunohistochemistry (IHC) approved by the FDA of the United States was adopted to screen TNBC patients with certain Globo H expression on the tumor surface as subjects; Currently, it is accelerating the acceptance of cases in 13 countries and regions around the world, such as Taiwan, United States, Australia and China. In 2022, it was approved to collect trial cases in Peru, Brazil, Poland and other places successively.

B. OBI-999 Globo H Antibody Drug Conjugate (ADC)

This product is an antibody drug conjugate (ADC) based on OBI-888 monoclonal antibody. Antibodies can recognize cancer cells that are highly expressed by Globo H, and then release active small-molecule chemical drugs to prevent tumor cell division and kill tumor cells. This product has been granted with orphan drug designation by the FDA for the treatment of gastric and pancreatic cancers.

The phase II cohort expansion of OBI-999 clinical trial is conducted at the M.D. Anderson Cancer Center of the University of Texas and Taipei Veterans General Hospital in Taiwan. In this stage of trial, patients with locally advanced or metastatic solid tumors were accepted as subjects, and the expression of tumor Globo H measured using immunohistochemistry (IHC) approved by FDA of the United States as the subject screening criteria.

C. OBI-3424 AKR1C3 small molecule chemotherapy prodrug

OBI-3424 is a precursor-type first-in-class small molecule new drug that selectively acts on a variety of cancers over-expressed by AKR1C3 aldosterone reductase; it was granted orphan drug designation approved by FDA of the United States for the treatment of hepatocellular carcinoma (HCC) and acute lymphoblastic leukemia (ALL) in 2018 respectively. In May 2022, the Company addressed papers at the online annual meeting of American Association for Cancer Research, explaining the preclinical study development of OBI-3424.

The first dose-escalation phase of this product has already been completed at the University of Texas MD Anderson Cancer Center and the Ohio State University James Cancer Hospital and Solove Research Institute. Currently, the second phase of cohort expansion trial has been launched and actively implemented.

The phase I/II clinical trial sponsored by OBI and its partner, Southwest Oncology Group (SWOG), was approved by FDA of the United States in 2020 as phase I/II clinical trial for T-cell acute lymphoblastic leukemia (T-ALL) and T-cell Lymphoblastic lymphoma (T-LBL). Currently, the first dose-escalation phase of trial and drug safety evaluation have been conducted at American Medical Sciences Center.

D. OBI-833 new generation Globo H active immunity vaccine

OBI-833 is a new active immune anti-cancer drug targeting the carbohydrate antigen Globo H. Globo H is linked to the carrier protein CRM197. After being injected into the human body, it triggers immune cells to produce antibodies against Globo H to treat cancer.

OBI-833 has completed the first phase of dose escalation trial and non-small cell lung cancer cohort expansion trial, showing that this product has good safety and preliminary efficacy, and the test results have been presented at the European Oncology Society Asia Annual Meeting (2020 ESMO Asia). OBI Pharma, Inc. also plans two phase II clinical trials: one is for non-small cell lung cancer, to evaluate whether the combination of OBI-833 and EGFR tyrosine kinase inhibitors can prolong the "non-deterioration survival" of patients. The other is an investigator-initiated trial (IIT) to evaluate whether the use of OBI-833 can delay recurrence after surgery for esophageal cancer patients. These two trials have been approved by the Taiwan Food and Drug Administration and are actively collecting cases.

E. OBI-866 SSEA-4 active immunity vaccine

OBI of Taiwan develops diversified innovative cancer immunotherapies, targeting Globo series; in addition to Globo H targeted products, OBI has also actively developed various anti-cancer innovative therapies targeting the highly expressed SSEA-4 carbohydrate antigen of tumor stem cells. This product is a new active immune anti-cancer drug with SSEA-4 as

the target, and a patent was approved by Taiwan in November, 2021. In the phase I clinical trial implemented in Taiwan, patients with advanced/metastatic solid cancers like brain cancer, pancreatic cancer, breast cancer or lung cancer were accepted as subjects, hoping to evaluate the safety, tolerability, immunogenicity and preliminary efficacy of this product.

II. Intellectual property protection

The safeguard of intellectual property is the value of biotechnology companies, in response to global market competition, OBI reinforced the patent layout in 2022 and strengthened the protection of business secrets as well, achieving many substantial progresses; as at the end of 2022, 26 domestic and foreign trademark certificates had been obtained, owning 157 domestic and foreign patents in total. At the same time, we continue to bring in international high-level management personnel to join the management team and enrich our R&D capabilities in order to respond to the globalization of the market and competition.

III. Corporate governance

ESG Report

As a listed company, OBI Pharma, Inc. has taken environmental protection and social responsibility as its own value. Whether it is investors or the community, the evaluation of corporate investment is no longer limited to the financial performance in the past, but ESG, which means environmental, social and corporate governance, not only is an important indicator of company sustainability, but the government has also urged companies to implement ESG through legislation or evaluation.

OBI Pharma, Inc. has been planning to publish Taiwan OBI Sustainability Business Report from 2014 according to Preparation and Filing of Sustainability Reports by Listed Companies and GRI Sustainability Reporting Standards, issued by Global Sustainability Standards Board, to self-inspect the implementation in aspects of ESG, and further formulate Filing and Examining Procedures for Taiwan OBI Sustainability Business Report, and include it into one of the interior control systems.

Transparency of information

In terms of corporate governance, we aim to protect the rights and interests of shareholders, strengthen the functions of the board of directors, respect the rights and interests of stakeholders, and enhance information transparency. In this regard, since there is a high professional threshold in the biotechnology field, OBI Pharma, Inc. places great importance on openness and transparency of information. In addition to releasing important information about the company's progress or explaining it in press releases, OBI Pharma, Inc. also publicly announces and explains the progress of product development and related information to investors and the general public in the form of legal presentations or forums. In order to value the voice of investors, the company also has a dedicated person within the company to handle investor questions, answers and suggestions to promote positive interaction and build mutual trust with both investors.

Cyber Security Management

In the Internet era, information security is regarded as a national security issue, and it is also one of the risks that modern enterprises continue to face. Especially for biotechnology

industry, where trade secrets, technology patents and intellectual property rights are the core values, it is necessary to guarantee the information security. The Company's Information Security Policy follows the PDCA cycle method of the international information security management system ISO/IEC 27001, and adopts multi-layer in-depth defense measures for information security. Periodic information security risk assessment, professional training and general education and training of colleagues are implemented to continuously strengthen the information security management system and technology and improve the protection ability and resilience.

In addition, the Company also built network security protection, completed key system backup mechanisms, disaster preparedness and recovery drills, introduced multi-factor authentication, hard disk encryption technology, endpoint protection and introduced CDN services to accelerate the protection of the company's website applications, mitigate DDOS and block the abuse of malicious programs. In 2022, it also added a host endpoint detection and response mechanism (EDR), a host vulnerability detection and management mechanism, and joined the government-sponsored TW-ISAC enterprise intelligence sharing platform. It integrated ISO/IEC 27001 international common standards to established a more complete ISO/IEC 27001 information security management system (ISMS) in 2022 to achieve effective prevention. Once an information security incident occurs, it can be responded to and disposed in real time, reducing its adverse impact on the company's finances and business.

Talent Training and Education

OBI of Taiwan always attaches great importance to human resources. In order to enhance the professional skills of employees and encourage employees to achieve career planning, the Company formulated the "Education and Training Management Measures" to hold education and training from time to time, and provide domestic and foreign training opportunities, encouraging employees to strive for professional certification, so as to improve work performance. It has been included in the annual assessment and promotion reference.

IV. Financial performance

2022 Financial Reporting

New drug R&D industry is a technology-, talent- and capital-intensive industry. In addition to characteristics like high cost, high risk and high rate of return, new anticancer drugs are also highly uncertain; to this end, the financial planning and operation of the Company almost stick to a conservative guideline.

As for the financial status of the Company in 2022, the consolidated operating income reached NT\$ 4,711,000 and the consolidated R&D expenses reached NT\$ 1,772,856,000 which were mainly used for the expenditure of new drug R&D projects. There were products including OBI-822, OBI-833, OBI-999 and OBI-3424. Due to abundant product lines of the Company and given that most products are currently within the stages of clinical trials, the R&D expenses invested are accumulated as energies for future product marketing and profit growth.

Combined financial analysis in 2022 is as shown in the following table:

2022 Analysis item		Analysis on financial capacity and profitability in the last two years		
		2022	2021	+(-)
Financial structure (%)	Self-owned capital ratio	92.50	86.27	7.22%
	Long-term funds to fixed assets ratio	627.82	433.74	44.74%
Repaying capability (%)	Current ratio	2,276.44	872.23	160.99%
	Quick ratio	2,170.97	818.16	165.35%
Profitability (%)	Return on total assets	(34.10)	(34.90)	2.29%
	Return on total stockholders' equity	(37.96)	(39.45)	3.78%
	Net loss per share (NT\$)	(7.27)	(7.69)	5.46%

V. Concluding remarks

Technological innovation is the most important driving force for industrial growth. In recent years, OBI Pharma, Inc. has always focused on the development of first-in-class new anti-cancer drugs, and has continued to make progress and deepen the development of new anti-cancer drugs with the Globo polysaccharide series as the target. In recent years, OBI Pharma, Inc. has expanded its R&D direction from the Globo polysaccharide series to include emerging areas such as AKR1C3 enzymes and bi-specific antibodies, and has been studying the feasibility of future combined cancer drugs, successfully transforming itself into an innovative tumor immunotherapy development platform with multiple technologies and targets.

Under the background of change in the overall environment and international competition, OBI has continuously maintained rolling review and correction of its resources, product

competitiveness and development strategies and conducted short-term, middle-term and long-term development planning. Last year, due to the unexpected manufacturing yield, it was announced that the phase II clinical trial of the new drug of anti-Globo H body OBI-888 was terminated early, which is a decision made by the management team after careful assessment. And the new development strategy will be launched after optimizing and purifying the process in the future.

OBI independently developed the bivalent vaccine BCVax for COVID-19 in half a year, which was proved to have super protection against various viruses of COVID-19 in preclinical trials. But in view of the development of the epidemic, we adopted a flexible strategy for the promotion of BCVax. In addition, we will also use the TROP2 monostrain antibody licensed from Biosion as a new target, to develop a new ADC anti-cancer drug after improvement and optimization in view of the shortcomings of the current marketed products.

The Company will continuously maintain its maximum R&D energy, actively promote each products and complete clinical trials, dedicate to seeking for business opportunities for international cooperation, and march forward the goal of becoming a transnational biotechnology new drug company with global competitiveness.

Chairman:

Manager:

Accounting Officer:

Attachment 2

Audit Committee's Review Report

Audit Committee's Review Report

Board of Directors has prepared the 2022 business report, financial statements and deficit compensation table proposals of the Company, among them, the financial statements have been audited by PwC Taiwan, and audit report has been issued. Proposals regarding the above business report, financial statements and deficit compensation table have been audited by Audit Committee, and those proposals are appropriate, it is hereby proposed for supervision pursuant to relevant provisions of Securities and Exchange Act and Company Act.

Sincerely submitted to
2023 General Meeting of the Company

OBI Pharma, Inc.

Convener of Audit Committee: Ming-Chin Chen

March 13, 2023

Attachment 3

**2022
Status of the Sound Operating Plan of the
company**

OBI Pharma, Inc. and Subsidiaries
Status of the Sound Operating Plan of the company

1. Handled according to “companies shall quarterly submit the implementation of sound business plans to the Board of Directors for control, and submit to Shareholders’ Meeting to report the execution effect, the execution situation shall be evaluated concretely and the opinions of underwriter shall be inquired” of the Jin-Guan-Zheng-Fa-Zi No. 1110348619 Letter issued by Financial Supervisory Commission on July 12, 2022.
2. Differences between the numbers in 2022 financial statement of the Company and the numbers declared in sound business plans are described as follows:

Unit: NT\$ Thousand

Item/Year	2022		
	Number declared in sound business plans	Number in financial statement	Difference
Operating revenue	84,386	4,711	(79,675)
Operating costs	101,922	44,855	(57,067)
Gross profit	(17,536)	(40,144)	(22,608)
Operating expenses			
Administrative expenses	298,519	309,762	11,243
R&D expenses	1,640,066	1,772,856	132,790
Total operating expenses	1,938,585	2,082,618	144,033
Operating loss	(1,956,121)	(2,122,762)	(166,641)
Non-operating income and expenses	35,693	205,670	169,977
Loss before tax	(1,920,428)	(1,917,092)	3,336
Income tax benefit	2,917	17,768	14,851
Loss for the year	(1,917,511)	(1,899,324)	18,187

(1) Operating revenue:

Include NT\$ 1,049,000 of material sales, NT\$ 1,660,000 of labor provision and NT\$ 2,002,000 of technology authorization.

(2) Operating costs:

Subsidiary of Amaran Biotech was affected by the pandemic. The construction of the filling production line was delayed, resulting human cost, depreciation and other costs being lower than original declaration.

(3) Operating expenses:

R&D expenses, mainly the costs for subsidiary AP Biosciences Inc. bispecific antibody outsourced development and production service fees, are higher than the original declaration. In addition, the management expenses are higher than original declaration because of capital injection and employee subscription of OBI, and expenditure part from employees restriction on new share.

(4) Non-operating income and expenses:

The non-operating income is higher than the declaration, which is mainly caused by the unrealized exchange profit generated from the appreciation of exchange rate of USD.

Generally speaking, the R&D period of new biotechnological drugs is long, and drug administration agencies of each country might amend drug administration laws and regulations and the bottleneck might be encountered in the course of research and development of drugs, all such reasons might make the actual development schedule is not as planned, hence the difference is caused by the change of estimation basis. The Company has established good R&D management, and will carry out professional talents recruitment, cross-department integration, and project management through hierarchical structure, together with phased checking point, the project team will jointly assess the plan progress and output achievement, so as to manage all kinds of variables during the management of research and development.

Attachment 4

**Comparison Table of Rules of Procedure for
Board of Directors Meetings**

OBI Pharma, Inc.
Comparison Table of Rules of Procedure for Board of Directors Meetings

Article	Amended article	Existing article	Explanation
Version	AD_12_V10	AD_12_V9	Amended version
Article 4 (Designate deliberation unit, meeting notice and documents)	<p>According to the general shareholders' meeting, the designated deliberation unit is the finance office.</p> <p>The deliberation unit shall draw up the content of the board meeting, specify the reason for the meeting, the date and place of the meeting, and inspect the agenda and relevant materials of the meeting, and notify the directors seven days in advance. However, in case of emergency, it may be summoned at any time without the aforesaid notice. Directors are deemed to have been notified if they attend a meeting in person.</p> <p>The notice of the convocation of the shareholders' meeting may be made in writing, by e-mail or by fax with the consent of the counterparts.</p> <p>If the directors consider that the meeting information is insufficient, they may, after a resolution of the shareholders' meeting, request the deliberative unit to provide it within three days, but at the latest the day before the meeting of the board. If the directors consider that the information on the</p>	<p>According to the general shareholders' meeting, the designated deliberation unit is the finance office.</p> <p>The deliberation unit shall draw up the content of the board meeting, specify the reason for the meeting, the date and place of the meeting, and inspect the agenda and relevant materials of the meeting, and notify the directors seven days in advance. However, in case of emergency, it may be summoned at any time without the aforesaid notice. Directors are deemed to have been notified if they attend a meeting in person.</p> <p>The notice of the convocation of the shareholders' meeting may be made in writing, by e-mail or by fax with the consent of the counterparts.</p> <p>If the directors consider that the meeting information is insufficient, they may, after a resolution of the shareholders' meeting, request the deliberative unit to provide it within three days, but at the latest the day before the meeting of the board. If the directors consider that the information on the</p>	<p>I. There is no amendment from I to IV.</p> <p>II. Considering that Paragraph 5 of Article 4 are related to the Company's major business matters, they are to be listed in the reason for the meeting for directors to have sufficient information and time to assess the proposal in advance. Then the endorsement in Paragraph 5 is deleted, and specify the content of Paragraph 5 shall be listed in the reasons for convening and shall not be raised in extemporaneous motions. In addition, in case there is an emergency that needs to be discussed in shareholders' meeting, it may be summoned anytime according to regulations of Paragraph 2, which shall have no impact on the business and normal operation of the Company. As for the emergency shareholders' meeting, it should be convened at the place and time suitable for directors according to Paragraph 3, and deliver the agenda, relevant materials and the notice to directors according to Paragraph 4.</p> <p>III. According to the provisions of Paragraph 1 and 2 of Article 208 of the</p>

