

TaiMed Biologics Inc.

Articles of Incorporation

Section I- General provisions

Article 1

The Corporation is incorporated pursuant to the provisions of Company Law and is named as 中裕新藥股份有限公司 in the Chinese language and TaiMed Biologics Inc. in the English language and TaiMed Biologics Inc. in the English language.

Article 2

The scope of business of the Corporation shall be as follows:

1. IG01010 Biotechnology service
2. F401010 International trade
3. C802080 Environmental drug manufacturing
4. F208050 Class B patent medicine retail
5. C199990 Manufacturing of other unclassified foods
6. IC01010 Drug inspection
7. F107080 Environmental drug wholesale
8. F207080 Environmental drug retail
9. F108021 Western medicine wholesale
10. F208021 Western medicine retail
11. F601010 Intellectual property right
12. IG02010 R&D service
13. ZZ99999 Apart from the licensing businesses, business not prohibited or restricted by laws and decrees may be operated.

Article 3

The Corporation may make foreign reinvestment according to

business necessity, and may become the limited partner of other company according to board resolution, and the total investment amount thereof may not be restricted by relevant reinvestment quotas as provided in Article 13 of Company Law.

Article 4

The Corporation may provide endorsement and guarantee externally according to business needs.

Article 5

The Corporation sets parent company in Taipei City, when necessary, branch company may be incorporated both at home and abroad according to the resolution of the Board of Directors.

Article 6

The announcement method of the Corporation shall be handled pursuant to Article 28 of the Corporation Law.

Section II- Share

Article 7

The total capital stock of the Corporation shall be in the amount of 3,000,000,000 New Taiwan Dollars, divided into 300,000,000 shares at ten New Taiwan Dollars each. The Board of Directors is authorized to issue the unissued shares in batches.

The capital amount in Paragraph 1 includes 206,000,000 New Taiwan Dollars, divided into 20,600,000 shares at ten New Taiwan Dollars each, which is reserved for issuing employee stock option certificate.

Article 7-1

If the Corporation plans to issue employee stock option certificate, the price thereof shall not be restricted by relevant laws and decrees, provided 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.

The target of employee stock option may include employees of controlled companies or subsidiaries that meet certain conditions.

Article 7-2

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 target of shares buyback may include employees of controlled companies or subsidiaries that meet certain conditions.

Article 7-3

The target of reserving the right of subscribing new shares by employees and issuing restricted shares may include employees of controlled companies or subsidiaries that meet certain conditions.

Article 8

The shares of the Corporation are inscribed shares signed or sealed by representing director, and they will be issued after certification by the competent authority or the issuing institution approved by it. The shares may be combined in printing or exempted from printing, provided they shall be under the custody of and registered in the securities centralized depository institution.

Article 9

The shares transfer registration shall be handled pursuant to Article 165 of Company Law.

Article 9-1

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

Section III- Shareholders' Meeting

Article 10

Shareholders' meetings are of two types, namely the regular meeting and special meeting, the regular meeting shall be convened once a year and convened by the Board of Directors pursuant to law within six months after the close of each fiscal year; and the special meeting may be convened pursuant to law when necessary.

When the shareholders' meeting is held, it may be held by video conference or other methods announced by the central competent authority. When a shareholders meeting by video conference is held, its shareholders who participate in the meeting by video will be deemed to have attended the meeting in person.

Article 10-1

The Shareholders' Meeting is convened by Board of Directors, and the President will be the chairperson. When the President asks for leave or cannot perform his/her duty for some reason, the Vice President shall preside if the Vice President is set. When the Vice President is not set or the Vice President also asks for leave or cannot perform his/her duty for some reason, the Vice President shall designate one person to preside. When the President fails to designate an agent, directors shall mutually designate one person to preside; If the Shareholders' Meeting is convened by other entitled convenor other than the

Board of Directors, such entitled convenor shall preside the meeting, when there are more than two entitled convenors, one of them shall be mutually designated to preside.

Article 10-2

The cancellation of public issue by the Corporation will only become effective after passed by the resolution of Shareholders' Meeting.

Article 11

When a shareholder cannot attend the Shareholders' Meeting for some reason, such shareholder may issue the power of attorney printed by the Corporation to specify the scope of authorization, and sign or seal it to appoint the agent to attend; measures for the attendance with shareholder's power of attorney shall be handled pursuant to Article 177 of Company Law.

Article 12

Every share of shareholders of the Corporation has one voting right, except for the voting right is restricted or voting right is not available pursuant to Article 179 of Company Law.

Article 13

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. When the Corporation is convening the Shareholders' Meeting, shareholders may exercise the voting right electronically, shareholders exercising the voting right electronically will be deemed as attending in person, and relevant matters thereof shall be handled pursuant to laws and decrees.

Article 14

When the Corporation is only incorporated by the government or one institutional shareholder, the function and power of Shareholders' Meeting of the Corporation will be exercised by the Board of Directors, and provisions

regarding the Shareholders' Meeting in this Articles of Incorporation will not apply.

Article 14-1

Resolution of Shareholders' Meeting shall be made into meeting minutes and handled pursuant to Article 183 of Company Law.

Section IV- Director

Article 15

The Corporation sets 7-11 directors with 3 years of term of office, Shareholders' Meeting will elect and appoint capable persons to take the post, and reappointment is acceptable if elected successively. The total shareholding ratio of all directors and supervisors are subject to the regulations of securities regulatory authority. The Corporation may buy liability insurance for the directors within their term of office for the compensation liability shall be borne within their executing business scope.

