

TaiMed Biologics In.

Rules of Procedure for Shareholders' Meetings

I. 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 this Rules pursuant to Article 5 of Listed Company Governance Best Practice Principles to comply with.

II. Scope:

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

III. Operation description:

Article 1

Unless otherwise prescribed by laws and decrees or regulations, the rules of procedure for Shareholders' Meetings of the Company shall be formulated according to this 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 notice, proxy form, relevant acknowledgment cases, discussion cases, director or supervisor 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 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

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.

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

Appointment or dismissal of a director or supervisor; amendment of Articles of Incorporation; capital decrease; application for suspension of public issue; director's competition license; transfer surplus to capital increase; transfer reserves to capital increase; corporate dissolution, merger or division; or matters prescribed in each subparagraph of Paragraph 1, Article 185 of Company Act, major contents thereof shall be listed and described in the subject of convocation, and it shall not be proposed via an extempore motion; major contents thereof may be placed at the website of competent securities authority of the website designated by the company, and the website thereof shall be specified in the notice.

The subject of convocation of Shareholders' Meeting has specified comprehensive re-election of directors and the date for assumption of duty, after re-election in this Shareholders' Meeting, the date for assumption of duty thereof shall not be changed via an extempore motion or by other means in the same meeting.

Shareholders holding more than one percent of the total outstanding shares may propose a General Meeting motion to the Company. But it is limited to one proposal only, if there is more than one proposal, it shall not be included in the motion.

However, if the shareholder's proposal advises to urge the company to enhance public interests or fulfill social responsibility, Board of Directors may still include it in the motion. Besides, if the motion proposed by a shareholder has any one of the circumstances as prescribed in Paragraph 4, 1 of Article 172 of Company Act, Board of Directors may not include it in the motion.

The Company shall announce the motion of accepted shareholder, written or electronic acceptance, 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, 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 9:00am 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.

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.

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.

Shareholder himself/herself or the agent appointed by a shareholder (hereinafter referred to as 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.

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.

If the chairperson mentioned in preceding paragraph is a managing director or director, such managing director or director shall have taken office for over six months and understand the financial and business condition of the company. The same shall apply if the chairperson is the representative of juridical person director.

For the Shareholders' Meeting convened by Board of Directors, the President should preside in person, and there should be more than half of directors in Board of

Directors and at least one supervisor 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

Starting from accepting shareholders' registration, the Company shall take continuous and uninterrupted sound or video recording for the whole course of shareholder's registration process, meeting process, voting and counting process, and the audiovisual materials 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 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. 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 times of postponing is limited to two times, and the total time postponed shall not exceed one hour. 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, relevant motions (including extempore motions and amendment of original motion) shall be voted by ballot one by one, 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 and sufficient time for voting shall be arranged.

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 chairman 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

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.

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.

Unless otherwise prescribed by Company Act or this Articles of Incorporation, the voting of proposal shall be agreed and passed by the majority attending shareholders with voting right. Upon voting, after the chairperson or its designated personnel has announced the total number of voting rights of the attending shareholders case by case, shareholders will vote to decide case by case, on the same date after convening Shareholders' Meeting, the shareholders' agreement, objection and waive results shall be input at mops.twse.com.tw. The proposal will be deemed as passed if agreed by all attending shareholders per the consultation of the chairperson, and the validity thereof shall be the same as voting table; in case of any disagreement, the voting method prescribed in preceding paragraph shall be adopted for voting to decide. Apart from the proposals listed in the agenda, for other proposals proposed by a shareholder or amendment or replacement of original proposals, there shall be other shareholders to

support such proposals.

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 vote counting for the voting or election proposal in Shareholders' Meeting shall be carried out at a public place in the site of Shareholders' Meeting, and after the completion of vote counting, the voting results including statistical weight shall be announced on the spot, and the record shall be made.

Article 13

In case of director or supervisor election in Shareholders' Meeting, it shall be handled according to relevant election procedures stipulated by the Company, and the election results shall be announced on the spot, including the list of elected directors and supervisors and their weight in election.

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

All resolutions of a Shareholders' Meeting shall be recorded in the minutes signed or sealed by the chairperson of the meeting, and the minutes shall be distributed to the shareholders within 20 days after the meeting. The record and distribution of minutes may be made in electronic way.

The distribution of minutes mentioned in preceding paragraph may be announced by inputting it at mops.twse.com.tw.

The minutes shall be recorded actually according to the meeting date, location, name of chairperson, resolution method, essentials of discussion process and voting results (including statistical weight), in case of election of directors, the voting weight of

each candidate shall be disclosed. And it shall be preserved permanently during the duration of the Company.

For the resolution method mentioned in preceding paragraph, the chairperson has consulted with shareholders for opinions, if shareholders have no objection to the proposal, "Passed upon the agreement by all attending shareholders per the consultation of the chairperson" shall be recorded; but if shareholders have any disagreement with the proposal, the voting method, the number of pass voting right and the proportion thereof shall be specified.

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 temporary 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

This Rules will be implemented after the approval of Shareholders' Meeting, and the same shall apply upon amendment.

Article 19

This Rules was formulated on June 17, 2009.

The first amendment was made on June 2, 2011.

The second amendment was made on May 24, 2012.

The third amendment was made on June 4, 2014.

The fourth amendment was made on June 3, 2015.

The fifth amendment was made on May 31, 2021.