Article	Amended article	Existing article	Explanation
Version	AD_12_V10	AD_12_V9	Amended version
	<p>proposal is insufficient, the proposal shall be postponed after being supplemented by relevant personnel within a time limit with the resolution of shareholders' meeting.</p> <p>The following important matters shall be listed in the reasons for convening and shall not be raised in extemporary motions. The following matters shall be submitted to the shareholders' meeting for discussion:</p> <p>I. The Company's operation plan.</p> <p>II. The annual financial report with signature or seal of the chairperson, manager and accounting supervisor and the financial report for the 2nd quarter that needs inspection and signature of accountant</p> <p>III. To formulate or amend the interior control system and the examination of the effectiveness of the interior control system according to Paragraph 1 of Article 14 of Security Exchange Act.</p> <p>IV. To formulate or amend major financial operation procedures for acquisition or disposal of assets, transactions of derivative goods, loaning of company funds, endorsements and guarantees according to Paragraph 1 of Article 36 of Security Exchange Act.</p>	<p>proposal is insufficient, the proposal shall be postponed after being supplemented by relevant personnel within a time limit with the resolution of shareholders' meeting.</p> <p>The following important matters shall be listed in the reasons for convening and shall not be raised in extemporary motions, <u>except for emergency or rational reasons</u>. The following matters shall be submitted to the shareholders' meeting for discussion:</p> <p>I. The Company's operation plan.</p> <p>II. The annual financial report with signature or seal of the chairperson, manager and accounting supervisor and the financial report for the 2nd quarter that needs inspection and signature of accountant</p> <p>III. To formulate or amend the interior control system and the examination of the effectiveness of the interior control system according to Paragraph 1 of Article 14 of Security Exchange Act.</p> <p>IV. To formulate or amend major financial operation procedures for acquisition or disposal of assets, transactions of derivative goods, loaning of company funds, endorsements and guarantees according to</p>	<p>Company Law, the election of the chairperson is the function and power of the board of directors, but dismissal of the chairperson is not specified in the Company Law. As the letter of J.S.Z.No. 09402105990, issued by Ministry of Economy on August 2, 2005 stated, the dismissal of the chairperson is not specified in the Company Law. It seems more reasonable to conduct basing on the resolution of the original shareholders' meeting, unless otherwise provided in the articles of association.</p> <p>IV. Referring to the regulations of Company Law for Listed Company and the reply letter from Ministry of Economy, and basing on the fact that the election and dismissal of chairperson are both major matters for the company, article VI is added, stating that in case executive director is not set, the election or dismissal of the chairperson shall be discussed in the shareholders' meeting. The existing article VI to IX are listed as article VII to X.</p> <p>V. The Paragraph 6 is amended according to the involved part in Paragraph 5.</p>

Article	Amended article	Existing article	Explanation
Version	<u>AD_12_V10</u>	<u>AD_12_V9</u>	Amended version
	<p>V. To raise in public or private and issue securities of an equity nature.</p> <p><u>VI. To elect or dismiss the chairperson in case no executive director is set in the board of directors.</u></p> <p>To appoint and dismiss financial executive, accounting executive or internal auditing executive.</p> <p><u>VIII.</u> The donations to related parties.</p> <p><u>IX.</u> Major donations to non-related parties. But non-profit donations for serious natural disasters shall be submitted to the next shareholders' meeting for adoption.</p> <p><u>X.</u> Other major matters that should be approved by the shareholders' meeting or the board of directors or other matters stipulated by the competent authority in accordance with Paragraph 3 of Article 14 of Security Exchange Act, other decrees or regulations.</p> <p>The "related parties" in VIII refers to parties regulated in Piling Regulations for Financial Report of Security Issuer. Major donations to non-related parties in IX refer to donations with amount or accumulative amount within 1 year to the same object surmounting NT\$100 million, or 1% of the net value of business income stated in the latest</p>	<p>Paragraph 1 of Article 36 of Security Exchange Act.</p> <p>V. To raise in public or private and issue securities of an equity nature.</p> <p><u>VI.</u> To appoint and dismiss financial executive, accounting executive or internal auditing executive.</p> <p><u>VII.</u> The donations to related parties.</p> <p><u>VIII.</u> Major donations to non-related parties. But non-profit donations for serious natural disasters shall be submitted to the next shareholders' meeting for adoption.</p> <p><u>IX.</u> Major donations to non-related parties. But non-profit donations for serious natural disasters shall be submitted to the next shareholders' meeting for adoption.</p> <p>The "related parties" in VII refers to parties regulated in Piling Regulations for Financial Report of Security Issuer. Major donations to non-related parties in VIII refer to donations with amount or accumulative amount within 1 year to the same object surmounting NT\$100 million, or 1% of the net value of business income stated in the latest financial report signed by accountants, or 5% of the paid-in capital. The "1 year" mentioned above refers to the year dating from this shareholders' meeting, subtracting the</p>	

Article	Amended article	Existing article	Explanation
Version	<u>AD_12_V10</u>	<u>AD_12_V9</u>	Amended version
	financial report signed by accountants, or 5% of the paid-in capital. The “1 year” mentioned above refers to the year dating from this shareholders’ meeting, subtracting the period that was passed in shareholder’ meeting resolution.	period that was passed in shareholder’ meeting resolution.	
Article 16 (Effectiveness and amendment of this Regulations)	These Regulations will become effective for implementation after approved by Board of Directors and submitted to Shareholders' Meeting for report on March 30, 2011. In case of amendment in the future, Board of Directors may be authorized for resolution. The first amendment on December 16, 2011. The second amendment on March 9, 2012. The third amendment on June 26, 2013. The fourth amendment on July 23, 2014. The fifth amendment on June 27, 2016. The sixth amendment on March 8, 2019. The seventh amendment on March 13, 2020. The eighth amendment on March 12, 2021. <u>The ninth amendment on November 4, 2022.</u>	These Regulations will become effective for implementation after approved by Board of Directors and submitted to Shareholders' Meeting for report on March 30, 2011. In case of amendment in the future, Board of Directors may be authorized for resolution. The first amendment on December 16, 2011. The second amendment on March 9, 2012. The third amendment on June 26, 2013. The fourth amendment on July 23, 2014. The fifth amendment on June 27, 2016. The sixth amendment on March 8, 2019. The seventh amendment on March 13, 2020. The eighth amendment on March 12, 2021.	Add the date of amendment

Attachment 5

2022

**Financial Statement and
Accountant's Audit Report**

OBI PHARMA, INC. AND SUBSIDIARIES
CONSOLIDATED FINANCIAL STATEMENTS AND
INDEPENDENT AUDITORS' REPORT
DECEMBER 31, 2022 AND 2021

For the convenience of readers and for information purpose only, the auditors' report and the accompanying financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. In the event of any discrepancy between the English version and the original Chinese version or any differences in the interpretation of the two versions, the Chinese-language auditors' report and financial statements shall prevail.

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of OBI PHARMA, INC.

Opinion

We have audited the accompanying consolidated balance sheets of OBI PHARMA, INC. and subsidiaries (the “Group”) as at December 31, 2022 and 2021, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2022 and 2021, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations that came into effect as endorsed by the Financial Supervisory Commission.

Basis for opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Norm of Professional Ethics for Certified Public Accountant in the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Group's 2022 consolidated financial statements. These matters were addressed in the context of our audit of the consolidated financial statements as a whole and, in forming our opinion

thereon, we do not provide a separate opinion on these matters.

Key audit matters for the Group's 2022 consolidated financial statements are stated as follows:

Key audit matter – Impairment assessment of intangible assets

Description

Refer to Note 4(17) for accounting policies on impairment assessment of non-financial assets, Note 5 for critical judgements adopted in the impairment assessment of intangible assets, and Note 6(7) for account details of intangible assets.

As of December 31, 2022, the balance of the Group's intangible assets amounted to NT\$382,441 thousand. The intangible assets consist of related technologies acquired from other companies for new drug development as well as patents, patented technologies and goodwill arising from equity investments in AP Biosciences, Inc. Since the drug is still under development, no cash inflow can be generated. As of the balance sheet date, the Group determines whether the patents and patented technologies are impaired based on external and internal information. The Group would then consider to recognise an impairment loss by comparing the recoverable amount if there is an indication that they are impaired. Additionally, the Group obtained the goodwill valuation report from an external appraiser firm. Since the impairment assessment performed by the management involves management's subjective judgment and the key assumptions used in the impairment assessment have a significant impact on the value-in-use estimates, we considered the impairment assessment of intangible assets as one of the key audit matters.

How our audit addressed the matter

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

1. Reviewed the information used by the Group management for impairment assessment of intangible assets (excluding goodwill) including plan and progress for each development project, etc., conducted discussion with management and director of research and development department regarding the information used for impairment assessment of intangible assets, and assessed whether:
 - (1) The features, marketing advantages and market tendency of the main products including research and development technology are still competitive.
 - (2) The progress of the major research and development plan has no significant delay.

- (3) The total market value of the Company is higher than the net assets as of the balance sheet date.
2. Performed the following procedures based on the obtained valuation report on goodwill prepared by external experts appointed by the Group:
- (1) Assessed whether the valuation methods adopted are reasonable for the industry, environment and the valued assets of the Group;
 - (2) Evaluated the reasonableness of main assumptions used in estimating the value-in-use, including R&D timeline, R&D success rate, market share of products after the receipt of drug permit license and royalty rate.
 - (3) Examined model parameters and calculations.
 - (4) Compared the discount rate used and assumptions on the capital cost of cash-generating units.
 - (5) Verified whether the value-in-use exceeds the book value of investments in AP Biosciences, Inc.

Key audit matter - Impairment assessment of property, plant and equipment and right-of-use assets of Contract Development and Manufacturing Organisation (CDMO) segment

Description

Refer to Note 4(17) for accounting policies on impairment assessment of non-financial assets, Note 5 for critical judgement adopted in the impairment assessment of property, plant and equipment and right-of-use assets, and Notes 6(5) and 6(6) for account details of property, plant and equipment and right-of-use assets.

The Group applied value in use in determining the recoverable amount of property, plant and equipment and right-of-use assets of CDMO segment and used it as the basis for impairment assessment. Since the total book value of the aforementioned assets amounting to NT\$675,695 thousand constituted 10% of the Group's total assets, the assessment of value in use involves management's subjective judgment, and the key assumptions used in the impairment assessment have a significant impact on the value in use estimates, we considered the impairment assessment of property, plant and equipment and right-of-use assets of CDMO segment as one of the key audit matters.

How our audit addressed the matter

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

1. Reviewed and assessed the reasonableness of the data used in the assessment of indications for impairment of the CDMO segment.
2. Obtained an understanding of the reasonableness of future cash flow forecast developed by management.
3. Discussed the financial operation forecast with management, and compared the forecast with historical results for reasonableness.
4. Reviewed the reasonableness of other significant assumptions used by management in determining future cash flows.

Other matter – Parent company only financial reports

We have audited and expressed an unmodified opinion on the parent company only financial statements of OBI PHARMA, INC. as at and for the years ended December 31, 2022 and 2021.

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations that came into effect as endorsed by the Financial Supervisory Commission, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

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

financial reporting process.

Auditors' responsibilities for the audit of the consolidated financial statements

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

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgment and professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
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 Group's internal control.
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 Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

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

David Teng

Eileen Liang

For and on behalf of PricewaterhouseCoopers, Taiwan

March 13, 2023

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

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

OBI PHARMA, INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars)

Assets	Notes	December 31, 2022		December 31, 2021		
		AMOUNT	%	AMOUNT	%	
Current assets						
1100	Cash and cash equivalents	6(1)	\$ 4,741,109	72	\$ 2,512,186	56
1110	Financial assets at fair value through profit or loss - current	6(2)	752	-	1,767	-
1136	Financial assets at amortised cost - current	6(4)	30,710	1	140,000	3
1170	Accounts receivable, net		2,037	-	3,465	-
1200	Other receivables		26,236	-	19,804	1
130X	Inventories		21,973	-	9,562	-
1410	Prepayments		211,264	3	167,353	4
11XX	Total current assets		<u>5,034,081</u>	<u>76</u>	<u>2,854,137</u>	<u>64</u>
Non-current assets						
1517	Financial assets at fair value through other comprehensive income - non-current	6(3)	8,725	-	9,106	-
1600	Property, plant and equipment, net	6(5) and 7	980,722	15	898,878	20
1755	Right-of-use assets	6(6)	194,835	3	250,141	5
1780	Intangible assets, net	6(7)	382,441	6	398,284	9
1900	Other non-current assets	8	32,897	-	76,205	2
15XX	Total non-current assets		<u>1,599,620</u>	<u>24</u>	<u>1,632,614</u>	<u>36</u>
1XXX	Total assets		<u>\$ 6,633,701</u>	<u>100</u>	<u>\$ 4,486,751</u>	<u>100</u>

(Continued)

OBI PHARMA, INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars)

Liabilities and Equity		Notes	December 31, 2022		December 31, 2021	
			AMOUNT	%	AMOUNT	%
Current liabilities						
2100	Current borrowings	6(8)	\$ 15,705	-	\$ -	-
2130	Current contract liabilities	6(17)	3,160	-	-	-
2170	Accounts payable		1,144	-	525	-
2200	Other payables	6(10)	146,978	2	264,790	6
2220	Other payables to related parties	7	333	-	70	-
2230	Current income tax liabilities	6(23)	558	-	336	-
2280	Current lease liabilities	7	40,349	1	52,070	1
2320	Long-term liabilities, current portion	6(9)	7,000	-	7,000	-
2399	Other current liabilities		5,911	-	2,433	-
21XX	Total current liabilities		<u>221,138</u>	<u>3</u>	<u>327,224</u>	<u>7</u>
Non-current liabilities						
2500	Non-current financial liabilities at fair value through profit or loss	6(11)	46,065	1	-	-
2540	Long-term borrowings	6(9)	21,000	-	28,000	1
2570	Deferred income tax liabilities	6(23)	46,329	1	54,762	1
2580	Non-current lease liabilities	7	163,033	2	205,962	5
2600	Other non-current liabilities		3	-	-	-
25XX	Total non-current liabilities		<u>276,430</u>	<u>4</u>	<u>288,724</u>	<u>7</u>
2XXX	Total liabilities		<u>497,568</u>	<u>7</u>	<u>615,948</u>	<u>14</u>
Equity attributable to owners of parent						
	Share capital	6(14)				
3110	Common stock		2,294,394	35	1,992,794	44
	Capital surplus	6(13)(15)(25)				
3200	Capital surplus		6,932,631	104	3,702,222	82
	Retained earnings	6(16)				
3350	Accumulated deficit		(4,522,538)	(68)	(2,908,622)	(65)
3400	Other equity interest	6(3)	(26,323)	-	(24,528)	-
3500	Treasury shares	6(14)(25)	(45,990)	(1)	(45,990)	(1)
31XX	Equity attributable to owners of the parent		<u>4,632,174</u>	<u>70</u>	<u>2,715,876</u>	<u>60</u>
36XX	Non-controlling interest	4(3) and 6(25)	<u>1,503,959</u>	<u>23</u>	<u>1,154,927</u>	<u>26</u>
3XXX	Total equity		<u>6,136,133</u>	<u>93</u>	<u>3,870,803</u>	<u>86</u>
	Significant Contingent Liabilities and Unrecognised Contract Commitments	6(7), 7 and 9				
	Significant Events after the Balance Sheet Date	11				
3X2X	Total liabilities and equity		<u>\$ 6,633,701</u>	<u>100</u>	<u>\$ 4,486,751</u>	<u>100</u>

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

OBI PHARMA, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars, except for loss per share amounts)

Items	Notes	Year ended December 31				
		2022		2021		
		AMOUNT	%	AMOUNT	%	
4000	Operating revenue	6(17)	\$ 4,711	-	\$ 18,772	1
5000	Operating costs		(44,855)	(2)	(44,362)	(2)
5900	Gross profit		(40,144)	(2)	(25,590)	(1)
	Operating expenses	6(5)(6)(7)(12)(13)(21)(22) and 7				
6200	Administrative expenses		(309,762)	(16)	(240,826)	(14)
6300	Research and development expenses		(1,772,856)	(93)	(1,449,598)	(83)
6000	Total operating expenses		(2,082,618)	(109)	(1,690,424)	(97)
6900	Operating loss		(2,122,762)	(111)	(1,716,014)	(98)
	Non-operating income and expenses					
7100	Interest income	6(18)	49,931	3	6,458	-
7010	Other income		4,104	-	8,846	-
7020	Other gains and losses	6(19)	155,625	8	(37,745)	(2)
7050	Finance costs	6(20) and 7	(3,990)	-	(3,798)	-
7000	Total non-operating income and expenses		205,670	11	(26,239)	(2)
7900	Loss before tax		(1,917,092)	(100)	(1,742,253)	(100)
7950	Income tax benefit	6(23)	17,768	1	24,363	1
8200	Loss for the year		(\$ 1,899,324)	(99)	(\$ 1,717,890)	(99)
	Other comprehensive income (loss) for the year, net					
	Components of other comprehensive income (loss) that will not be reclassified to profit or loss					
8316	Unrealised valuation gains and loss from equity investment instruments measured at fair value through other comprehensive income	6(3)	(\$ 381)	-	\$ 1,069	-
	Components of other comprehensive income (loss) that will be reclassified to profit or loss					
8361	Financial statements translation differences of foreign operations		8,511	-	(8,809)	-
8300	Other comprehensive income (loss) for the year, net		\$ 8,130	-	(\$ 7,740)	-
8500	Total comprehensive loss for the year		(\$ 1,891,194)	(99)	(\$ 1,725,630)	(99)
	Loss attributable to:					
8610	Owners of the parent		(\$ 1,613,916)	(84)	(\$ 1,530,687)	(88)
8620	Non-controlling interest		(285,408)	(15)	(187,203)	(11)
	Total		(\$ 1,899,324)	(99)	(\$ 1,717,890)	(99)
	Comprehensive loss attributable to:					
8710	Owners of the parent		(\$ 1,605,929)	(84)	(\$ 1,538,427)	(88)
8720	Non-controlling interest		(285,265)	(15)	(187,203)	(11)
	Total		(\$ 1,891,194)	(99)	(\$ 1,725,630)	(99)
	Loss per share (in dollars)	6(24)				
9750	Basic and diluted loss per share		(\$ 7.27)		(\$ 7.69)	

