台灣神隆股份有限公司
ScinoPharm Taiwan, Ltd.



2022 Annual General Shareholders' Meeting

Meeting Handbook (Translation)

May 30, 2022

Stock Code 1789

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ScinoPharm Taiwan, Ltd.
Handbook for 2022 Annual General Shareholders' Meeting

I. Meeting Agenda

Time: 10:00a.m., Monday, May 30, 2022
Place: ScinoPharm Taiwan, Ltd. (Corporate location)
Address: 1 Nan-Ke 8th Road, Southern Taiwan Science Park, Shan-Hua, Tainan, Taiwan
Convene Format: Physical Shareholders' Meeting

1. **Announcement of Meeting in Session** (following the announcement of shares represented at the meeting)

2. **Chairman's Address**

3. **Report Items**
   (1) 2021 Business Report.
   (2) Audit Committee's Review Report on 2021 Financial Results.
   (3) 2021 Remuneration for Employees and Directors.

4. **Ratification Items**
   (1) Ratification of 2021 Business Report and Financial Statements.
   (2) Ratification of the Proposed Distribution of 2021 Earnings.

5. **Discussion Items**
   (1) Proposed Amendments to the Articles of Incorporation of the Company.
   (2) Proposed Amendments to the Operational Procedures for Loaning of Company Fund and Operational Procedures for Endorsements and Guarantees of the Company.
   (3) Proposed Amendments to the Operational Procedures for Acquisition and Disposal of Assets of the Company.
   (4) Proposed release the Directors (including Independent Directors) and their representatives from non-competition restrictions.

6. **Extemporary motions**

7. **Meeting adjourned**

II. Proposals

1. Report Items

(1) 2021 Business Report.

Explanation: The business report for 2021 is attached as Appendix 1 at page 6~8.

(2) Audit Committee's Review Report on 2021 Financial Results.

Explanation: The Audit Committee Review Report is attached as Appendix 2 on page 9.

(3) 2021 Remuneration for Employees and Directors.

Explanation:

a. The remuneration distribution for employees and directors on 2021 is calculated according to Article 40 of the Articles of Incorporation: "Should the Company earn surpluses within the current term, at least two percent of surpluses should be set aside for employees' compensation, and no more than two percent of surpluses should be set aside for directors' compensation…".

b. According to the Articles of Incorporation, the employees' compensation for 2021 was NT$30,226,393, making up8.91% of the year's profits; directors' compensation was NT$6,730,200, making up 1.98% of the year's profits; all compensation was distributed in cash. The aforementioned amounts differed from accrued amounts by 0 for both employees' remuneration and directors' remuneration.

2. Ratification Items

(1) Ratification of 2021 Business Report and Financial Statements.
(Proposed by the Board)

Explanation:

a. The Parent and Consolidated Financial Statements for 2021 of the Company as adopted by the February 25, 2022 meeting of the Board of Directors and duly certified by Yung-Chih Lin, Certified Public Accountant and Tzu-Meng Liu, Certified Public Accountant from PricewaterhouseCoopers Taiwan were duly submitted in conjunction with the Business Report to the Audit Committee for inspection. This inspection was completed with the Auditors Committee's Review Reports duly issued.

b. Please see Appendix 1 (at Page 6) and Appendices 3~4(at Page10~30) for the Business Report, Auditors' Reports, parent and consolidated financial statements.

Resolution:

(2) Ratification of the Proposed Distribution of 2021 Earnings. (Proposed by the Board)

Explanation:

a. The 2021 Profit Allocation Proposal is attached as Appendix 5 on page 31.

b. The Company's distributable earnings for 2021 are NT$589,388,653. The cash dividend to be distributed is NT$0.48 per share. Upon the approval of the General Shareholders' Meeting, it is proposed that the Board of Directors be authorized to resolve the ex-dividend date, payment date, and adjust the dividends to be distributed to each share based on the number of actual shares outstanding on the record date for distribution.

c. Cash dividends paid to each individual shareholder will be rounded down to the nearest dollar. Fractional shares with a value less than one dollar are accumulated and reported as the Company's other income.