Article 15-1

The election of directors of the Corporation adopts single registered cumulative voting. The nomination method adopts the candidate nomination system as prescribed in 1 of Article 192 of Company Law, and Shareholders' Meeting will elect and appoint the directors from the list of candidates. Relevant matters regarding the acceptance and announcement etc. of the nomination of director candidates shall be handled pursuant to the Corporation Law, Securities and Exchange Law and relevant laws and decrees. Independent directors and non-independent directors shall be elected concurrently, and election quota will be calculated separately.

Article 16

The Board of Directors is organized by the directors, one President may be designated in the meeting attended by more than two thirds of the directors and agreed by more than half of the attending directors, and the President acts on

behalf of the Corporation externally.

Article 16-1

Pursuant to 2 of Article 14 of Securities and Exchange Law, when the Corporation is setting independent directors, among the quota of directors as stated in Article 15, the headcount of independent directors shall not be less than 2 persons, nor be less than one fifth of the director seats; the candidate nomination system is adopted, and Shareholders' Meeting will elect and appoint independent directors from the list of candidates. Regarding independent directors' 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 authority in charge of securities. The election of directors and supervisor of the Corporation adopts single registered cumulative voting.

Article 16-2

The Corporation sets Audit Committee pursuant to 4 of Article 14 of Securities and Exchange Law, and the Audit Committee shall comprise of all independent directors, the Audit Committee or members of Audit Committee are responsible for executing the Corporation Law, Securities and Exchange Law, and the functions and powers of supervisor as prescribed by other laws and decrees.

Article 17

When the President cannot exercise his/her function and power when on leave or for a reason, and his/her agency shall be handled pursuant to Article 208 of Company Law. The Board of Directors Meeting may be convened via video conference, directors who attend the meeting via video shall be deemed as attending in person. When convening the Board of Directors Meeting, except for convening at any time without written notice under emergency circumstance, the convenor shall inform each director in writing, by email or by fax at least seven days before the meeting.

Article 18

Directors of the Corporation may receive the remuneration on monthly basis, and the Board of Directors is authorized to conclude their remunerations according to the directors' participation degree in and contribution to the Corporation's operation, and the normal payment standard of the industry. When surplus is available, the Corporation will otherwise distribute the remuneration according to the provisions of Article 22 hereof.

Article 19

When a director cannot attend the Board of Directors Meeting for some reason, he/she may issue the power of attorney and list the authorization scope of the subject of convocation to appoint other director to attend the Board of Directors Meeting on his/her behalf, and exercise the voting right to all matters proposed in the meeting, but one director can only represent one other director.

Section V- Manager

Article 20

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

Section VI- Accounting

Article 21

After the close of each fiscal year, Board of Directors of the Corporation shall prepare business report, financial statements and proposals for surplus distribution or loss appropriation etc., and propose them to the Shareholders' Meeting for acknowledgment.

Article 22

Out of the before-tax profit realized by the Company during the current period, before deducting employee and director remuneration, at least 1% shall be provided as employee remuneration and no more than 2% shall be provided as director remuneration. However, if the Company still has accumulated losses (including the adjusted amount of non-distributed profit), a provision shall first be made to compensate the losses.

The employee remuneration under the previous paragraph may be paid in stocks or in cash. The target of distribution may include employees of controlled companies or subsidiaries that meet certain conditions. Director remuneration shall only be paid in cash.

The distribution of both employee and director remuneration shall be resolved by the Board of Directors and reported in the shareholders' meeting.

If the Board of Directors resolves to distribute employee remuneration in stocks under the previous paragraph, a resolution may be passed in the same board meeting for such distribution to be done through the issuance of new shares or the redemption of ownshares.

Article 22-1

If surplus is available in the annual accounts, after paying taxes and compensating accumulated loss pursuant to law, the Corporation will further allocate ten percent as statutory surplus reserve, except for the statutory surplus reserve has already reached to the paid-up capital amount of the Corporation, and the rest will be allocated pursuant to laws and decrees or carried forward as special surplus reserve; if balance is still available, together with the cumulative undistributed surplus, the Board of Directors will draft the surplus distribution proposal and propose it to Shareholders' Meeting for the resolution to distribute dividends to shareholders.

The dividend policy of the Corporation is stipulated by Board of Directors according to the operational planning, investment plan, capital budget and changes of internal and external environment, and will be distributed after the resolution of Shareholders' Meeting. The operating business of the Corporation is currently at the stage of operational growth, hence the surplus distribution principle is as follows: in principle, the cash dividends shall not exceed fifty percent, provided it may be adjusted appropriately by considering the cash flow of the Corporation, surplus condition, and the demand of the Corporation in expanding the operating scale in the future.

Article 23

Matters not covered herein shall be handled pursuant to the provisions of Company Law.

Article 24

This Articles of Incorporation was formulated on September 3, 2007.

The first amendment on May 16, 2008.

The second amendment on April 28, 2009.

The third amendment on June 17, 2009.

The fourth amendment on December 11, 2009.

The fifth amendment on April 15, 2010.

The sixth amendment on June 4, 2014.

The seventh amendment on June 3, 2015.

The eighth amendment on June 2, 2016.

The ninth amendment on May 26, 2017.

The tenth amendment on June 6, 2019.

The eleventh amendment on May 30, 2022.