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

OBI PHARMA, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars)

	Equity attributable to owners of the parent												Non-controlling interest	Total equity
	Notes	Capital Reserves					Accumulated deficit	Other Equity Interest			Treasury shares	Total		
		Share capital - common stock	Additional paid-in capital	Employee stock options	Restricted stock	Others		Financial statements translation differences of foreign operations	Unrealised gains (losses) from financial assets measured at fair value through other comprehensive income	Other equity, others				
Year ended December 31, 2021														
Balance at January 1, 2021		\$ 1,992,794	\$ 2,206,273	\$ 1,196,428	\$ -	\$ 282,081	(\$ 1,377,935)	\$ 2,356	(\$ 19,144)	\$ -	(\$ 53,831)	\$ 4,229,022	\$ 608,737	\$ 4,837,759
Net loss for the year		-	-	-	-	-	(1,530,687)	-	-	-	-	(1,530,687)	(187,203)	(1,717,890)
Other comprehensive income (loss) for the year		-	-	-	-	-	-	(8,809)	1,069	-	-	(7,740)	-	(7,740)
Total comprehensive income (loss) for the year		-	-	-	-	-	(1,530,687)	(8,809)	1,069	-	-	(1,538,427)	(187,203)	(1,725,630)
Increase in non-controlling interests	6(25)	-	-	-	-	-	-	-	-	-	-	-	473,370	473,370
Share-based payment transactions	6(13)(15)(22)(25)	-	-	33,993	-	16,077	-	-	-	-	-	50,070	934	51,004
Share-based payment transactions of subsidiaries	6(25)	-	-	-	-	543	-	-	-	-	-	543	2,995	3,538
Forfeiture of share options	6(13)(15)(25)	-	-	(137,527)	-	137,527	-	-	-	-	-	-	-	-
Forfeiture of share options issued by a subsidiary	6(25)	-	-	-	-	1,253	-	-	-	-	-	1,253	(1,253)	-
Changes in ownership interests in subsidiaries (Note)	6(25)	-	-	-	-	(35,272)	-	-	-	-	(2,403)	(37,675)	37,675	-
Disposal of Company's shares by subsidiaries recognised as treasury share transactions	6(25)	-	-	-	-	846	-	-	-	-	10,244	11,090	5,902	16,992
Subsidiary's capital increase and issuance of new shares	6(25)	-	-	-	-	-	-	-	-	-	-	-	213,770	213,770
Balance at December 31, 2021		\$ 1,992,794	\$ 2,206,273	\$ 1,092,894	\$ -	\$ 403,055	(\$ 2,908,622)	(\$ 6,453)	(\$ 18,075)	\$ -	(\$ 45,990)	\$ 2,715,876	\$ 1,154,927	\$ 3,870,803
Year ended December 31, 2022														
Balance at January 1, 2022		\$ 1,992,794	\$ 2,206,273	\$ 1,092,894	\$ -	\$ 403,055	(\$ 2,908,622)	(\$ 6,453)	(\$ 18,075)	\$ -	(\$ 45,990)	\$ 2,715,876	\$ 1,154,927	\$ 3,870,803
Net loss for the year		-	-	-	-	-	(1,613,916)	-	-	-	-	(1,613,916)	(285,408)	(1,899,324)
Other comprehensive income (loss) for the year		-	-	-	-	-	-	8,368	(381)	-	-	7,987	143	8,130
Total comprehensive income (loss) for the year		-	-	-	-	-	(1,613,916)	8,368	(381)	-	-	(1,605,929)	(285,265)	(1,891,194)
Issuance of shares	6(14)(15)	300,000	2,850,000	-	-	-	-	-	-	-	-	3,150,000	-	3,150,000
Increase in non-controlling interests	6(25)	-	-	-	-	-	-	-	-	-	-	-	3	3
Share-based payment transactions	6(13)(15)(22)(25)	-	9,441	73,724	-	19,563	-	-	-	-	-	102,728	45,489	148,217
Issuance of employee restricted stocks	6(14)(15)	1,600	-	-	8,960	-	-	-	-	(10,560)	-	-	-	-
Compensation cost of employee restricted stocks	6(13)(22)	-	-	-	-	-	-	-	-	778	-	778	-	778
Forfeiture of share options	6(13)(15)(25)	-	-	(86,378)	-	89,231	-	-	-	-	-	2,853	(2,853)	-
Changes in ownership interests in subsidiaries (Note)	6(25)	-	-	-	-	265,868	-	-	-	-	-	265,868	591,658	857,526
Balance at December 31, 2022		\$ 2,294,394	\$ 5,065,714	\$ 1,080,240	\$ 8,960	\$ 777,717	(\$ 4,522,538)	\$ 1,915	(\$ 18,456)	(\$ 9,782)	(\$ 45,990)	\$ 4,632,174	\$ 1,503,959	\$ 6,136,133

Note: It refers to effect of not acquiring shares issued by subsidiaries in proportion to its interest.

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

OBI PHARMA, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31	
		2022	2021
<u>CASH FLOWS FROM OPERATING ACTIVITIES</u>			
Loss before tax		(\$ 1,917,092)	(\$ 1,742,253)
Adjustments			
Adjustments to reconcile profit (loss)			
Depreciation	6(5)(6)	184,825	156,820
Amortisation	6(7)	61,785	59,455
Interest expense	6(20)	3,990	3,798
Interest income	6(18)	(49,931)	(6,458)
Dividend income		-	(80)
Losses (gains) on financial assets at fair value through profit or loss	6(2)	1,015	(373)
(Gain) loss on disposal of property, plant and equipment	6(18)	(6)	15,081
Compensation cost for share-based payment transactions	6(13)	148,995	54,017
Changes in operating assets and liabilities			
Changes in operating assets			
Financial assets at fair value through profit or loss	6(2)	-	382,137
Accounts receivable, net		1,428	(2,014)
Inventories	(	( 9,741)	(2,204)
Other receivables		9,977	(3,144)
Prepayments	(	( 43,911)	(20,750)
Changes in operating liabilities			
Current contract liabilities		3,160	-
Accounts payable		619	368
Other payables	(	( 57,645)	21,716
Other payables to related parties		263	70
Other current liabilities		3,478	535
Cash outflow generated from operations	(	( 1,658,791)	(1,083,279)
Interest received		33,522	7,365
Dividends received		-	80
Interest paid	(	( 3,990)	(3,798)
Income tax received		9,557	15,153
Net cash flows used in operating activities	(	( 1,619,702)	(1,064,479)
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Acquisition of financial assets at amortised cost	6(4)	(30,710)	(140,000)
Proceeds from disposal of financial assets at amortised cost	6(4)	140,000	-
Acquisition of property, plant and equipment	6(26)	(253,797)	(219,891)
Proceeds from disposal of property, plant and equipment		54	-
Acquisition of intangible assets	6(7)	(45,907)	(3,858)
Increase in prepayments for business facilities	(	( 853)	(21,434)
Decrease (increase) in refundable deposits		21,327	(4,790)
Cash acquired from acquisition of subsidiaries		-	472,651
Net cash flows (used in) from investing activities	(	( 169,886)	(82,678)
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
Proceeds from exercise of employee stock options by subsidiaries	6(13)(25)	-	525
Repayment of lease principal	6(6)(27)	(52,314)	(49,071)
Increase in short-term borrowings	6(8)(27)	15,705	-
Repayment of short-term borrowings	6(8)(27)	-	(9,468)
Repayment of long-term debt	6(9)(27)	(7,000)	(9,000)
Increase in guarantee deposits received	6(27)	3	-
Proceeds from issuance of shares	6(14)	3,150,000	-
Increase in capital and issuance of new shares by the subsidiary	6(25)	857,526	213,770
Disposal of the shares of parent company held by the subsidiary	6(25)	-	16,992
Increase in financial liabilities at fair value through profit or loss by the subsidiary	4(3)	46,065	-
Net cash flows from financing activities		4,009,985	163,748
Effect due to changes in exchange rate		8,526	(8,063)
Net increase (decrease) in cash and cash equivalents		2,228,923	(826,116)
Cash and cash equivalents at beginning of year		2,512,186	3,338,302
Cash and cash equivalents at end of year	\$	4,741,109	\$ 2,512,186

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

OBI PHARMA, INC.
PARENT COMPANY ONLY FINANCIAL
STATEMENTS AND INDEPENDENT AUDITORS’
REPORT
DECEMBER 31, 2022 AND 2021

For the convenience of readers and for information purpose only, the auditors’ report and the accompanying financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. In the event of any discrepancy between the English version and the original Chinese version or any differences in the interpretation of the two versions, the Chinese-language auditors’ report and financial statements shall prevail.

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of OBI PHARMA, INC.

Opinion

We have audited the accompanying parent company only balance sheets of OBI PHARMA, INC. (the "Company") as at December 31, 2022 and 2021, and the related parent company only statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the parent company only financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying parent company only financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2022 and 2021, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and Standards on Auditing of 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, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Company's 2022 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, we do not provide a separate opinion on these matters.

Key audit matters for the Company's 2022 parent company only financial statements are stated as follows:

Key audit matter – Impairment assessment of intangible assets and investments accounted for under equity method

Description

Refer to Note 4(14) for accounting policies on impairment assessment of non-financial assets, Note 5 for critical judgements adopted in the impairment assessment of intangible assets, and Note 6(6) in the parent company only financial statements and Note 6(7) in the consolidated financial statements for account details of intangible assets.

As of December 31, 2022, the balance of the Company's intangible assets amounted to NT\$81,952 thousand, which consists of related technologies acquired from other companies for new drug development. The balance of patents, patented technologies and goodwill arising from equity investments in AP Biosciences, Inc. amounted to NT\$158,277 thousand (shown as investments accounted for under equity method). Since the drug is still under development, no stable cash inflow can be generated. The Company assesses whether there is any indication of impairment of the patents and patented technologies based on external and internal information. The Company would then consider to recognise an impairment loss by comparing the recoverable amount if there is an indication that they are impaired. Additionally, the Company obtained the goodwill valuation report from an external appraiser firm. Since the impairment assessment performed by the management involves management's subjective judgment and the key assumptions used in the impairment assessment have a significant impact on the value-in-use estimates, we considered the impairment assessment of intangible assets and investments accounted for under equity method as one of the key audit matters.

How our audit addressed the matter

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

1. Reviewed the information used by the Company management for impairment assessment of intangible assets including plan and progress for each development project, etc., conducted discussion with management and director of research and development department regarding the information used for impairment assessment of intangible assets, and assessed whether:

- (2) The features, marketing advantages and market tendency of the main products including research and development technology are still competitive.
 - (3) The progress of the major research and development plan has no significant delay.
 - (4) The total market value of the Company is higher than the net assets as of the balance sheet date.
2. Performed the following procedures based on the obtained valuation report on goodwill by external experts appointed by the Company:
- (1) Assessed whether the valuation methods adopted are reasonable for the industry, environment and the valued assets of the Company;
 - (2) Evaluated the reasonableness of main assumptions used in estimating the value-in-use, including R&D timeline, R&D success rate, market share of products after the receipt of drug permit license and royalty rate.
 - (3) Examined model parameters and calculations.
 - (4) Compared the discount rate used and assumptions on the capital cost of cash-generating units.
 - (5) Verified whether the value-in-use exceeds the book value of investments in AP Biosciences, Inc.

Key audit matters - Impairment assessment of investments accounted for using the equity method

Description

Refer to Note 4(10) for accounting policies on investments accounted for using the equity method, Note 5 for critical judgement adopted in the impairment assessment of investments accounted for using the equity method, and Note 6(3) for details of investments accounted for using the equity method.

The Company's investee, Amaran Biotechnology Inc. (Amaran), had significant amounts of property, plant and equipment and right-of-use assets. As of the balance sheet date, Amaran assesses whether there is any indication of impairment based on the external and internal information. If there is an indication that these assets may be impaired, these assets are tested for impairment based on their fair values or recoverable amounts. As the amount of investments accounted for using the equity method is significant, the assessment of fair value and recoverable amount involves management's subjective judgement, and the key assumptions used in the impairment assessment have a significant impact on the impairment assessment result, we considered the impairment assessment of investments accounted for using the equity method as one of the key audit matters.

How our audit addressed the matter

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

1. Reviewed and assessed the reasonableness of the data used in the assessment of impairment indication of property, plant and equipment and right-of-use assets.
2. Obtained an understanding of the reasonableness of future cash flow forecast developed by management.
3. Discussed financial operation forecast with management, and compared the forecast with historical results for reasonableness.
4. Reviewed the reasonableness of other significant assumptions used by management in determining future cash flows.

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

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

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

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

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

Our objectives are to obtain reasonable assurance about whether the parent company only financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue

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

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgment and 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 Company's internal control.
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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the parent company only financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the parent company only financial statements, including the disclosures, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision and performance of the audit. We

remain solely responsible for our audit opinion.

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

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

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

David Teng

Eileen Liang

For and on behalf of PricewaterhouseCoopers, Taiwan

March 13, 2023

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

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

OBI PHARMA, INC.
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars)

Assets	Notes	December 31, 2022		December 31, 2021		
		AMOUNT	%	AMOUNT	%	
Current assets						
1100	Cash and cash equivalents	6(1)	\$ 3,008,359	58	\$ 1,345,684	45
1170	Accounts receivable, net		2,037	-	1,741	-
1200	Other receivables		22,555	-	18,429	1
1210	Other receivables due from related parties		-	-	170	-
1410	Prepayments	7	120,797	2	96,361	3
11XX	Total current assets		<u>3,153,748</u>	<u>60</u>	<u>1,462,385</u>	<u>49</u>
Non-current assets						
1517	Financial assets at fair value through other comprehensive income - non-current	6(2)	8,725	-	9,106	-
1550	Investments accounted for under equity method	6(3) and 7	1,770,409	34	1,214,914	40
1600	Property, plant and equipment	6(4), 7 and 8	141,594	3	145,668	5
1755	Right-of-use assets	6(5)	50,823	1	87,065	3
1780	Intangible assets	6(6)	81,952	2	55,806	2
1900	Other non-current assets	7 and 8	19,619	-	31,813	1
15XX	Total non-current assets		<u>2,073,122</u>	<u>40</u>	<u>1,544,372</u>	<u>51</u>
1XXX	Total assets		<u>\$ 5,226,870</u>	<u>100</u>	<u>\$ 3,006,757</u>	<u>100</u>

(Continued)

OBI PHARMA, INC.
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars)

Liabilities and Equity		Notes	December 31, 2022		December 31, 2021	
			AMOUNT	%	AMOUNT	%
Current liabilities						
2130	Current contract liabilities	6(14) and 7	\$ 368,520	7	\$ -	-
2200	Other payables	6(8)	95,684	2	147,614	5
2220	Other payables to related parties	7	36,109	1	13,232	1
2280	Current lease liabilities	7	29,779	-	35,843	1
2320	Long-term liabilities, current portion	6(7)	7,000	-	7,000	-
2399	Other current liabilities	7	8,762	-	1,571	-
21XX	Total current liabilities		<u>545,854</u>	<u>10</u>	<u>205,260</u>	<u>7</u>
Non-current liabilities						
2540	Long-term borrowings	6(7)	21,000	-	28,000	1
2580	Non-current lease liabilities	7	27,842	1	57,621	2
25XX	Total non-current liabilities		<u>48,842</u>	<u>1</u>	<u>85,621</u>	<u>3</u>
2XXX	Total liabilities		<u>594,696</u>	<u>11</u>	<u>290,881</u>	<u>10</u>
Equity						
Share capital		6(11)				
3110	Common stock		2,294,394	44	1,992,794	66
Capital Surplus		6(10)(12)				
3200	Capital surplus		6,932,631	133	3,702,222	123
Accumulated deficit		6(13)				
3350	Accumulated deficit		(4,522,538)	(87)	(2,908,622)	(97)
3400	Other equity interest	6(2)	(26,323)	-	(24,528)	(1)
3500	Treasury stocks	6(11)	(45,990)	(1)	(45,990)	(1)
3XXX	Total equity		<u>4,632,174</u>	<u>89</u>	<u>2,715,876</u>	<u>90</u>
Significant Contingent Liabilities and		6(6) and 9				
Unrecognised Contract Commitments						
Significant Events after the Balance		11				
Sheet Date						
3X2X	Total liabilities and equity		<u>\$ 5,226,870</u>	<u>100</u>	<u>\$ 3,006,757</u>	<u>100</u>

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

OBI PHARMA, INC.
PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars, except for loss per share amounts)