Resolution

3. Discussion Items

(1) Proposed Amendments to the Articles of Incorporation of the Company. (Proposed by the Board)

Explanation:

a. According to the explanation letter of Taiwan Stock Exchange, No.1080024221, on Jan. 2, 2020, on revision of "Taiwan Stock Exchange Corporation Operation Directions for Compliance with the Establishment of Directors by TWSE Listed Companies and the Board's Exercise of Powers" and the decree of the Ministry of Economic Affairs, No. 10802432410, Jan. 9, 2020, change the basis for the appropriation of legal reserves.

b. Based on the above regulations and in consideration of practical operation, revised the Articles of Incorporation.

c. Please refer to Appendix 6(page32 ~33) of the Meeting Handbook of Contrast Table of Articles of Incorporation of the Company. For the entire original Articles of Incorporation of the Company, please see Exhibit 2 (Page 59~66).

d. It is proposed that resolution be adopted for the authorization proposed above.

Resolution:

(2) Proposed Amendments to the Operational Procedures for Loaning of Company Fund and Operational Procedures for Endorsements and guarantees of the Company. (Proposed by the Board)

Explanation:

a. According to decree of the Financial Supervisory Commission on March 7, 2019, No. 1080304826, on revision of "Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies," revise the company's "Operational Procedures for Loaning of Company Fund " and " Operational Procedures for Endorsements and guarantees of the Company".

b. Major revisions this time include contents, operating procedure, and resolution method for exercise of supervisor's duties by Audit Committee, flow for submission of report on improvement of audited flaws, and allowance for the company lending funds to foreign company for it the company owns 100% voting rights.

c. Please refer to Appendix 7(page 34~37) and Appendix 8 (page 38~41) of the Meeting Handbook of Contrast Table.

d. It is proposed that resolution be adopted for the authorization proposed above.

Resolution:

(3) Proposed Amendments to the Operational Procedures for Acquisition and Disposal of Assets of the Company. (Proposed by the Board)

Explanation:

a. According to decree of the Financial Supervisory Commission on Jan. 28, 2022, No. 1110380465, on revision of "Regulations Governing the Acquisition and Disposal of Assets by Public Companies," revise the company's "procedures handling acquisition or disposal of assets."

b. Major revisions include transactions with related parties exceeding a certain amount of value should be submitted to shareholders' meeting for approval, except those between parent company and subsidiary or between subsidiaries; reports produced by external experts should be handled according to self-discipline norms of relevant business associations, and transactions for foreign government bonds with crediting rating equal to or higher than Taiwan's sovereign rating doesn't need publication.

c. Please refer to Appendix 9(page42 ~47) of the Meeting Handbook of Contrast Table.

d. It is proposed that resolution be adopted for the authorization proposed above.

Resolution:

(4) Proposed release the Directors (including Independent Directors) and their representatives from non-competition restrictions. (Proposed by the Board)

Explanation:

a. According to the Article 209 of Company Act, any director acting for himself/herself, or for any other person within the scope of the Company business, should provide the shareholders' meeting with explanations about any important matters of such acts and should acquire the approval of the Shareholders' Meeting.

b. It is proposed to seek approval in the General Shareholders' Meeting allowing directors (including Independent directors) and their representatives to engage in acts of competition under Article 209 of Company Act, thus be released during their terms from the competition restriction (provided that there no damage to the interests of the Company).

c. Titles and job details of directors (including independent directors) and their representatives who will be exempting from non-compete competition prohibition as show in Appendix 10 (at page48~51).

d. It is proposed that resolution be adopted for the authorization proposed above.

Resolution:

4. Extemporary motions

5. Meeting adjourned

III. Appendices

Appendix 1

ScinoPharm Taiwan, Ltd.

2021 Business Report

Since the outbreak of Covid-19 in 2020, the pandemic has shown no signs of slowing down, and the virus has mutated into different variants such as Delta and Omicron. This has not only impacted the economic, political and social situations of various countries, but has also driven various industries around the world to rapidly develop corresponding adaptability. The pandemic has brought about a crisis in the operation of the economic system and social structure, but it has also presented an opportunity for human society to rethink, challenge the accustomed way of operation that has been taken for granted, and think outside the box. For business operations, it is a crisis, but also an opportunity for breakthroughs.

Despite facing high uncertainty in the global market and the various impacts of Covid-19, ScinoPharm Taiwan made use of every minute in the past year, accelerated the deployment and strategy implementation at various phases, and continued to stabilize its overall business performance. Although operations have been hindered to some extent due to the impact of local pandemic prevention policies, ScinoPharm Taiwan has reduced the impact of global market turbulence and volatility through elasticity and flexible adaptability, so as to allow us to tide through the uncertainties in year 2021 with resilience and strive to accomplish our tasks and goals.