	Items	Notes	Year ended December 31			
			2022		2021	
			AMOUNT	%	AMOUNT	%
4000	Operating revenue	6(14)	\$ 2,002	-	\$ 826,462	54
5000	Operating costs		-	-	-	-
5900	Gross profit		2,002	-	826,462	54
5910	Unrealised loss from sales	6(3)	-	-	(824,706)	(54)
5920	Realised profit from sales	6(3)	41,235	3	35,040	3
5950	Net operating margin		43,237	3	36,796	3
	Operating expenses	6(4)(5)(6)(9)(10) (18)(19) and 7				
6200	Administrative expenses		(138,247)	(9)	(123,068)	(8)
6300	Research and development expenses		(1,279,576)	(79)	(1,082,106)	(71)
6000	Total operating expenses		(1,417,823)	(88)	(1,205,174)	(79)
6900	Operating loss		(1,374,586)	(85)	(1,168,378)	(76)
	Non-operating income and expenses					
7100	Interest income	6(15)	45,752	3	4,625	-
7010	Other income	7	7,178	-	18,552	1
7020	Other gains and losses	6(16) and 7	156,943	10	(12,233)	(1)
7050	Finance costs	6(17) and 7	(1,627)	-	(1,783)	-
7070	Share of loss of associates and joint ventures accounted for under equity method, net	6(3)	(447,576)	(28)	(371,470)	(24)
7000	Total non-operating income and expenses		(239,330)	(15)	(362,309)	(24)
7900	Loss before tax		(1,613,916)	(100)	(1,530,687)	(100)
7950	Income tax expense	6(20)	-	-	-	-
8200	Loss for the year		(\$ 1,613,916)	(100)	(\$ 1,530,687)	(100)
	Other comprehensive income (loss) for the year, net					
	Components of other comprehensive income (loss) that will not be reclassified to profit or loss					
8316	Unrealised valuation gains and losses from equity investment instruments measured at fair value through other comprehensive income	6(3)	(\$ 381)	-	\$ 1,069	-
	Components of other comprehensive income (loss) that will be reclassified to profit or loss					
8361	Financial statements translation differences of foreign operations		8,368	-	(8,809)	(1)
8300	Other comprehensive income (loss) for the year, net		\$ 7,987	-	(\$ 7,740)	(1)
8500	Total comprehensive loss for the year		(\$ 1,605,929)	(100)	(\$ 1,538,427)	(101)
	Loss per share (in dollars)	6(21)				
9750	Basic and diluted loss per share		(\$ 7.27)		(\$ 7.69)	

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

OBI PHARMA, INC.
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars)

	Notes	Capital Reserves					Accumulated deficit	Other Equity Interest				Total equity
		Share capital - common stock	Additional paid-in capital	Employee stock warrants	Restricted stock	Others		Financial statements translation differences of foreign operations	Unrealised gains (losses) from financial assets measured at fair value through other comprehensive income	Other equity, others	Treasury shares	
Year ended December 31, 2021												
Balance at January 1, 2021		\$ 1,992,794	\$ 2,206,273	\$ 1,196,428	\$ -	\$ 282,081	(\$ 1,377,935)	\$ 2,356	(\$ 19,144)	\$ -	(\$ 53,831)	\$ 4,229,022
Net loss for the year		-	-	-	-	-	(1,530,687)	-	-	-	-	(1,530,687)
Other comprehensive income (loss) for the year		-	-	-	-	-	-	(8,809)	1,069	-	-	(7,740)
Total comprehensive income (loss) for the year		-	-	-	-	-	(1,530,687)	(8,809)	1,069	-	-	(1,538,427)
Share-based payment transactions	6(10)(12)(19)	-	-	33,993	-	16,077	-	-	-	-	-	50,070
Share-based payment transactions of subsidiaries	6(12)	-	-	-	-	543	-	-	-	-	-	543
Forfeiture of share options	6(10)(12)	-	-	(137,527)	-	137,527	-	-	-	-	-	-
Forfeiture of share options issued by a subsidiary	6(12)	-	-	-	-	1,253	-	-	-	-	-	1,253
Changes in ownership interests in subsidiaries (Note)	6(3)(12)	-	-	-	-	(35,272)	-	-	-	-	(2,403)	(37,675)
Disposal Company's share by subsidiaries recognised as treasury share transactions	6(12)	-	-	-	-	846	-	-	-	-	10,244	11,090
Balance at December 31, 2021		\$ 1,992,794	\$ 2,206,273	\$ 1,092,894	\$ -	\$ 403,055	(\$ 2,908,622)	(\$ 6,453)	(\$ 18,075)	\$ -	(\$ 45,990)	\$ 2,715,876
Year ended December 31, 2022												
Balance at January 1, 2022		\$ 1,992,794	\$ 2,206,273	\$ 1,092,894	\$ -	\$ 403,055	(\$ 2,908,622)	(\$ 6,453)	(\$ 18,075)	\$ -	(\$ 45,990)	\$ 2,715,876
Net loss for the year		-	-	-	-	-	(1,613,916)	-	-	-	-	(1,613,916)
Other comprehensive income (loss) for the year		-	-	-	-	-	-	8,368	(381)	-	-	7,987
Total comprehensive income (loss) for the year		-	-	-	-	-	(1,613,916)	8,368	(381)	-	-	(1,605,929)
Issuance of shares	6(11)	300,000	2,850,000	-	-	-	-	-	-	-	-	3,150,000
Share-based payment transactions	6(10)(12)(19)	-	9,441	73,724	-	19,563	-	-	-	-	-	102,728
Issuance of employee restricted stocks	6(11)(12)	1,600	-	-	8,960	-	-	-	-	(10,560)	-	-
Compensation cost of employee restricted stocks	6(10)(19)	-	-	-	-	-	-	-	-	778	-	778
Forfeiture of share options	6(10)(12)	-	-	(86,378)	-	89,231	-	-	-	-	-	2,853
Changes in ownership interests in subsidiaries (Note)	6(3)(12)	-	-	-	-	265,868	-	-	-	-	-	265,868
Balance at December 31, 2022		\$ 2,294,394	\$ 5,065,714	\$ 1,080,240	\$ 8,960	\$ 777,717	(\$ 4,522,538)	\$ 1,915	(\$ 18,456)	(\$ 9,782)	(\$ 45,990)	\$ 4,632,174

Note: It refers to effect of not acquiring shares issued by subsidiaries in proportion to its interest.

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

OBI PHARMA, INC.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31	
		2022	2021
<u>CASH FLOWS FROM OPERATING ACTIVITIES</u>			
Loss before tax		(\$ 1,613,916)	(\$ 1,530,687)
Adjustments			
Adjustments to reconcile profit (loss)			
Depreciation	6(4)(5)(18)	55,130	66,430
Amortisation	6(6)(18)	16,217	15,495
Interest expense	6(17)	1,627	1,783
Interest income	6(15)	(45,752)	(4,625)
Dividend income		-	(80)
Gains on disposals of property, plant and equipment	6(16)	(7,281)	(8,870)
Compensation cost for share-based payment	6(10)(18)	82,550	34,027
Share of loss of subsidiaries, associates and joint ventures accounted for under equity method	6(3)	447,576	371,470
Unrealised (gain) loss on intercompany transactions	6(3)	(41,235)	789,666
Acquisition of subsidiaries equity interest in non-cash payment	6(22)	-	(870,154)
Changes in operating assets and liabilities			
Changes in operating assets			
Financial assets at fair value through profit or loss		-	382,159
Accounts receivable, net		(296)	(290)
Other receivables		11,427	(4,504)
Other receivables due from related parties		170	1,625
Prepayments		(24,436)	34,759
Changes in operating liabilities			
Other payables		(51,766)	3,151
Other payables-related parties		22,877	(30,925)
Other current liabilities		7,191	174
Cash outflow generated from operations		(1,139,917)	(749,396)
Interest received		30,198	5,579
Dividends received		-	80
Interest paid		(1,627)	(1,783)
Net cash flows used in operating activities		(1,111,346)	(745,520)
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Acquisition of investments accounted for under equity method	6(3)(22)	(288,037)	(300,301)
Acquisition of property, plant and equipment	6(22)	(14,978)	(17,774)
Proceeds from disposal of property, plant and equipment		48	370
Acquisition of intangible assets	6(6)	(42,328)	(2,291)
Decrease in prepayments for business facilities		-	1,391
Decrease in refundable deposits		12,159	627
Net cash flows used in investing activities		(333,136)	(317,978)
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
Repayment of long-term debt	6(7)(23)	(7,000)	(9,000)
Repayment of lease principal	6(5)(23)	(35,843)	(36,774)
Proceeds from cash capital increase	6(11)	3,150,000	-
Net cash flows from (used in) financing activities		3,107,157	(45,774)
Net increase (decrease) in cash and cash equivalents		1,662,675	(1,109,272)
Cash and cash equivalents at beginning of year		1,345,684	2,454,956
Cash and cash equivalents at end of year		\$ 3,008,359	\$ 1,345,684

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

Attachment 6

**Comparison Table of Articles of
Incorporation**

OBI Pharma, Inc.
Comparison Table of Articles of Incorporation

Article	Amended article	Existing article	Basis of and reason for amendment
Article 17	The Company sets <u>7-9</u> directors with 3 years of term of office, who will be elected by Shareholders' Meeting from the competent candidates, reappointment is acceptable if elected successively, if re-election is not carried out upon the expiration of director's term of office, the term of office of the concerned director will be extended until the re-elected director takes office; starting from the election of the sixth session directors, the election of directors of the Company will adopt candidate nomination system, and Shareholders' Meeting will elect directors from the list of candidates.	The Company sets <u>7</u> directors with 3 years of term of office, who will be elected by Shareholders' Meeting from the competent candidates, reappointment is acceptable if elected successively, if re-election is not carried out upon the expiration of director's term of office, the term of office of the concerned director will be extended until the re-elected director takes office; starting from the election of the sixth session directors, the election of directors of the Company will adopt candidate nomination system, and Shareholders' Meeting will elect directors from the list of candidates.	In cooperation with the Company's operation and in response to competent authority's demand, it is planned to amend upper limit of the director seats to increase elasticity.
Article 29	This Articles of Incorporation was formulated on April 18, 2002. The first amendment on November 17, 2003. The second amendment on November 13, 2007. The third amendment on November 13, 2009. The fourth amendment on June 25, 2010. The fifth amendment on January 21, 2011. The sixth amendment on March 9, 2012. The seventh amendment on February 7, 2013. The eighth amendment on June 26, 2013. The ninth amendment on July 23, 2014. The tenth amendment on June 27, 2016. The eleventh amendment on June 27, 2019. The twelfth amendment on June 27, 2022. <u>The thirteenth amendment will be made on June 27, 2023.</u>	This Articles of Incorporation was formulated on April 18, 2002. The first amendment on November 17, 2003. The second amendment on November 13, 2007. The third amendment on November 13, 2009. The fourth amendment on June 25, 2010. The fifth amendment on January 21, 2011. The sixth amendment on March 9, 2012. The seventh amendment on February 7, 2013. The eighth amendment on June 26, 2013. The ninth amendment on July 23, 2014. The tenth amendment on June 27, 2016. The eleventh amendment on June 27, 2019. The twelfth amendment on June 27, 2022.	Add the date of amendment

Attachment 7

**Comparison Table of Procedure for
Shareholders' Meetings**

OBI Pharma, Inc.

Comparison Table of Procedure for Shareholders' Meetings

Article	Amended article	Article	Existing article	Explanation
Article 1	In order to establish good Shareholders' Meeting governance system and sound supervision function of the Company, and strengthen management function, it is hereby formulated these Rules pursuant to Article 5 of Listed Company Governance Best Practice Principles to comply with.	<u>1. Purpose:</u>	In order to establish good Shareholders' Meeting governance system and sound supervision function of the Company, and strengthen management function, it is hereby formulated these Rules pursuant to Article 5 of Listed Company Governance Best Practice Principles to comply with.	The article series number is changed, but the content is not amended.
		<u>2. Scope:</u>	All Shareholders' Meeting convened by the Company shall be handled pursuant to these Rules.	1. <u>Delete the article.</u> 2. The content of existing article 2 is the same with the amended article 2, so delete it.
Article 2	Unless otherwise prescribed by laws and decrees or regulations, the rules of procedure for Shareholders' Meetings of the Company shall be formulated according to these Rules.	<u>Article 1</u>	Unless otherwise prescribed by laws and decrees or regulations, the rules of procedure for Shareholders' Meetings of the Company shall be formulated according to these Rules.	The article series number is changed, but the content is not amended.
<u>Article 3</u>	Unless otherwise prescribed by laws and decrees, Shareholders' Meeting of the Company shall be convened by Board of Directors. <u>The convening of video session of shareholders' meeting, except as otherwise provided in the guidelines for issuing shares, shall be set out in the articles of association and approved by the board of directors, and the video session shall be implemented by the board of directors with the presence of more than two-thirds of the directors and the consent of a majority of the directors present. Any change in the method of convening the shareholders' meeting of the Company shall be subject to a resolution of the board of directors and shall be made before the notice of the meeting is delivered.</u> Thirty days before convening General Meeting or fifteen days before convening Interim Meeting, the Company shall prepare the cause and description information of motions such as Shareholders'	<u>Article 2</u>	Unless otherwise prescribed by laws and decrees, Shareholders' Meeting of the Company shall be convened by Board of Directors. Thirty days before convening General Meeting or fifteen days before convening Interim Meeting, the Company shall prepare the cause and description information of motions such as Shareholders'	1. As prescribed in Paragraph 2 Article 3 of "Sample for Rules of Procedure of XXX Co., Ltd. Shareholders' Meeting", there are too many restrictions on shareholders' rights and interests via video session, so article 2 is added to guarantee the attended shareholders' rights and interests. 2. In accordance Paragraph 3 Article 3 of "Sample for Rules of Procedure of XXX Co., Ltd. Shareholders' Meeting", article 3 is added to make sure shareholders learn the change of convening method. 3. In accordance Paragraph 4 and 5 Article 3 of "Sample for Rules of Procedure

Article	Amended article	Article	Existing article	Explanation
	<p>Meeting meeting notice, proxy form, relevant acknowledgment cases, discussion cases, director election or dismissal matters etc. into electronic file and send it to mops.twse.com.tw. And twenty-one days before convening General Meeting or fifteen days before convening Interim Meeting, the Company shall prepare Shareholders' Meeting meeting handbook and meeting updates into electronic file and send it to mops.twse.com.tw, <u>if the paid-in capital of the Company reaches NT\$10 billion or more by the end of the latest fiscal year or the total shareholding ratio of foreign capital and mainland capital recorded in its shareholder register of the listed company is more than 30% when convening general shareholders' meeting in the fiscal year, the electronic file shall be sent 30 days before the general meeting of shareholders.</u> Fifteen days before convening Shareholders' Meeting, the Company shall properly prepare Shareholders' Meeting meeting handbook and meeting updates for shareholders' reading at any time, and they shall be displayed in the Company and the professional stock affairs agency appointed by the Company.</p> <p><u>The handbook and meeting updates shall be provided to shareholders for reference in the following methods:</u></p> <p><u>I. Distribute at site when the shareholders' meeting is convened on the spot.</u></p> <p><u>II. Distribute at site and send electronic files to video meeting platform when video meeting is applied to assist.</u></p> <p><u>III. Send electronic files to video meeting platform when video meeting is convened.</u></p> <p>(Below texts omitted)</p>		<p>Meeting meeting notice, proxy form, relevant acknowledgment cases, discussion cases, director election or dismissal matters etc. into electronic file and send it to mops.twse.com.tw. And twenty-one days before convening General Meeting or fifteen days before convening Interim Meeting, the Company shall prepare Shareholders' Meeting meeting handbook and meeting updates into electronic file and send it to mops.twse.com.tw. Fifteen days before convening Shareholders' Meeting, the Company shall properly prepare Shareholders' Meeting meeting handbook and meeting updates for shareholders' reading at any time, and they shall be displayed in the Company and the professional stock affairs agency appointed by the Company, and distributed at the scene of Shareholders' Meeting.</p> <p>(Below texts omitted)</p>	<p>of XXX Co., Ltd. Shareholders' Meeting", shareholders can refer to the shareholders' meeting handbook and supplementary information on the day of the meeting, whether in person or by video. In accordance with Article 6 of the Matters to be Recorded and Complied with in the Handbook of Shareholders' Meetings of Public Offering Companies, amended and issued on December 16, 2021, it is regulated that if the paid-in capital of a listed or over-the-counter company reaches NT\$10 billion or more by the end of the latest fiscal year or the total shareholding ratio of foreign capital and mainland capital recorded in its shareholder register of the listed company is more than 3% when convening general shareholders' meeting in the fiscal year, in order to enable foreign and mainland shareholders to read the relevant information of the shareholders' meeting as soon as possible, the electronic file shall be sent 30 days before the general meeting of shareholders. So Paragraph 4 of this article is amended and Paragraph 5 of this</p>