In summary, the company’s consolidated annual revenue in 2021 was NT$2.762 billion. The net profit after-tax was NT$243 million, and the earnings per share was NT$0.31. As of the end of 2021, the company’s paid-up capital was NT$7.907 billion, and shareholder’s equity was NT$10.511 billion, which accounted for approximately 90% of its total assets of NT$11.69 billion; long-term capital was 2.76 times the value of its fixed assets, with a current ratio of 10.73, maintaining a sound and healthy financial structure.

Reducing the impact of the market environment and stabilizing the original niche market

ScinoPharm Taiwan has been upholding the attitude of focusing on its core business and being prudent, as well as adhering to the company's strategy implementation. In order to maintain revenue and profit growth, the company continues to promote the extension of its business from APIs to preparations, gradually transforming and expanding its business scope. However, revenue growth has been sluggish in recent years, mainly due to external threats, such as pressure stemming from API prices and competition from the vertical integration of other companies, etc. At the same time, we will also explore in depth and reviewed the internal factors that need to be overcome, and accelerated our progress in enhancing the competitive advantage and market influence of our products by being more actively involved in product development and deconstructing and optimizing our overall cost structure.

Over the past 25 years, ScinoPharm’s strength lies in the production and manufacture of APIs. Its sophisticated and stable production and manufacturing system has gained recognition from all parties. API development and manufacture is not only the foundation of ScinoPharm, but also the driving force of its operation momentum. The company plans its production schedules in a systematic manner to optimize capacity utilization. It analyzes the market and customer needs to optimize the production processes of major core products, in conjunction with flexible scheduling and use of production equipment. The company also gives thought to the efficient utilization of resources, promotes customized production projects and shares the benefits of cost optimization with its customers, creating new opportunities for existing core API products, while enhancing the competitiveness of its customers in the sales market, bringing more diversified collaboration possibilities for each other.

Revitalizing existing competitive advantages and deepening CDMO

In addition to ScinoPharm's own APIs and preparation products, contract development and manufacturing is also the mainstay of its business. Contract development and manufacturing organization (CDMO) will be of greater importance to the future development of the company. In the past, the company has been focusing on the synthesis of small molecules. Moving forward, the company will also be focusing on the development of peptides and nucleic acid drugs derived from peptides, as well as planning the reconstruction of existing production lines and expansion of equipment.

In terms of preparation business, the focus will be on complex preparations and developing products that require relatively high technical difficulty. In 2021, the company applied for TFDA inspection of the lyophilized injection line of the Injectable Plant, which passed the GMP and GDP compliance assessment for new plants. ScinoPharm has developed and outsourced a number of products that continue to contribute to revenue, and a number of injection products are also being developed. In addition, following the approval of injectable generic peptide products (pre-filled needles), the water for injection products developed and produced by the company has been approved under the U.S. abbreviated new drug application (ANDA) in April last year.

Strategic deployment gradually takes effect and development blueprint is being realized in order

The operation of ScinoPharm's Changshu site is gradually on track. At present, a total of four products in collaboration with customers have obtained marketing approvals and commenced sales. The integration of the two plants in Tainan and Changshu is gradually demonstrating synergy, which will help create production advantages in API products of the company and exert cost competitiveness. The two plants will be promoting the sales of APIs to support the stocking requirements of customers in Japan and China. ScinoPharm's Injectable Plant has completed the first TFDA inspection in April 2021, achieving an important milestone in the company's transformation. In the first quarter of this year, ScinoPharm will also make every effort to prepare for the successful passage of the most important U.S. FDA inspection. It schedules to launch its first own injection product in 2023. Two other key products are also scheduled to be launched in 2025. The company is systematically advancing its injection preparation business.

The results of ScinoPharm's efforts in the Japanese market over the past few years are evident to all; ScinoPharm is now the largest supplier of two API products in Japan. In order to continuously deepen the investment in the Japanese market, the branch office originally set up in Japan has been upgraded to ScinoPharm Japan Branch, and in the future, it will leverage the extended expiration period for patents in the Japanese market combined with the new production capacity of existing APIs and injectable plants to strive for project collaboration opportunities for API integrated CDMO services with its customers. Currently, ScinoPharm Taiwan is the largest supplier of API products for the treatment of Alzheimer's disease and anti-cancer drugs in Japan, with market size of approximately US$200 million for the former and over US$100 million for the latter.