Article	Amended article	Article	Existing article	Explanation
				article is added. 4.The article series number is changed.
<u>Article 4</u>	Subparagraphs (I)-(II) Omitted After the power of attorney has been served to the Company, if a shareholder intends to attend the Shareholders' Meeting in person <u>or by video</u> , or exercise its voting right in writing or electronic way, such shareholder shall serve written notice on canceling the power of attorney to the Company two days before convening the Shareholders' Meeting; or the voting right exercised by the attending entrusted agent shall prevail.	<u>Article 3</u>	Subparagraphs (I)-(II) Omitted After the power of attorney has been served to the Company, if a shareholder intends to attend the Shareholders' Meeting in person or exercise its voting right in writing or electronic way, such shareholder shall serve written notice on canceling the power of attorney to the Company two days before convening the Shareholders' Meeting; or the voting right exercised by the attending entrusted agent shall prevail.	1. In accordance Paragraph 4 Article 4 of “Sample for Rules of Procedure of XXX Co., Ltd. Shareholders’ Meeting”, subparagraph 3 of this article is amended to regulate shareholders who serve the power of attorney before, but want to attend by video. 2.The article series number is changed.
<u>Article 5</u>	The convening place of Shareholders' Meeting shall be shall be at the place where the Company locates in or convenient for shareholders to attend and suitable for convening Shareholders' Meeting, and the meeting start time shall not be earlier than 9:00am in the morning or 3:00pm in the afternoon; full consideration shall be given to the opinions of independent director regarding the convening place and time. <u>The Company shall not be limited in place when convening video shareholders’ meeting.</u>	<u>Article 4</u>	The convening place of Shareholders' Meeting shall be shall be at the place where the Company locates in or convenient for shareholders to attend and suitable for convening Shareholders' Meeting, and the meeting start time shall not be earlier than 9:00am in the morning or 3:00pm in the afternoon; full consideration shall be given to the opinions of independent director regarding the convening place and time.	1. In accordance Paragraph 2 Article 5 of “Sample for Rules of Procedure of XXX Co., Ltd. Shareholders’ Meeting”, when video shareholders’ meeting is convened, the place is not limited. So subparagraph 2 of this article is added. 2.The article series number is changed.
<u>Article 6</u>	The Company shall specify the accepted shareholder, <u>solicitor and entrusted agency (hereinafter referred as Shareholders)</u> reporting time, registration location, and other matters need attention in the meeting notice. The accepted shareholder's reporting time as mentioned in preceding paragraph shall be at least thirty minutes before meeting start; the registration location shall be marked explicitly, and sufficient competent personnel shall be assigned for handling. <u>Shareholders who register at the</u>	<u>Article 5</u>	The Company shall specify the accepted shareholder's reporting time, registration location, and other matters need attention in the meeting notice. The accepted shareholder's reporting time as mentioned in preceding paragraph shall be at least thirty minutes before meeting start; the registration location shall be marked explicitly, and sufficient competent personnel shall be assigned for handling.	1. In accordance Paragraph 1 and 3 Article 6 of “Sample for Rules of Procedure of XXX Co., Ltd. Shareholders’ Meeting”, the shareholders’ abbreviation is amended in subparagraph 1 and 3 of this article. 2. In accordance Paragraph 2 Article 6 of “Sample for Rules of Procedure of XXX

Article	Amended article	Article	Existing article	Explanation
	<p><u>registration location of the platform 30 minutes before the video meeting shall be deemed as attending the meeting in person. Shareholder shall attend Shareholders' Meeting with certificate of attendance, attendance sign card or other attendance certificates, for the supporting document presented by attending shareholder, the Company shall not arbitrarily otherwise ask for providing other supporting documents; solicitor of proxy solicitation shall bring identity supporting document for checking.</u></p> <p>Subparagraphs (IV) Omitted The Company shall deliver meeting handbook, annual report, certificate of attendance, speech note, vote and other meeting materials to the shareholders attending Shareholders' Meeting; in case of director election, the ballot shall be attached otherwise.</p> <p>Subparagraphs (VI) Omitted <u>In case the shareholders' meeting is convened by video, and shareholders are required to register at the Company if attending by video 2 days before the meeting.</u></p> <p><u>In case the shareholders' meeting is convened by video, the Company shall upload the meeting handbook, annual reports and other related information to the video platform at least 30 minutes before and meeting, and continue to demonstrate till the end of the meeting.</u></p>		<p><u>Shareholders or entrusted agency (hereinafter referred as Shareholders) are required to attend the meeting with meeting attendance card, register card or other certificates. The Company shall not ask for more evidence document. Solicitors are required to take identification for check use.</u></p> <p>Subparagraphs (IV) Omitted The Company shall deliver meeting handbook, annual report, certificate of attendance, speech note, vote and other meeting materials to the shareholders attending Shareholders' Meeting; in case of director or Supervisor election, the ballot shall be attached otherwise.</p> <p>Subparagraphs (VI) Omitted</p>	<p>Co., Ltd. Shareholders' Meeting", subparagraph 2 of this article is amended for specifying shareholders conduct registering procedure.</p> <p>3. The Company has set independent director, so regulations on election supervisor are deleted.</p> <p>4. In accordance Paragraph 7 Article 6 of "Sample for Rules of Procedure of XXX Co., Ltd. Shareholders' Meeting", subparagraph 7 of this article is added for shareholders attending by video to conduct registering procedure.</p> <p>5. In accordance Paragraph 8 Article 6 of "Sample for Rules of Procedure of XXX Co., Ltd. Shareholders' Meeting", subparagraph 8 of this article is added for shareholders attending by video to read meeting handbook and annual report and other information.</p> <p>6. The article series number is changed.</p>
Article 7	<p><u>In case the Company convene shareholders; meeting by video, the following items shall be listed on the notice:</u></p> <p>I. <u>The method to attend the video meeting and exercise shareholders' rights.</u></p> <p>II. <u>In case the video platform or the participation by video is</u></p>			<p>1. The article is added.</p> <p>2. In accordance Paragraph 8 Article 6 of "Sample for Rules of Procedure of XXX Co., Ltd. Shareholders' Meeting", the article is added to inform</p>

Article	Amended article	Article	Existing article	Explanation
	<p><u>malfunctioned for natural disasters, incidents or other force majeure, the disposal methods shall include at least:</u></p> <p><u>(I) The malfunction continues to exist, please specify the delayed or extended date for the meeting.</u></p> <p><u>(II) Shareholders who attended the video meeting without registering shall not attend the delayed or extended meeting.</u></p> <p><u>(III) In convening video meeting, if it is not possible to resume, but the total number of shareholders present at the meeting reach the statutory quota after deducting the number of shareholders attended by video, the shareholders' meeting shall proceed. And shareholders attending by video shall be deemed as waiver to all proposals.</u></p> <p><u>(IV) The disposal method to no extemporary motions but all proposals have been closed.</u></p> <p><u>III. In convening video meeting, proper alternative measures should be specified to provide to shareholders with difficulties. Except for the conditions regulated in Item 6 Paragraph 9 of Article 44 of Rules for Share Disposal of List Company, the Company shall provide at least connection facility and other necessary assist, and specify the time that shareholders conduct application and other matters to be noticed from the Company.</u></p>			shareholders the rights and methods in attending by video and alternative for failing to attend by video.
<u>Article 8</u>	(Omitted)	<u>Article 6</u>	(Omitted)	The article series number is changed, but the content is not amended.
<u>Article 9</u>	<p>Subparagraphs (I)-(II) Omitted</p> <p><u>In convening video meeting, the Company shall keep the record of shareholders' registration, check in, questions, voting and voting result, and conduct continuous video and audio recording.</u></p> <p><u>The Company shall preserve the materials above and video and audio recording properly during its</u></p>	<u>Article 7</u>	Subparagraphs (I)-(II) Omitted	1. In accordance Paragraph 3 to 5 Article 8 of "Sample for Rules of Procedure of XXX Co., Ltd. Shareholders' Meeting", the subparagraph 3 to 5 are added to regulate the recording and preservation of the

Article	Amended article	Article	Existing article	Explanation
	<p><u>existing period, and entrust the video and audio recordings to video meeting professionals to preserve.</u></p> <p><u>In convening video meeting, the Company should conduct video and audio recording on the background operation interface of the video meeting platform.</u></p>			<p>video meeting progress.</p> <p>2. The article series number is changed.</p>
<p><u>Article 10</u></p>	<p>The presence of shareholders' meeting shall be based on shares, which is calculated by adding shares in written or electronic voting to the shares in register book, payment register card <u>and registered shares on the video meeting platform.</u></p> <p>Subparagraphs (II) Omitted</p> <p>When it is time for meeting, the chairperson shall immediately declare the meeting open, but if the attending shareholders are not representing the majority of total outstanding shares, the chairperson may announce to postpone the meeting, and its time of postponing is limited to two times. If attending shareholders are still not representing more than one third of the total outstanding shares after postponing for two times, the chairperson will announce that the meeting fails to be convened for lack of a quorum. <u>In convening video meeting, the Company should announce that the meeting fails to be convened for lack of a quorum.</u></p> <p>If there is still lack of a quorum but attending shareholders are representing more than one third of the total outstanding shares after postponing for two times as mentioned in preceding paragraph, a tentative resolution may be made pursuant to Paragraph 1, Article 175 of Company Act, and the tentative resolution shall be notified to each shareholder to further convene Shareholders' Meeting within one month. <u>In convening video meeting,</u></p>	<p><u>Article 8</u></p>	<p>The attendance of Shareholders' Meeting shall be subject to the calculation of shares. The attending shares shall be calculated according to the autograph book or the sign card submitted, plus the shares exercising voting right in writing or electronic way.</p> <p>Subparagraphs (II) Omitted</p> <p>When it is time for meeting, the chairperson shall immediately declare the meeting open, but if the attending shareholders are not representing the majority of total outstanding shares, the chairperson may announce to postpone the meeting, and its time of postponing is limited to two times. If attending shareholders are still not representing more than one third of the total outstanding shares after postponing for two times, the chairperson will announce that the meeting fails to be convened for lack of a quorum.</p> <p>If there is still lack of a quorum but attending shareholders are representing more than one third of the total outstanding shares after postponing for two times as mentioned in preceding paragraph, a tentative resolution may be made pursuant to Paragraph 1, Article 175 of Company Act, and the tentative resolution shall be notified to each shareholder to further convene Shareholders' Meeting within one month.</p>	<p>In accordance Paragraph 1 Article 9 of "Sample for Rules of Procedure of XXX Co., Ltd. Shareholders' Meeting", subparagraph 1 of this article is amended to regulate the calculation method of shares in video session assisting shareholders' meeting.</p> <p>2. In accordance Paragraph 3 Article 9 of "Sample for Rules of Procedure of XXX Co., Ltd. Shareholders' Meeting", the subparagraph 3 of this article is amended to inform shareholders of meeting failing to be convened for lack of a quorum on video platform if the chairperson announces the meeting failing information.</p> <p>3. In accordance Paragraph 4 Article 9 of "Sample for Rules of Procedure of XXX Co., Ltd. Shareholders' Meeting", the subparagraph 4 of this article is amended to regulate the procedure for convening video assisting meeting because of lack of a</p>

Article	Amended article	Article	Existing article	Explanation
	<u>shareholders should conduct registration again to the Company according to Article 6 if he want to attend by video.</u>			quorum. 4. The article series number is changed.
<u>Article 11</u>	(Omitted)	<u>Article 9</u>	(Omitted)	The article series number is changed, but the content is not amended.
<u>Article 12</u>	Subparagraphs (I)-(VI) Omitted <u>In convening video meeting, shareholders attending by video are required to ask questions on the meeting platform in words during the period of the chairperson announcing the starting and the ending of the meeting. No more than 2 questions are allowed on 1 proposal with limit of 200 words each time. Not applicable for regulations of subparagraph 1 to 5.</u> <u>The questions complying with the regulations shall be displayed on the platform for other shareholders to know.</u>	<u>Article 10</u>	Subparagraphs (I)-(VI) Omitted	1. In accordance Paragraph 7 and 8 Article 11 of “Sample for Rules of Procedure of XXX Co., Ltd. Shareholders’ Meeting”, subparagraph 7 and 8 of this article are added to regulate the question formulation and the method to inform other shareholders the questions. 2. The article series number is changed.
<u>Article 13</u>	(Omitted)	<u>Article 11</u>	(Omitted)	The article series number is changed, but the content is not amended.
<u>Article 14</u>	Subparagraphs (I)-(III) Omitted After a shareholder has exercised voting right in writing or electronic way, if intends to attend the Shareholders' Meeting in person <u>or by video</u> , such shareholder shall cancel the preceding declaration of intention on exercising voting right in the same way as exercising voting right two days before convening Shareholders' Meeting, or the voting right exercised in writing or electronic way shall prevail. If a shareholder exercises voting right in writing or electronic way and entrusts an agent through power of attorney to attend the Shareholders' Meeting, the voting right exercised by the attending entrusted agent shall prevail. Subparagraphs (V)-(VIII) Omitted <u>In convening video meeting,</u>	<u>Article 12</u>	Subparagraphs (I)-(III) Omitted After a shareholder has exercised voting right in writing or electronic way, if intends to attend the Shareholders' Meeting in person, such shareholder shall cancel the preceding declaration of intention on exercising voting right in the same way as exercising voting right two days before convening Shareholders' Meeting, or the voting right exercised in writing or electronic way shall prevail. If a shareholder exercises voting right in writing or electronic way and entrusts an agent through power of attorney to attend the Shareholders' Meeting, the voting right exercised by the attending entrusted agent shall prevail. Subparagraphs (V)-(VIII) Omitted	1. In accordance Paragraph 4 Article 13 of “Sample for Rules of Procedure of XXX Co., Ltd. Shareholders’ Meeting”, subparagraph 4 of this article is amended to specify the method for shareholders to cancel the preceding declaration of intention after he has exercised voting right in writing or electronic way and intends to attend the Shareholders' Meeting in person. 2. In accordance Paragraph 9 and 10 Article 13 of “Sample for Rules of Procedure

Article	Amended article	Article	Existing article	Explanation
	<p><u>shareholders attending by video are required to conduct proposal voting and election on the video platform after the chairperson announces the starting of the meeting, and finish the voting before the chairperson announces the ending of voting. The overtime voting shall be deemed as a waiver.</u></p> <p><u>In convening video meeting, count the votes after the chairperson announces the ending of voting, and announce the results of proposals and elections.</u></p> <p><u>In convening video meeting, shareholders have been registered to attend by video as regulated in Article 6. If the shareholder intends to attend the Shareholders' Meeting in person, such shareholder shall cancel the preceding declaration of intention on exercising voting right in the same way as exercising voting right two days before convening Shareholders' Meeting. Shareholders with delayed cancellation shall attend the meeting by video only.</u></p> <p><u>If a shareholder exercises voting right in writing or electronic way without canceling his declaration of intention and attends the meeting by video, he shall not vote for the proposal or bring out amendments to proposals or vote for the amendments to proposals except for extemporary motions.</u></p>			<p>of XXX Co., Ltd. Shareholders' Meeting", subparagraph 9 and 10 of this article are added to regulate the votinssg method for proposals by video and disclose the voting results.</p> <p>3. In accordance Paragraph 11 Article 13 of "Sample for Rules of Procedure of XXX Co., Ltd. Shareholders' Meeting", subparagraph 11 of this article is added to regulate the shareholders to change the attending manners from by video to in person.</p> <p>4. In accordance Paragraph 11 Article 13 of "Sample for Rules of Procedure of XXX Co., Ltd. Shareholders' Meeting", basing on Ministry of Economic Affairs,R.O.C. of letter No. 10102404740, issued on February 24, 2012 and explanation letter Shang-Tzu No. 10102414350, issued on May 3, 2012 by Ministry of Economy, the subparagraph 10 of this article is added. Shareholders shall not propose amendments and exercise voting rights if he exercises voting right in electronic way without canceling his declaration of intention, but he may still attend the shareholders' meeting</p>

Article	Amended article	Article	Existing article	Explanation
				and propose extemporary motions and exercise voting right accordingly. For fair treatment, voting in written way shall take the electronic way as standard to guarantee the rights and interests of shareholders. 5. The article series number is changed.
<u>Article 15</u>	(Omitted)	<u>Article 13</u>	(Omitted)	The article series number is changed, but the content is not amended.
<u>Article 16</u>	Subparagraphs (I)-(III) Omitted <u>In convening video meeting, besides the items regulated to be recorded, the following items should be included, which is the starting and finishing time of the meeting, convening means, names of the chairperson and recorder, and the disposal methods and results in case the video platform or the participation by video is malfunctioned for natural disasters, incidents or other force majeure.</u> <u>In convening video meeting, besides the items regulated to be recorded, it is required to specify the alternative measures for shareholders with difficulties by video.</u>	<u>Article 14</u>	Subparagraphs (I)-(III) Omitted	1. In accordance Paragraph 4 and 5 Article 15 of “Sample for Rules of Procedure of XXX Co., Ltd. Shareholders’ Meeting”, subparagraph 4 and 5 are added to inform shareholders the convening means and results of the meeting, the alternative measures for shareholders with difficulties by video, and other alternative measures to be specified in the record. 2. The article series number is changed.
<u>Article 17</u>	For the number of shares obtained by solicitor and the number of shares represented by entrusted agent, <u>and the shares that exercised voting right in writing or electronic way</u> , the Company shall prepare statistical table according to the prescribed form on the date of convening Shareholders' Meeting, and it shall be clearly revealed in the place of Shareholders' Meeting. <u>In case the shareholders’ meeting is convened by video, the Company shall upload the information above to the video platform at least 30</u>	<u>Article 15</u>	For the number of shares obtained by solicitor and the number of shares represented by entrusted agent, the Company shall prepare statistical table according to the prescribed form on the date of convening Shareholders' Meeting, and it shall be clearly revealed in the place of Shareholders' Meeting.	1. In accordance Paragraph 1 and 2 Article 16 of “Sample for Rules of Procedure of XXX Co., Ltd. Shareholders’ Meeting”, subparagraph 1 of this article is amended and subparagraph 2 of this article is added to inform shareholders the total share number in different means. 2. The article series