Establishing core business strategies and expanding business fields in diversified ways

In order to further strengthen the vertical integration of the company's business, more elasticity and possibilities in the preparation area, including collaboration in other sterile formulation products, such as ophthalmic or oral drugs, are opportunities to expand the scope of ScinoPharm’s operations. ScinoPharm will seek out suitable products to invest in, starting from its own niche API products. In order to continuously expand the development of different forms of preparation business, the company will advance through different means. In addition to investing in internal construction, we will also seek cooperative alliance with external resources. As we move down from upstream APIs to the preparation business, we need to get more information and feedback from the end market to review whether our product strategy, R&D progress or pricing are in line with market demand.

In the future, ScinoPharm will not rule out the possibility of crossing over from the field of generic drugs to new drugs. The focus of new drug business will still be on cancer drugs and peptides, in which ScinoPharm specializes, linking up with its existing core competencies and exploring whether there are resources available and advantages for development from its existing API niche. The company has invited independent directors and clinical medical experts to form a technology advisory committee to give advice from the end-user's perspective and jointly discuss the direction of development.

Building consensus and facing future challenges with a positive attitude

ScinoPharm has had a complete series of specific action plans for the future, and we will implement them in a more systematic, efficient and disciplined manner so as to contribute to the overall operation and development of the company. We firmly believe that if the operation of every aspect is in compliance and errors are reduced to a minimum, profitability will increase; if the organization as a whole can be "right more often than wrong" in its workflow, it will spur the company to develop in a positive direction. We believe that with the concerted efforts of all our employees, ScinoPharm will break new grounds and harness exponential growth to reward all shareholders, customers and colleagues.

Chih-Hsien Lo, Chairman

Appendix 2

Audit Committee’s Review Report

The Board of Directors has prepared the Company's 2021 Business Report, Parent and Consolidated Financial Statements, and proposal for allocation of profits. The CPA firm of PricewaterhouseCoopers Taiwan was retained to audit the Company’s Financial Statements and has issued an audit report relating to the Financial Statements. The Business Report, Financial Statements, and profit allocation proposal have been reviewed and determined to be correct and accurate by the Audit Committee members of ScinoPharm Taiwan, Ltd. According to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, we hereby submit this report.

ScinoPharm Taiwan, Ltd.

Chairman of the Audit Committee: Lewis Lee

February 25, 2022

Appendix 3

INDEPENDENT AUDITORS’ REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of ScinoPharm Taiwan, Ltd.

Opinion

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

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

Basis for opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and generally accepted auditing standards in the Republic of China. Our responsibilities under those standards are further described in the *Auditors’ responsibilities for the audit of the parent company only financial statements* section of our report. We are independent of the Company in accordance with the Norm of professional Ethics for Certified Public Accountants in the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

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

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

Occurrence of sales revenues from API and injection products

Description

Refer to Note 4(28) for accounting policy on revenue recognition and Note 6(18) for accounting items on revenue.

The Company's sales revenue mainly arises from the manufacture and sales of Active Pharmaceutical Ingredient ("API") and injection products. The Company's customers come from Taiwan, Asia, Europe and America. Since the volume and amount of transactions are significant, we considered the occurrence of sales revenue from API and injection products a key audit matter.

How our audit addressed the matter

We performed the following key audit procedures in response to the above key audit matter:

1. We evaluated internal control system that was designed and implemented by management in reviewing customers' credit, and tested whether the counterparty and the credit valuation documents have had been properly approved.
2. We sampled transaction details and supporting documents for consistency from transaction counterparties who have higher turnover growth.
3. We sent confirmation letters for significant transaction counterparties, ensuring the responses and account records were consistent with customers' data, and evaluated the reasonableness on the difference between the responses and the account records.

Inventory valuation

Description

Refer to Note 4(11) for accounting policies on inventory valuation, Note 5(2) for the uncertainty of accounting estimates and assumptions applied in inventory valuation, and Note 6(4) for details of inventories. As at December 31, 2021, the balances of inventory and allowance for inventory valuation losses were $1,521,193 thousand and $298,162 thousand, respectively.

The Company is primarily engaged in manufacturing and sales of API. Due to the complex manufacturing process, long lead time in materials preparation and uncertain product registration timing before market launch, there is a higher risk of incurring loss on inventory valuation. For inventories sold under normal terms, the Company measures inventories at the lower of cost and net realisable value. For inventories ageing over a certain period of time or are individually identified as obsolete inventories, the net realisable value is calculated based on the historical information of inventory turnover. Since the calculation of net realisable value involves subjective judgement and the ending balance of inventory is material to the financial statements, we consider the valuation of inventory a key audit matter.

How our audit addressed the matter

We performed the following key audit procedures in response to the above key audit matter:

1. We compared the financial statements to ascertain whether the provision policy on allowance for inventory valuation losses has been consistently applied and assessed the reasonableness of the provision policy.
2. We understood the inventory management process, observing annual physical counts to assess the effectiveness of management's classification and controls over obsolete and slow-moving inventory.
3. We checked the accuracy of inventory aging report and sampled inventories for those lately changed before the balance sheet date in order to compute the accuracy of inventory aging range; and evaluated whether the older inventories were obsoleted.
4. We sampled the computation of net realisable value of individual inventory and compared with account records.

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 audit committee, are responsible for overseeing the Company's financial reporting process.

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

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

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

1. Identify and assess the risks of material misstatement of the parent company only financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the 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 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.

Lin, Yung-Chih

Independent Accountants

Liu, Tzu-Meng

PricewaterhouseCoopers, Taiwan

Republic of China

February 25, 2022

The accompanying parent company only financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying parent company only financial statements and 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.

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

	Assets	Notes	December 31, 2021 AMOUNT	%	December 31, 2020 AMOUNT	%
	Current assets					
1100	Cash and cash equivalents	6(1)	$ 3,968,726	34	$ 3,879,691	33
1110	Financial assets at fair value through profit or loss - current	6(2)	1,742	-	-	-
1170	Accounts receivable, net	6(3) and 12	352,844	3	379,411	3
1200	Other receivables		8,124	-	17,569	-
1210	Other receivables - related parties	7	4,146	-	6,348	-
1220	Current income tax assets	6(25)	-	-	8,969	-
130X	Inventories	5 and 6(4)	1,223,031	11	1,134,947	10
1410	Prepayments		82,557	1	96,841	1
11XX	**Total current assets**		5,641,170	49	5,523,776	47
	Non-current assets					
1517	Financial assets at fair value through other comprehensive income - non-current	6(5)	185,796	2	308,115	3
1550	Investments accounted for using equity method	6(6)	1,579,841	14	1,681,095	14
1600	Property, plant and equipment	6(7)(9)	2,954,902	25	3,053,564	26
1755	Right-of-use assets	6(8)	546,885	5	559,847	5
1780	Intangible assets		2,903	-	6,885	-
1840	Deferred income tax assets	6(25)	517,203	4	505,018	4
1915	Prepayments for equipment		163,088	1	108,322	1
1920	Guarantee deposits paid		1,006	-	1,029	-
1980	Other financial assets - non-current	8	29,270	-	29,270	-
15XX	**Total non-current assets**		5,980,894	51	6,253,145	53
1XXX	**Total assets**		$ 11,622,064	100	$ 11,776,921	100

(Continued)

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

	Liabilities and Equity	Notes	December 31, 2021 AMOUNT	%	December 31, 2020 AMOUNT	%
	Current liabilities					
2100	Short-term borrowings	6(10)	$ -	-	$ 9,494	-
2120	Financial liabilities at fair value through profit or loss - current	6(2)	-	-	2,172	-
2130	Contract liabilities - current	6(18)	49,730	-	47,518	-
2150	Notes payable		1,172	-	1,173	-
2170	Accounts payable		55,815	1	126,820	1
2180	Accounts payable - related parties	7	9,359	-	36,598	-
2200	Other payables	6(11) and 7	282,491	2	308,560	3
2230	Current income tax liabilities	6(25)	71,165	1	67,969	1
2280	Lease liabilities - current		16,165	-	16,500	-
2310	Advance receipts		1,740	-	-	-
21XX	**Total current liabilities**		487,637	4	616,804	5
	Non-current liabilities					
2570	Deferred income tax liabilities	6(25)	348	-	-	-
2580	Lease liabilities - non-current		540,266	5	550,182	5
2640	Net defined benefit liabilities	6(12)	79,546	1	79,232	1
2645	Guarantee deposits received		3,213	-	1,300	-
25XX	**Total non-current liabilities**		623,373	6	630,714	6
2XXX	**Total liabilities**		1,111,010	10	1,247,518	11
	Equity					
	Share capital					
3110	Common stock	6(13)	7,907,392	68	7,907,392	67
3200	Capital surplus	6(14)(15)	1,294,689	11	1,294,689	11
	Retained earnings	6(5)(16)				
3310	Legal reserve		679,074	6	634,265	5
3320	Special reserve		33,043	-	67,825	1
3350	Unappropriated earnings		657,981	6	658,275	6
3400	Other equity interest	6(5)(6)(17)	(61,125)	(1)	(33,043)	(1)
3XXX	**Total equity**		10,511,054	90	10,529,403	89
	Significant contingent liabilities and unrecognised contract commitments	7 and 9				
3X2X	**Total liabilities and equity**		$ 11,622,064	100	$ 11,776,921	100