Article	Amended article	Article	Existing article	Explanation
	<p><u>minutes before and meeting, and continue to demonstrate till the end of the meeting.</u></p> <p><u>In case the shareholders' meeting is convened by video, before the starting of the meeting, the total shares attending shall be revealed on the video platform. And it is suitable to new shares number and votes in the meeting.</u></p>			number is changed.
<u>Article 18</u>	(Omitted)	<u>Article 16</u>	(Omitted)	The article series number is changed, but the content is not amended.
<u>Article 19</u>	(Omitted)	<u>Article 17</u>	(Omitted)	The article series number is changed, but the content is not amended.
<u>Article 20</u>	<p><u>In case the shareholders' meeting is convened by video, the Company shall reveal the voting results of proposals and elections in real time on the video platform after the voting is finished, and continue to reveal it at least 15 minutes after the chairperson announces the ending of the meeting.</u></p>			<p>1. The article is added.</p> <p>2. In accordance Article 19 of "Sample for Rules of Procedure of XXX Co., Ltd. Shareholders' Meeting", this article is added to inform shareholders attending by video the voting and election results in real time and regulate enough time for information disclosure.</p>
<u>Article 21</u>	<p><u>In convening video meeting, the chairperson and the recorder are required to be the same location at home, and the chairperson shall announce the address at the starting of the meeting.</u></p>			<p>1. The article is added.</p> <p>2. In accordance Article 20 of "Sample for Rules of Procedure of XXX Co., Ltd. Shareholders' Meeting", this article is added to regulate that the chairperson and the recorder are required to be the same location at home if there is no spot location for the meeting. In addition, the chairperson shall announce the address at the starting of the meeting so as to</p>

Article	Amended article	Article	Existing article	Explanation
				inform shareholders the information.
Article 22	<p><u>In convening video meeting, the Company shall conduct connection test for shareholders before the meeting, and provide related service before and during the meeting so as to tackle communication problems.</u></p> <p><u>In convening video meeting, the chairperson shall announce the starting of the meeting and separately announce the date of delayed or extended meeting within 5 days after the malfunction for over 30 minutes, caused by natural disasters, incidents or other force majeure, except for the conditions regulated in Item 4 Paragraph 20 of Article 44 of Rules for Share Disposal of List Company, before the ending of the meeting, which is not applicable to the provision of Article 182 of the Company Law.</u></p> <p><u>Unregistered shareholders attending the meeting by video shall not attend the delayed or extended meeting.</u></p> <p><u>If a delayed or extended meeting is convened, for registered shareholders attending by video and not attending the delayed or extended meeting, such shareholders' shares number, voting rights and election right exercised at former meeting shall be counted into the total share number, voting right and election right of the delayed or extended meeting.</u></p> <p><u>If a delayed or extended meeting is convened, proposals that have been announced the results and director election name list shall not proceed to discuss again and resolve.</u></p> <p><u>In convening video meeting, if it is not possible to resume, but the total number of shareholders present at</u></p>			<p>1. The article is added.</p> <p>2. In accordance Article 21 of “Sample for Rules of Procedure of XXX Co., Ltd. Shareholders’ Meeting”, this article is amended to reduce communication problems in video meeting and inform shareholders the disposal means to the meeting failing caused by force majeure.</p>

Article	Amended article	Article	Existing article	Explanation
	<p><u>the meeting reach the statutory quota after deducting the number of shareholders attended by video, the shareholders' meeting shall proceed. And a delayed or extended meeting is not necessary.</u></p> <p><u>In case of the aforesaid conditions, the shares number of shareholders, attending by video, shall be counted into the total shares attending the meeting. But it shall be deemed as a waiver of the proposals of the meeting.</u></p> <p><u>If a delayed or extended meeting is convened, related preparation work shall be conducted according to the provision of Item 7 Paragraph 20 Article 44 of Rules for Share Disposal of List Company and the original meeting date.</u></p> <p><u>According to the regulated period in back part of Article 12 and Paragraph 3 Article 13 of Rules for Power of Attorney Applied in Listed Company's Shareholders' Meeting, Item 2 Paragraph 5 Article 44, Paragraph 15 Article 44 and Item 1 Paragraph 17 Article 44 of Rules for Share Disposal of List Company, the Company shall delay or extend the meeting.</u></p>			
<u>Article 23</u>	<p><u>In convening video meeting, the Company shall provide proper alternative measures for shareholders who is hard to attend by video, at least the connection facilities and necessary help except for the conditions regulated in Item 6 Paragraph 9 Article 44 of Rules for Share Disposal of List Company, and specify the period and matters to be noticed that shareholders conduct applications from the Company.</u></p>			<p>1. The article is added. 2. The reason for amendment is the same with Article 7.</p>
<u>Article 24</u>	<p>These Rules will be implemented after the approval of Shareholders' Meeting, and the same shall apply upon amendment. These Rules was first formulated and passed by on March 9, 2012.</p>	<u>Article 18</u>	<p>These Rules will be implemented after the approval of Shareholders' Meeting, and the same shall apply upon amendment. These Rules was first formulated and passed by on March 9, 2012.</p>	<p>Add the date of amendment and change article</p>

Article	Amended article	Article	Existing article	Explanation
	The first amendment on June 26, 2013. The second amendment on July 23, 2014. The third amendment on June 3, 2015. The fourth amendment on June 27, 2016. The fifth amendment on June 22, 2020. The sixth amendment on July 16, 2021. <u>The seventh amendment will be made on June 27, 2023.</u>		The first amendment on June 26, 2013. The second amendment on July 23, 2014. The third amendment on June 3, 2015. The fourth amendment on June 27, 2016. The fifth amendment on June 22, 2020. The sixth amendment on July 16, 2021.	

Attachment 8

**Comparison Table of Procedures for Asset
Acquisition & Disposal**

OBI Pharma, Inc.

Comparison Table of Procedures for Asset Acquisition & Disposal

Article	Amended article	Existing article	Basis of and reason for amendment
Article 9	<p>Related Party Transaction</p> <p>I. (Omitted)</p> <p>II. Evaluation and Operating Procedures</p> <p>(I) When the Company intends to acquire or dispose of real property or right-of-use assets thereof 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 thereof from or to a related party and the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the Company's total assets, or NT\$ 300 million or more, except in 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 approved by half or more of all Audit Committee members and then submitted to the Company for a resolution:</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 transaction counterparty. 3. Information regarding appraisal of the reasonableness of the preliminary transaction terms in accordance with paragraph 3 of this Article. 4. The date and price at which the related party originally acquired the real property, the original transaction counterparty, and that transaction 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 	<p>Related Party Transaction</p> <p>I. (Omitted)</p> <p>II. Evaluation and Operating Procedures</p> <p>(I) When the Company intends to acquire or dispose of real property or right-of-use assets thereof 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 thereof from or to a related party and the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the Company's total assets, or NT\$ 300 million or more, except in 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 approved by half or more of all Audit Committee members and then submitted to the Company for a resolution:</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 transaction counterparty. 3. Information regarding appraisal of the reasonableness of the preliminary transaction terms in accordance with paragraph 3 of this Article. 4. The date and price at which the related party originally acquired the real property, the original transaction counterparty, and that transaction 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 	

Article	Amended article	Existing article	Basis of and reason for amendment
	<p>the contract, and evaluation of the necessity of the transaction, and reasonableness of the funds utilization.</p> <p>6. An appraisal report from a professional appraiser or a CPA’s opinion obtained in compliance with the preceding article.</p> <p>7. Restrictive covenants and other important stipulations associated with the transaction.</p> <p><u>If the difference between the valuation result and the transaction amount is more than 20% of the transaction amount, the Company shall consult accountants for comments on the reason of the difference and the appropriateness of the transaction price. Besides, it shall be submitted to the general meeting with more than two-thirds of the directors being present, and the consent of a majority of the directors should be given.</u></p> <p>Subparagraphs (II)-(V) Omitted (VI) In case related party transaction is involved in the following conditions, the materials listed in the item 1 of this article should be submitted to the shareholders’ meeting for resolution, and shareholders with related interests shall not attend to vote:</p> <p>1. <u>Where the Company or its subsidiary which is not a domestic public Company is engaged in the transaction, and the transaction amount reaches more than 10% of the Company’s total assets.</u></p> <p>2. <u>Transaction amount and conditions have great impact on the company’s operation or shareholders’ rights and interests according to the Company Law, Articles of Incorporation or regulations on interior operation procedures.</u></p> <p><u>If the Company is engaged in the transaction regulated in article i, the Company shall submit the transaction</u></p>	<p>the contract, and evaluation of the necessity of the transaction, and reasonableness of the funds utilization.</p> <p>6. An appraisal report from a professional appraiser or a CPA’s opinion obtained in compliance with the preceding article.</p> <p>7. Restrictive covenants and other important stipulations associated with the transaction.</p> <p>Subparagraphs (II)-(V) Omitted (VI) Where the Company or its subsidiary which is not a domestic public Company is engaged in the transaction specified in subparagraph 1, paragraph 2 of this Article, and the transaction amount reaches more than 10% of the Company’s total assets, the Company may sign relevant transaction contract and pay relevant amount only after submitting the data listed in each subparagraph above to the Shareholders’ Meeting for approval, which, however, does not apply to the transactions between the Company and its parent Company or subsidiaries, or transactions between subsidiaries.</p>	<p>In order to comply with the updating of Regulations on Financial Business between Related Enterprises, it is planned to supplement the operation procedure in related party transaction, so as to strengthen the management on related party transaction.</p> <p>In order to comply with the updating of Regulations on Financial Business between Related Enterprises, it is planned to add avoidance system related to shareholders’ interest, and include related parties transaction that have major impact on company operation and shareholders’ rights and interests into the resolutions in the shareholders’ meeting, so as to strengthen the management on related party</p>

Article	Amended article	Existing article	Basis of and reason for amendment
	<p><u>details (including the transaction amount, trade conditions and materials listed in article 1) to the shareholders' meeting in the near future after the end of fiscal year.</u></p> <p>Subparagraphs (VII) Omitted III. (Omitted)</p>	<p>Subparagraphs (VII) Omitted III. (Omitted)</p>	<p>transaction.</p>
Article 15	<p>Subparagraphs (I)-(IV) (Omitted)</p>	<p>Subparagraphs (I)-(IV) (Omitted) V. The Company shall not waive future capital injection to OBI Pharma, Inc. and OBI Pharma USA, Inc.. OBI Pharma, Inc. shall not waive future capital injection to OBI Pharma Shanghai, Inc.. In case the Company have to waive future capital injection on the above incorporations for strategies or consent from Taipei Exchange, it has to be passed by special resolution of shareholders' meeting. In case any amendment is conducted to Article V, include it in major information disclosure on public information website and report to Taipei Exchange in letter for record use.</p>	<p>According to Cheng-Kuei-Chien-Tzu No. 1120200470, Taipei Exchange has approve the Company to cancel the commitment not to waive future capital injection on OBI Pharma Limited, OBI Pharma USA Inc. and OBI Pharma (Shanghai) Limited conducted in 2015. thus, it is deleted here.</p>
Article 18	<p>Supplementary Provisions (Omitted above)</p> <p>These operating procedures were first established and submitted to the shareholders' meeting on March 9, 2012.</p> <p>The first amendment was made on June 26, 2013.</p> <p>The second amendment was made on June 13, 2014.</p> <p>The third amendment was made on June 3, 2015.</p> <p>The fourth amendment was made on June 27, 2016.</p> <p>The fifth amendment was made on June 28, 2017.</p> <p>The sixth amendment was made on June 27, 2019.</p> <p>The seventh amendment was made on June 27, 2022.</p> <p><u>The eighth amendment will be made on June 27, 2023.</u></p>	<p>Supplementary Provisions (Omitted above)</p> <p>These operating procedures were first established and submitted to the shareholders' meeting on March 9, 2012.</p> <p>The first amendment was made on June 26, 2013.</p> <p>The second amendment was made on June 13, 2014.</p> <p>The third amendment was made on June 3, 2015.</p> <p>The fourth amendment was made on June 27, 2016.</p> <p>The fifth amendment was made on June 28, 2017.</p> <p>The sixth amendment was made on June 27, 2019.</p> <p>The seventh amendment was made on June 27, 2022.</p>	<p>Add the date of amendment.</p>

Attachment 9

**Comparison Table of Rules for Transaction
with Related Parties, Specified Company and
Group Enterprises**

OBI Pharma, Inc.
**Comparison Table of Rules for Transaction with Related Parties,
Specified Company and Group Enterprises**

Article	Amended article	Existing article	Basis of and reason for amendment
Version	AD_10_V5	AD_10_V4	Amended version
6.Transaction Management Content	<p>(I) The Interior Management System on Related Parties, Specific Company and Group Enterprises The Company shall consider the overall operation, and set up effective interior management system involving in <u>related-parties (including related enterprises)</u> transaction, and conduct self-inspection to comply with the changing conditions in and out of the Company, so as to guarantee a continuous effectiveness of the system.</p> <p>The Company shall urge subsidiaries to set up effective interior management system considering the laws and decrees of local government and their operation characters. If related party is a nonpublic company, the impact degree on the Company’s financial business is also in consideration. It shall be required to set up effective interior management system, and management systems in finance, business and accounting aspects.</p> <p>(VI) Management on Transaction with Related Parties, Specific Company and Group Enterprises (1)~(5) Omission (6) The labor service or technology service with related parties, specific company and group enterprises shall be conducted by signing contracts with items of service content, fees, term, receipt and payment terms and after-sale services after being approved by general manager or chairperson of the board. All terms in the contract shall comply with general business rules and related interior management operation. <u>For transactions in sale and stock,</u></p>	<p>(I) The Interior Management System on Related Parties, Specific Company and Group Enterprises The Company shall consider the overall operation of it and related enterprises, and set up effective interior management system involving in related-parties (including related enterprises) transaction, and conduct self-inspection to comply with the changing conditions in and out of the Company, so as to guarantee a continuous effectiveness of the system.</p> <p>The Company shall urge subsidiaries to set up effective interior management system considering the laws and decrees of local government and their operation characters. If related party is a nonpublic company, the impact degree on the Company’s financial business is also in consideration. It shall be required to set up effective interior management system, and management systems in finance, business and accounting aspects.</p> <p>(VI) Management on Transaction with Related Parties, Specific Company and Group Enterprises (1)~(5) Omission (6) The labor service or technology service with related parties, specific company and group enterprises shall be conducted by signing contracts with items of service content, fees, term, receipt and payment terms and after-sale services after being approved by general manager or chairperson of the board. All terms in the contract shall comply with general business rules and related interior management operation.</p>	<p>In order to comply with the updating of Rules Governing Financial and Business Matters Between this Corporation and its Affiliated Enterprises, regulations on barely related enterprises are amended to strengthen the management on related-parties transaction.</p> <hr/> <p>In order to comply with the updating of Rules Governing Financial and Business Matters Between this Corporation and its Affiliated Enterprises, it is regulated that major transactions in sale and</p>

Article	Amended article	Existing article	Basis of and reason for amendment
Version	AD_10_V5	AD_10_V4	Amended version
	<p><u>labor or technical service, the annual transaction amount of which is expected to reach the Company's latest total asset or 5% of the combined net income in the latest fiscal year of the Company, the transactions shall be conducted only with resolutions from the shareholders' meeting of the following information and complying with Procedures for Acquisition or Disposal of Assets or transactions between the Company and subsidiaries or among subsidiaries:</u></p> <p>I. <u>The transaction project, purpose, necessity and expected profit.</u></p> <p>II. <u>The reason for choosing the related parties</u></p> <p>III. <u>The calculating principle of the transaction price and upper limit of the expected annual transaction.</u></p> <p>IV. <u>Whether the transaction terms are complying with general business rules and not harming the Company's benefit and the rights and interests of shareholders.</u></p> <p>V. <u>Restrictions on the transaction and other agreed important matters.</u></p> <p><u>For transactions with aforesaid related parties, specific company and group enterprises, it shall be reported to the shareholders' meeting in the near future by the end of the fiscal year in aspects of the following:</u></p> <p>I. <u>The actual transaction amount and terms.</u></p> <p>II. <u>Whether it is conducted under the transaction price calculating principle passed in shareholders' meeting.</u></p> <p>III. <u>Whether the annual transaction is beyond the upper limit passed in shareholders' meeting. If yes, specify the reason, necessity and reasonability.</u></p> <p>(Below texts omitted)</p>	<p>(Below texts omitted)</p>	<p>stock, labor or technical service shall be conducted only with resolutions from the shareholders' meeting, and conduct report to the shareholders' meeting on the transaction details by the end of fiscal year, so as to strengthen the management on related-parties transaction.</p>

Article	Amended article	Existing article	Basis of and reason for amendment
Version	AD_10_V5	AD_10_V4	Amended version
9. Other specifications	<p>1. Announcement or applied matters and time limit (1) ~ (2) Omission. (3) The major transactions between the Company and related <u>parties</u> shall be completely revealed in annual report, financial statement, the three sheets (balance sheet, income statement and cash flow statement) of related parties and public report. (4) In case that related <u>parties</u> encounter financial turnover difficulty, the Company shall have the access to related parties' financial statement and related information to evaluate the impact on the Company in aspects of finance, business or operation. If necessary, adopt preservative measures on the the Company's creditor's rights. In case of any incident aforesaid happens, besides indicating the impact on the Company's financial situation in annual report and public report, it shall be essential to conduct major information disclosure on public information website in real time. (Below texts omitted)</p>	<p>1. Announcement or applied matters and time limit (1) ~ (2) Omission. (3) The major transactions between the Company and related enterprises shall be completely revealed in annual report, financial statement, the three sheets (balance sheet, income statement and cash flow statement) of related parties and public report. (4) In case that related enterprises encounter financial turnover difficulty, the Company shall have the access to related parties' financial statement and related information to evaluate the impact on the Company in aspects of finance, business or operation. If necessary, adopt preservative measures on the the Company's creditor's rights. In case of any incident aforesaid happens, besides indicating the impact on the Company's financial situation in annual report and public report, it shall be essential to conduct major information disclosure on public information website in real time. (Below texts omitted)</p>	<p>In order to comply with the updating of Rules Governing Financial and Business Matters Between this Corporation and its Affiliated Enterprises, regulations on barely related enterprises are amended to strengthen the management on related-parties transaction.</p>
12. Effective and Amendment	<p>The operating procedures are sponsored by the accounting department of the Company. These operating procedures shall be approved by the Board of Directors and submitted to the shareholders' meeting for approval before they are announced and implemented, and the same applies to any amendments. These operating procedures were first established and submitted to the shareholders' meeting on March 9, 2012. The operating procedures were first revised on June 13, 2014. The second revision of this procedure was made on July 23, 2014. The third revision of this procedure was made on July 16, 2021.</p>	<p>The operating procedures are sponsored by the accounting department of the Company. These operating procedures shall be approved by the Board of Directors and submitted to the shareholders' meeting for approval before they are announced and implemented, and the same applies to any amendments. These operating procedures were first established and submitted to the shareholders' meeting on March 9, 2012. The operating procedures were first revised on June 13, 2014. The second revision of this procedure was made on July 23, 2014. The third revision of this procedure was made on July 16, 2021.</p>	<p>Add the date of amendment.</p>

Article	Amended article	Existing article	Basis of and reason for amendment
Version	AD_10_V <u>5</u>	AD_10_V <u>4</u>	Amended version
	<u>The fourth amendment will be made on June 27, 2023.</u>		

Appendix 1 (Before amendment)

OBI Pharma, Inc. Articles of Incorporation

Chapter 1: General Principles

- Article 1: The Company is incorporated pursuant to the provisions on limited liability company in Company Act, the Chinese name is 台灣浩鼎生技股份有限公司, and the English name is OBI Pharma, Inc..
- Article 2: The operating businesses of the Company are as follows:
1. IG01010 Biotechnology service.
 2. F108021 Western medicine wholesale.
 3. F107070 Veterinary drug wholesale.
 4. F107080 Environmental drug wholesale.
 5. F208021 Western medicine retail.
 6. F207070 Veterinary drug retail.
 7. F207080 Environmental drug retail.
 8. F401010 International trade.
 9. I103060 Management consulting.
 10. IC01010 Drug inspection.
 11. IG02010 R&D service.
 12. F601010 Intellectual property right
 13. ZZ99999 Apart from the licensing businesses, business not prohibited or restricted by laws and decrees may be operated.
- Article 3: The company sets parent company in Taipei City, when necessary, branch may be incorporated both at home and abroad according to the resolution of the Board of Directors.
- Article 4: The announcement method of the Company shall be handled pursuant to Article 28 of the Company Act and provisions of competent authority in charge of securities.
- Article 5: The total reinvestment amount of the Company is not restricted by Article 13 of Company Act, which prescribed that the reinvestment shall not exceed forty percent of the paid-up capital; and external guarantee may be engaged in according to business needs, and it shall be executed according to endorsement procedures of the Company.

Chapter 2 Shares

- Article 6: The total capital of the Company is NT\$3 billion in 300 million shares with a par value of NT\$10 per share. The Board of Directors is authorized to issue the unissued shares in batches. Among the said total capital, NT\$240 million will be reserved for issuing employee stock option certificate, totally 240 million shares with a par value of NT\$10 per share, the Board of Directors is authorized to issue in batches as

needed.

If the Company plans to issue employee stock option certificate with subscription price lower than the closing price of ordinary share on issuing date, pursuant to relevant provisions, it shall be agreed by more than two third of attending shareholders with voting rights in the Shareholders' Meeting attended by shareholders holding the majority of total outstanding shares, and it shall declare for handling in batches within one year as of the date of shareholders' resolution.

If the Corporation plans to buy back shares of the Corporation and transfer them to employees at the price lower than the average price in actual shares buyback, pursuant to relevant provisions, it shall be agreed by more than two third of attending shareholders with voting rights in the last Shareholders' Meeting attended by shareholders holding the majority of total outstanding shares before transfer.

The objects for the Company's issue of new shares for employee subscription, employee stock option certificate, restricted stock grants and transfer of treasury shares to employee may include the employees of controlling or subordinate companies that conforming to certain conditions.

Article 7: The shares of the Company are inscribed shares signed or sealed by the director representing the company, and they will be issued after certification pursuant to law. The shares issued by the Company may be exempted from printing share certificate, but they shall be registered in centralized securities depository enterprise.

Article 8: The change of record of shareholders list of the Company shall be stopped within sixty days before convening General Meeting, within thirty days before convening Interim Meeting, or within five days before the base date on which the Company decides to distribute dividend and bonus or other interests.

Article 9: Handling of stock affairs by the Company shall be subject to the "Guidelines for Handling Stock Affairs of Listed Company" issued by competent authority in charge of securities.

Chapter 3 Shareholders' Meeting

Article 10: Shareholders' Meeting of the Company are divided into the following two types:

1. General Meeting, it shall be convened at least once a year and convened by the Board of Directors within six months after the end of every accounting year.
2. Interim Meeting, it may be convened pursuant to law when necessary.

The adoption of electronic voting by Shareholders' Meeting is listed as one of the channels for shareholders of the Company to exercise voting

rights, relevant operations thereof shall be subject to the regulations of competent authority.

- Article 11: The meeting date, location and convening cause shall be notified to each shareholder 30 days before convening General Meeting and 15 days before convening Interim Meeting of the Company.
- Article 12: When convening Shareholders' Meeting, the Chairman is the chairperson. When the Chairman cannot exercise its function and power when on leave or for a reason, its agency shall be handled pursuant to Article 208 of Company Act.
- Article 13: When a shareholder cannot attend the Shareholders' Meeting for a reason, such shareholder may issue the power of attorney printed by the Company to specify the scope of authorization, and sign or seal it to appoint the agent to attend the Shareholders' Meeting. Apart from pursuant to Article 177 of Company Act, appointment of an agent by shareholders of the Company shall be made in accordance with the "Rules for Listed Company in Power of Attorney Application for Attending Shareholders' Meeting" issued by competent authority.
- Article 14: Every share of shareholders of the Company has one voting right, except for the voting right is restricted or voting right is not available pursuant to Article 179 of Company Act.
- Article 15: Unless otherwise prescribed by Company Law, the resolution of Shareholders' Meeting shall be agreed by more than half of the voting rights of attending shareholders representing more than half of the total outstanding shares.
- Article 16: Resolution of Shareholders' Meeting shall be made into meeting minutes to be sign or sealed by the chairperson, and the preparation and distribution of meeting minutes shall be handled pursuant to Article 183 of Company Act.

Chapter 4 Director

- Article 17: The Company sets 7 directors with 3 years of term of office, who will be elected by Shareholders' Meeting from the competent candidates, reappointment is acceptable if elected successively, if re-election is not carried out upon the expiration of director's term of office, the term of office of the concerned director will be extended until the re-elected director takes office; the election of directors of the Company will adopt candidate nomination system, and Shareholders' Meeting will elect directors from the list of candidates.

Among the director quota mentioned above, the quota of independent director shall not be no less than two and no less than one fifth of the board seats, regarding independent director's professional qualification, shareholding, part-time restriction, nomination and election method, and

other matters shall be complied with, it shall be handled pursuant to relevant regulations of competent securities authority.

1 of Article 17: The Company sets Audit Committee pursuant to 4 of Article 14 of Securities Exchange Act, and the Audit Committee shall comprise of all independent directors.

Audit Committee or member of Audit Committee is responsible for executing the function and power of supervisor pursuant to Company Act, Securities Exchange Act and other legal provisions. Regarding the headcount, term of office, function and power, rules of procedure etc. of Audit Committee, it shall be otherwise formulated in Audit Committee Organizational Regulations.

The Company may otherwise set other functional committees, whose Organizational Regulations will be formulated by Board of Directors before implementation.

Article 18: The Board of Directors is organized by the directors, one Chairman and one Vice Chairman may be mutually elected in the meeting attended by more than two thirds of the directors and agreed by more than half of the attending directors, and the Chairman acts on behalf of the Company externally.

Article 19: The Chairman of the Company shall acts as the chairperson of the Board of Directors meeting, when the Chairman cannot exercise its function and power when on leave or for a reason, its agency shall be handled pursuant to Article 208 of Company Act.

The convening notice of Board of Directors shall be handled pursuant to Article 204 of Company Act, and it shall be made in writing, by email or fax.

Article 20: Director may appoint other director to attend Board of Directors meeting on its behalf through written authorization, provided power of attorney shall be issued for every appointment to specify the scope of authorization, and the appointment is limited to one person.

Article 21: (Deleted)

Article 22: The Company may buy liability insurance for the director within its term of office for the compensation liability shall be borne within its executing business scope, and Board of Directors is authorized to determine the insurance amount and insuring matters thereof.

Article 23: For the remuneration of director, Remuneration Committee will determine according to its value of involvement in and contribution to company operation and by considering the normal industry payment standard, and then propose it to Board of Directors for resolution. The Company may determine the remuneration of independent director

different from that of general director.

Chapter 5 Manager

Article 24: The Company may set the manager, whose appointment, dismissal and remuneration will be handled pursuant to Article 29 of Company Act.

Chapter 6 Accounting

Article 25: The accounting year of the Company starts from January 1 to December 31 of every year. After the end of every accounting year, the Board of Directors shall prepare (1) Business Report; (2) Financial Statements; (3) Proposals for surplus distribution or loss appropriation etc., and submit them to the Audit Committee for examination, and then propose them to the General Meeting for acknowledgment.

Article 26: If the Company has annual profit, it shall be allocated no less than two percent as employee remuneration and no more than two percent as director remuneration. But when the Company still has accumulated losses, it shall reserve the compensation amount in advance.

Employee remuneration will be paid in stock or cash, which shall be resolved by the consent of more than half of attending directors in the board meeting attended by more than two third of directors, and reported to the Shareholders' Meeting.

The object of issuing remuneration in stock or cash mentioned in preceding paragraph may include employees subordinated to the company and conforming to certain conditions, and the conditions and methods thereof will be stipulated by Board of Directors.

1 of Article 26: If the annual general final accounts of the Company have surplus, taxes shall be withheld and accumulated losses shall be covered first, and then 10% will be allocated as statutory surplus reserve, as for the rest thereof, apart from dividend distribution, if there is still surplus, shareholder dividend will be distributed according to the resolution of Shareholders' Meeting.

Article 27: The operating business of the Company belongs to capital intensive industry, and currently the Company is at the stage of operating growth and shall reserve surplus in respond to the funds needed for operating growth and investment, in principle, the Company will adopt balance dividend policy, mutually matched with part stock dividend and part cash dividend, among them, the cash dividend shall not be lower than 10% of the total dividend issued. Provided the type and ratio of such surplus distribution shall be proposed to Board of Directors for drafting a proposal according to the actual profit and capital position of the current year, and then it shall be resolved in Shareholders' Meeting.

Chapter 7 Supplemental Provisions

Article 28: Other matters not covered in this chapter shall be handled according to the provisions of Company Act and relevant laws and decrees.

Article 29: This Articles of Incorporation was formulated on April 18, 2002.
The first amendment on November 17, 2003.
The second amendment on November 13, 2007.
The third amendment on November 13, 2009.
The fourth amendment on June 25, 2010.
The fifth amendment on January 21, 2011.
The sixth amendment on March 9, 2012.
The seventh amendment on February 7, 2013.
The eighth amendment on June 26, 2013.
The ninth amendment on July 23, 2014.
The tenth amendment on June 27, 2016.
The eleventh amendment on June 27, 2019.
The twelfth amendment on June 27, 2022.

OBI Pharma, Inc.
Chairman: Yun Yen

Appendix 2 (Before amendment)

OBI Pharma, Inc. Procedure for Shareholder's Meetings

1. Purpose:

In order to establish good Shareholders' Meeting governance system and sound supervision function of the Company, and strengthen management function, it is hereby formulated these Rules pursuant to Article 5 of Listed Company Governance Best Practice Principles to comply with.

2. Scope:

All Shareholders' Meeting convened by the Company shall be handled pursuant to these Rules.

3. Operation description:

Article 1: Unless otherwise prescribed by laws and decrees or regulations, the Procedure for Shareholder's Meetings of the Company shall be formulated according to these Rules.

Article 2: Unless otherwise prescribed by laws and decrees, Shareholders' Meeting of the Company shall be convened by Board of Directors.

Thirty days before convening General Meeting or fifteen days before convening Interim Meeting, the Company shall prepare the cause and description information of proposals such as Shareholders' Meeting meeting notice, proxy form, relevant acknowledgment cases, discussion cases, director election or dismissal matters etc. into electronic file and send it to mops.twse.com.tw. And twenty-one days before convening General Meeting or fifteen days before convening Interim Meeting, the Company shall prepare Shareholders' Meeting meeting handbook and meeting updates into electronic file and send it to mops.twse.com.tw. Fifteen days before convening Shareholders' Meeting, the Company shall properly prepare Shareholders' Meeting meeting handbook and meeting updates for shareholders' reading at any time, and they shall be displayed in the company and its stock affairs agency, and distributed at the scene of Shareholders' Meeting.

Notice and announcement shall specify the convening cause; if agreed by the counterpart, the notice may be served in electronic way.

Election or dismissal of directors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the Company by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new

shares, the dissolution, merger, or demerger of the corporation, or any matter under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities Exchange Act, Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders meeting. None of the above matters may be raised by an extraordinary motion.

The reasons for convening a Board meeting have stated the general re-election of directors and date of their assumption of duty. After the re-election of the meeting is completed, the same meeting shall not alter the date of their assumption of duty by extempore motions or other means.

A shareholder holding one percent or more of the total number of issued shares may submit to the Company a proposal for discussion at a regular shareholders meeting. The number of items so proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. 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 Company may exclude it from the agenda. A shareholder may propose a recommendation for urging the Company to promote public interests or fulfill its social responsibilities, provided procedurally the number of items so proposed is limited only to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item will be included in the meeting agenda.

The Company shall announce the motion of accepted shareholder, acceptance place and acceptance period before the book closure day before convening General Meeting; and the acceptance period thereof shall not be less than ten days.

The motion proposed by a shareholder is limited to three hundred words, those exceeding three hundred words will not be included in proposal; the proposing shareholder shall personally or appoint other person to attend the General Meeting, and participate in the discussion of such motion.

The Company shall notify the proposing shareholder the handling result before the notice day of convening Shareholders' Meeting, and list the motion conforming to the provisions of this article in the meeting notice. For the shareholder's motion not listed in the proposal, Board of Directors shall describe the reasons therefor in the Shareholders' Meeting.

Article 3: Upon every Shareholder's Meeting, a shareholder may issue the power of attorney printed by the Company to specify the scope of authorization, so as to appoint the agent to attend the Shareholders' Meeting.

A shareholder is limited to issue one power of attorney to appoint one agent,

and the power of attorney shall be served to the Company five days before convening Shareholders' Meeting, in case of repeated power of attorney, the one served first shall prevail. Except for announcing the cancellation of previous appointment.

After the power of attorney has been served to the Company, if a shareholder intends to attend the Shareholders' Meeting in person or exercise its voting right in writing or electronic way, such shareholder shall serve written notice on canceling the power of attorney to the Company two days before convening the Shareholders' Meeting; or the voting right exercised by the attending entrusted agent shall prevail.