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

SCINOPHARM TAIWAN, LTD.
PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars, except earnings per share amounts)

	Items	Notes	Year ended December 31 2021 AMOUNT	2021 %	2020 AMOUNT	2020 %
4000	Operating revenue	6(18) and 7	$ 2,642,830	100	$ 3,046,220	100
5000	Operating costs	6(4)(12)(23)(24) and 7	(1,388,306)	(53)	(1,758,472)	(58)
5900	Net operating margin		1,254,524	47	1,287,748	42
	Operating expenses	6(12)(23)(24), 7 and 12				
6100	Selling expenses		(157,715)	(6)	(175,267)	(5)
6200	General and administrative expenses		(454,716)	(17)	(455,460)	(15)
6300	Research and development expenses		(265,162)	(10)	(206,364)	(7)
6450	Gain on reversal of (expected credit losses)		(1)	-	197	-
6000	Total operating expenses		(877,594)	(33)	(836,894)	(27)
6900	Operating profit		376,930	14	450,854	15
	Non-operating income and expenses					
7100	Interest income	6(19)	16,100	-	21,043	-
7010	Other income	6(20) and 7	21,612	1	29,164	1
7020	Other gains and losses	6(2)(7)(9)(21) and 12	(8,275)	-	(36,487)	(1)
7050	Finance costs	6(8)(22)	(6,486)	-	(7,072)	-
7070	Share of loss of subsidiaries, associates and joint ventures accounted for using equity method	6(6)	(97,617)	(4)	(104,620)	(4)
7000	Total non-operating income and expenses		(74,666)	(3)	(97,972)	(4)
7900	**Profit before income tax**		302,264	11	352,882	11
7950	Income tax expense	6(25)	(58,793)	(2)	(70,815)	(2)
8200	**Profit for the year**		$ 243,471	9	$ 282,067	9
	Other comprehensive income (loss)					
	Components of other comprehensive income (loss) that will not be reclassified to profit or loss					
8311	Actuarial (losses) gains on defined benefit plans	6(12)	($ 2,509)	-	$ 2,369	-
8316	Unrealised gains from equity instruments measured at fair value through other comprehensive income	6(5)(17)	139,194	5	176,406	6
8349	Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	6(25)	502	-	(473)	-
	Components of other comprehensive (loss) income that will be reclassified to profit or loss					
8361	Financial statements translation differences of foreign operations	6(6)(17)	(3,637)	-	22,506	1
8300	**Total other comprehensive income for the year**		$ 133,550	5	$ 200,808	7
8500	**Total comprehensive income for the year**		$ 377,021	14	$ 482,875	16
	Earnings per share (in dollars)	6(26)				
9750	Basic		$	0.31	$	0.36
9850	Diluted		$	0.31	$	0.36

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

SCINOPHARM TAIWAN, LTD.
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars)