Article 4: The convening place of Shareholders' Meeting shall be shall be at the place where the Company locates in or convenient for shareholders to attend and suitable for convening Shareholders' Meeting, and the meeting start time shall not be earlier than 9:00 am in the morning or 3:00 pm in the afternoon; full consideration shall be given to the opinions of independent director regarding the convening place and time.

Article 5: The Company shall specify the accepted shareholder's reporting time, registration location, and other matters need attention in the meeting notice.

The accepted shareholder's reporting time as mentioned in preceding paragraph shall be at least thirty minutes before meeting start; the registration location shall be marked explicitly, and sufficient competent personnel shall be assigned for handling.

The Company shall set autograph book for attending shareholder or the agent entrusted by shareholder (hereinafter referred to as shareholder) to sign in, or the attending shareholder may submit the sign card instead of sign in.

Shareholders themselves or proxies entrusted by them (hereinafter referred to shareholders) shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.

The Company shall furnish the attending shareholders with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu 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 or supervisors, pre-printed ballots shall also be furnished.

When a shareholder is the government or legal person, representative attending

Shareholders' Meeting is not limited to one person. When a legal person is entrusted to attend Shareholders' Meeting, it can only assign one representative to attend.

- Article 6: If the Shareholders' Meeting is convened by Board of Directors, the President shall preside the meeting, and the Vice President shall preside the meeting when the President is on leave or unable to preside. If there is no Vice President or the Vice President also is on leave or unable to preside, the President will designate one managing director to preside; if the managing director is not available, designate one director to preside, if the President fails to designate the agent, the managing director or director will mutually designate one person to preside. For the Shareholders' Meeting convened by Board of Directors, the Chairman should preside in person, and there should be more than half of directors in Board of Directors attending in person, and there should be at least one representative from all kinds of functional committees to attend, and the attending circumstance shall be recorded in the meeting minutes of Shareholders' Meeting. If the Shareholders' Meeting is convened by other person who is entitled to convene other than the Board of Directors, such person who is entitled to convene shall preside the meeting, when there are more than two such persons, one of them shall be mutually designated to preside. The Company may assign the appointed lawyer, accounting or relevant personnel to attend the Shareholders' Meeting.
- Article 7: The Company shall take sound recording or video recording for the entire meeting process of Shareholders' Meeting, and shall keep it for at least one year. But if a shareholder files a lawsuit pursuant to Article 189 of Company Act, it shall be kept until the end of litigation.
- Article 8: The attendance of Shareholders' Meeting shall be subject to the calculation of shares. The attending shares shall be calculated according to the autograph book or the sign card submitted, plus the shares exercising voting right in writing or electronic way. The chair shall call the meeting to order at the appointed meeting time and disclose information concerning the number of nonvoting shares and number of shares represented by shareholders attending the meeting. If the attending shareholders are not representing the majority of total outstanding shares, the chairperson may announce to postpone the meeting, and its time of postponing is limited to two times. If attending shareholders are still not representing more than one third of the total outstanding shares after postponing for two times, the chairperson will announce that the meeting fails to be convened for lack of a quorum.

If there is still lack of a quorum but attending shareholders are representing more than one third of the total outstanding shares after postponing for two times as mentioned in preceding paragraph, a tentative resolution may be made pursuant to Paragraph 1, Article 175 of Company Act, and the tentative resolution shall be notified to each shareholder to further convene Shareholders' Meeting within one month.

Before the end of the current meeting, if the attending shareholders are representing the majority of total outstanding shares, the chairperson may make a tentative resolution, and propose it again pursuant to Article 174 of Company Act to Shareholders' Meeting for voting.

Article 9: If the Shareholders' Meeting is convened by Board of Directors, its agenda shall be determined by Board of Directors, the meeting shall be proceeded according to the scheduled agenda, and it shall not be changed unless by the resolution of Shareholders' Meeting.

If the Shareholders' Meeting is convened by other person who is entitled to convene other than the Board of Directors, the provisions in preceding paragraph shall apply.

Before the end of official business discussion (including temporary motions) in the scheduled agenda as prescribed in preceding two paragraphs, the chairperson may not arbitrarily declare meeting adjournment without resolution; if the chairperson declares the meeting adjournment by violating procedures, other members of Board of Directors shall immediately assist attending shareholders to elect one person as the chairperson with the consent of majority attending shareholders with voting rights pursuant to legal procedure to continue the meeting.

For the motion and amendment or temporary motions proposed by shareholders, the chairperson shall give opportunity for sufficient description and discussion, when it is suitable for voting to decide, the chairperson may declare the stop of discussion and propose for voting to decide.

Article 10: Before giving a speech, an attending shareholder shall first fill in speech note to specify the speech topic, shareholder account number (or certificate of attendance number) and account name, and the chairperson will decide its speech order.

If an attending shareholder only submits speech note but does not give a speech, it shall be deemed as unspoken. In case of any discrepancy between speech contents and the record in speech note, the speech contents shall prevail.

For the same motion, the speech of every shareholder shall not exceed two times and no longer than five minutes per time; if the speech of a shareholder violates the regulation or is beyond scope of motion, the chairperson may stop its speech.

When an attending shareholder is giving a speech, unless agreed by the chairperson and speaking shareholder, other shareholders shall not interrupt the speech, and violator shall be stopped by the chairperson.

When a legal person shareholder assigns more than two representatives to attend the Shareholders' Meeting, the same motion can only be spoken by one representative.

After the speech of an attending shareholder, the chairperson shall personally or designate relevant personnel to reply.

Article 11: The voting of Shareholders' Meeting shall be subject to the calculation of shares. For the resolution of Shareholders' Meeting, the number of shares of shareholders without voting right will not be calculated into the total number of outstanding shares. In respect of meeting matters, if a shareholder itself has interested relationship and thereby is suspected of damaging the interests of the Company, such shareholder shall not join in the voting, nor exercise voting right on behalf of other shareholders.

The number of shares cannot exercise voting right as prescribed in preceding paragraph will not be calculated into the number of voting rights of attending shareholders.

Except for trust enterprise or the stock affairs agency approved by competent authority in charge of securities, and one person is appointed by more than two shareholders, the agency voting right thereof shall not exceed three percent of the total outstanding shares with voting right, and the exceeding voting right will not be calculated.

Article 12: Shareholders have one voting right per share; except for those shares restricted or without voting right as listed in Paragraph 2, Article 179 of Company Act.

Upon convening Shareholders' Meeting, the Company may exercise its voting right in writing or electronic way; when exercising voting right in writing or electronic way, the exercising method thereof shall be specified in Shareholders' Meeting convening notice. Shareholders exercising voting right in writing or electronic way shall be deemed as attending Shareholders' Meeting in person. But it shall be deemed as waiver regarding the amendment of temporary motions and original proposals of such Shareholders' Meeting, hence the Company should avoid proposing the amendment of temporary motions and original proposals.

If the voting right in preceding paragraph is exercised in writing or electronic way, the declaration of intention thereof shall be served to the company two days before convening Shareholders' Meeting, in case of repeated declarations of intention, the one served first shall prevail. Except for announcing the cancellation of previous declaration of intention.

After a shareholder has exercised voting right in writing or electronic way, if intends to attend the Shareholders' Meeting in person, such shareholder shall cancel the preceding declaration of intention on exercising voting right in the same way as exercising voting right two days before convening Shareholders' Meeting, or the voting right exercised in writing or electronic way shall prevail. If a shareholder exercises voting right in writing or electronic way and entrusts an agent through power of attorney to attend the Shareholders' Meeting, the voting right exercised by the attending entrusted agent 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.

When there is an amendment or replacement for the same proposal, the chairperson will decide its voting order together with the original proposal. If one of the proposals has been passed, the other proposals will be deemed as overruled, and voting therefor will no longer be necessary.

The scrutinizing and counting personnel of proposal voting will be designated by the chairperson, but the scrutinizing personnel shall be of shareholder identity. The counting shall be open in the place of Shareholders' Meeting, the voting result shall be reported at the scene, and the record thereof shall be made.

Article 13: Cordance 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, and the names of directors not elected and number of votes they received.

The ballot of election matters mentioned in preceding paragraph shall be kept properly after sealed and signed by scrutinizing personnel, and it shall be kept for at least one year. But if a shareholder files a lawsuit pursuant to Article 189 of Company Act, it shall be kept until the end of litigation.

Article 14: Matters relating to the resolutions of a Shareholders' Meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form.

The Company may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the MOPS.

The minutes shall be recorded actually according to the meeting date, location, name of chairperson, resolution method, essentials of discussion process and its results (include statistics), during the duration of the Company, it shall be kept permanently.

Article 15: For the number of shares obtained by solicitor and the number of shares represented by entrusted agent, the Company shall prepare statistical table according to the prescribed form on the date of convening Shareholders' Meeting, and it shall be clearly revealed in the place of Shareholders' Meeting. For the resolution matter of Shareholders' Meeting, if it is significant information pursuant to the provisions of laws and decrees and the provisions of Taiwan Stock Exchange Corporation (Juridical Person ROC GreTai Securities Market), the Company shall transmit the contents to mops.twse.com.tw within the specified time.

Article 16: Meeting affairs personnel handling Shareholders' Meeting shall wear ID or arm-badge.

The chairperson may command picketer or security guard to assist to maintain meeting place order. When assisting in maintaining order on the spot, picketer or security guard shall wear the arm-badge with "Picketer" character or ID.

If the meeting place is equipped with amplification system, when a shareholder does not use the equipment configured by the Company to give a speech, the chairperson may stop it.

If a shareholder violates rules of procedure and disobeys the correction by chairperson, interrupting the proceeding of meeting and disobeying after being stopped, the chairperson may command picketer or security guard to ask such shareholder to leave the meeting place.

Article 17: During the meeting, the chairperson may announce the rest at appropriate time, in case of force majeure circumstance, the chairperson may judge to temporarily stop the meeting, and announce the time for meeting continuation as the case may be.

Before the end of official business discussion (including extemporary motions) in the agenda scheduled by Shareholders' Meeting, if the meeting place is not available for continuous use at that time, Shareholders' Meeting may make a resolution to find another place to continue the meeting.

Shareholders' Meeting may make a resolution to postpone or continue the assembly within five days pursuant to Article 182 of Company Act.

Article 18: These Rules will be implemented after the approval of Shareholders' Meeting, and the same shall apply upon amendment.

These Rules was first formulated and passed by on March 9, 2012.

The first amendment on June 26, 2013.

The second amendment on July 23, 2014.

The third amendment on June 3, 2015.

The fourth amendment on June 27, 2016.

The Fifth amendment on June 22, 2020.

The sixth amendment on July 16, 2021.

Appendix 3

OBI Pharma, Inc. Procedures for Election of Directors

OA 9 V6

- Article 1: Unless otherwise prescribed by laws and decrees or regulations, the election of directors of the Company shall be handled according to these Procedures.
- Article 2: The election of director of the Company shall give consideration to the overall allocation of Board of Directors. The member composition of Board of Directors shall give consideration to diversification, and appropriate diversified policy shall be prepared regarding its operation, operating pattern and development needs, and it is better to include but not limited to the following two main standards:
1. Basic conditions and value: gender, age, nationality and culture etc.
 2. Professional knowledge and skills: professional background (such as law, accounting, industry, financing, marketing or science and technology), professional skills and industrial experience etc.
- Members of Board of Directors shall generally possess the knowledge, skills and accomplishments necessary for duty execution, overall abilities shall be possessed by them are as follows:
1. Operation judgment ability.
 2. Accounting and financial analysis ability.
 3. Operating management ability.
 4. Crisis management ability.
 5. Industry knowledge.
 6. International market view.
 7. Leadership.
 8. Decision-making ability.
- Among directors, there shall be majority seats without family relationships such as spouse or relatives within second-degree etc.
- Board of Directors of the Company shall consider adjusting member composition of Board of Directors according to the results of performance appraisal.
- Article 3: Qualifications of independent directors of the Company shall comply with the provisions of Article 2, Article 3 and Article 4 of "Regulations Governing Appointment of Independent Directors and Compliance Matters for Listed Companies".
- The election of independent directors of the Company shall comply with the provisions of Article 5, Article 6, Article 7, Article 8 and Article 9 of "Regulations Governing Appointment of Independent Directors and Compliance Matters for Listed Companies", and it shall be handled pursuant to Article 24 of "Listed Company Governance Best Practice Principles".
- Article 4: The election of director of the Company adopts the candidate nomination system as prescribed in 1 of Article 192 of Company Act, Shareholders' Meeting will elect the director from the list of candidates, reappointment is acceptable if elected successively, if re-election is not carried out upon the expiration of director's term of office, the term of office of the concerned

director will be extended until the re-elected director takes office.

In order to examine the qualification criteria, education and experience background of the candidates of independent director, and whether they have the circumstances as listed in Article 30 of Company Act, the Company shall not arbitrarily add other supporting documents of qualification criteria, and shall provide the examination result to the shareholders for reference, so as to elect the competent independent director.

Article 5: The election of directors of the Company shall be conducted in accordance with the nomination system of candidates stipulated in Article 192-1 of the Company Act.

Article 6: If the directors are dismissed for some reason, and there are less than five persons in the board, the Company shall hold a by-election at the latest shareholder' meeting. However, if the vacancy of directors reaches one-third of the seats specified in the Articles of Association or the independent directors are all removed, the Company shall, within 60 days from the date of the occurrence of the fact, hold an interim meeting of shareholders for by-election.

Where the number of independent directors is less than the proviso to subparagraph 1 of Article 14-2 of the Securities Exchange Act, the by-election shall be conducted at the latest shareholder' meeting; where independent directors are dismissed, an interim meeting of shareholders shall be convened for by-election within 60 days from the date of the occurrence of the fact.

Article 7: The Company shall adopt cumulative voting system for election of directors, every share has the election right of electing the same number of directors, it may elect one person intensively, or elect several persons separately.

Article 8: Board of Directors shall prepare and elect the ballots of same number of directors, and fill in the weight number thereof to distribute to shareholders attending Shareholders' Meeting, the inscription of elector may be replaced by the certificate of attendance number printed on the ballot.

Article 9: Directors of the Company will calculated the election rights of independent directors and non-independent directors respectively according to the quota stipulated in Articles of Incorporation, those who got ballots representing more election weight number will be elected successively and respectively, if more than two candidates are getting the same weight number and exceeding the stipulated quota, candidates getting the same weight number will be decided by drawing, and the chairperson will make the draw on behalf of those who fail to attend.

Article 10: Before the start of election, the chairperson shall designate several scrutinizing and counting personnel of shareholders identity to execute all kinds of relevant duties. The ballot box shall be prepared by Board of Directors and opened by scrutinizing personnel for verification in public before voting.

Article 11: The ballot will be invalid in case of any one of the following circumstances:

1. Not use the ballot prepared by Board of Directors;
2. Input the blank ballot into ballot box.
3. The handwriting is illegible and unidentifiable or has been altered.
4. If the filled in candidate is of shareholder identity, and its account name and shareholder's account number is not consistent with those in shareholders list.
5. Other words are included in addition to the number of voting rights allocated.

- Article 12: After voting, the ballot box shall be opened and ballots shall be counted on the spot, and the chairperson shall announce the results thereof on the spot, including the list of the ballot of election matters mentioned in preceding paragraph shall be kept properly after sealed and signed by scrutinizing personnel, and it shall be kept for at least one year. But if a shareholder files a lawsuit pursuant to Article 189 of Company Act, they shall be kept until the end of litigation elected directors and elected weight number.
- Article 13: For the elected director, Board of Directors of the Company will issue the notice of election.
- Article 14: These Procedures will be implemented after the approval of Shareholders' Meeting, and the same shall apply upon amendment.
- Article 15: These Procedures were first formulated and passed by Shareholders' Meeting on March 9, 2012.
The first amendment on June 26, 2013.
The second amendment on July 23, 2014.
The third amendment on June 3, 2015.
The fourth amendment completed on June 27, 2016.
The Fifth amendment completed on July 16, 2021.

Appendix 4

OBI Pharma, Inc. Shareholdings of All Directors

1. The paid-up capital of the Company is NT\$2,292,793,740 only, the total outstanding shares are 229,279,374 shares.
2. Subject to the provisions of Article 26 of Securities and Exchange Act and Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies
 - (1) The total shareholdings of all non-independent directors of the Company shall not be less than 12,000,000 shares of outstanding shares of the Company.
 - (2) The Company sets Audit Committee, hence the statutory shareholding of supervisor is not applicable.
3. As at the book closure day of this General Meeting, the shareholdings of directors of the Company recorded in shareholders list are as follows:

Title	Name	Number of shareholding	Shareholding ratio
Chairman	Sheng Cheng Investment Co., Ltd. Representative: Yun Yen	3,254,218	1.42%
Director	Sheng Cheng Investment Co., Ltd. Representative: Frank Chen		
Director	Yi Tai Investment Co., Ltd. Representative: Tamon Tseng	25,765,032	11.23%
Director	(vacancy)		
Independent Director	Howard S. Lee	-	-
Independent Director	Ming-Chin Chen	-	-
Independent Director	Chin-Ting Chiu	-	-
Shareholdings of all independent directors		29,019,250	12.65%

Notes: The book closure period of this General Meeting is from April 29, 2023 to June 27, 2023