				Retained Earnings			Other Equity Interest		
	Notes	Share capital - common stock	Capital reserve	Legal reserve	Special reserve	Unappropriated earnings	Financial statements translation differences of foreign operations	Unrealised gains (losses) from financial assets measured at fair value through other comprehensive income	Amount
Year ended December 31, 2020									
Balance at January 1, 2020		$ 7,907,392	$ 1,294,605	$ 612,600	$ 22,829	$ 490,344	($ 98,117)	$ 30,291	$ 10,259,944
Net income for the year		-	-	-	-	282,067	-	-	282,067
Other comprehensive income for the year	6(5)(6)(17)	-	-	-	-	1,896	22,506	176,406	200,808
Total comprehensive income		-	-	-	-	283,963	22,506	176,406	482,875
Distribution of 2019 net income:									
Legal reserve		-	-	21,665	-	(21,665)	-	-	-
Special reserve		-	-	-	44,996	(44,996)	-	-	-
Cash dividends	6(16)	-	-	-	-	(213,500)	-	-	(213,500)
Employee stock option compensation cost	6(14)(15)	-	84	-	-	-	-	-	84
Disposal of equity instruments at fair value through other comprehensive income	6(5)(17)	-	-	-	-	164,129	-	(164,129)	-
Balance at December 31, 2020		$ 7,907,392	$ 1,294,689	$ 634,265	$ 67,825	$ 658,275	($ 75,611)	$ 42,568	$ 10,529,403
Year ended December 31, 2021									
Balance at January 1, 2021		$ 7,907,392	$ 1,294,689	$ 634,265	$ 67,825	$ 658,275	($ 75,611)	$ 42,568	$ 10,529,403
Net income for the year		-	-	-	-	243,471	-	-	243,471
Other comprehensive income (loss) for the year	6(5)(6)(17)	-	-	-	-	(2,007)	(3,637)	139,194	133,550
Total comprehensive income		-	-	-	-	241,464	(3,637)	139,194	377,021
Distribution of 2020 net income:									
Legal reserve		-	-	44,809	-	(44,809)	-	-	-
Cash dividends	6(16)	-	-	-	-	(395,370)	-	-	(395,370)
Reversal of special reserve		-	-	-	(34,782)	34,782	-	-	-
Disposal of equity instruments at fair value through other comprehensive income	6(5)(17)	-	-	-	-	163,639	-	(163,639)	-
Balance at December 31, 2021		$ 7,907,392	$ 1,294,689	$ 679,074	$ 33,043	$ 657,981	($ 79,248)	$ 18,123	$ 10,511,054

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

SCINOPHARM TAIWAN, LTD.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars, except as otherwise indicated)

	Notes	Year ended December 31 2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before tax		$ 302,264	$ 352,882
Adjustments			
Adjustments to reconcile profit (loss)			
(Gain) loss on valuation of financial assets and liabilities at fair value through profit or loss		(3,914)	5,092
(Gain on reversal of) expected credit losses	12	1	(197)
Reversal of allowance for loss on inventory market price decline	6(4)	(15,657)	(74,623)
Provision for obsolescence of supplies		477	3,312
Share of loss of subsidiaries, associates and joint ventures accounted for using equity method	6(6)	97,617	104,620
Depreciation of property, plant and equipment	6(7)(23)	256,453	266,984
Depreciation of right-of-use assets	6(8)(23)	12,968	12,794
Property, plant and equipment transferred to loss	6(7)(21)	-	11,900
(Gain) loss on disposal of property, plant and equipment	6(21)	(89)	2,587
Gain on reversal of impairment loss	6(7)(9)(21)	(1,382)	(4,253)
Amortisation	6(23)	4,759	6,044
Employee stock option compensation cost	6(14)(15)	-	84
Interest income	6(19)	(16,100)	(21,043)
Interest expense	6(22)	6,486	7,072
Changes in operating assets and liabilities			
Changes in operating assets			
Accounts receivable		26,566	183,642
Other receivables		8,334	(6,147)
Other receivables - related parties		2,202	(651)
Inventories		(72,427)	40,371
Prepayments		13,807	7,349
Changes in operating liabilities			
Contract liabilities - current		2,212	729
Notes payable		(1)	(180)
Accounts payable		(71,005)	33,177
Accounts payable - related parties		(27,239)	(8,919)
Other payables		(11,282)	11,456
Advance receipts		1,740	-
Net defined benefit liabilities - non-current		(2,195)	(581)
Cash inflow generated from operations		514,595	933,501
Interest received		17,211	19,739
Income tax received		9,233	-
Interest paid		(6,486)	(7,072)
Income tax paid		(67,196)	(3,975)
Net cash flows from operating activities		467,357	942,193

(Continued)

SCINOPHARM TAIWAN, LTD.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars, except as otherwise indicated)

	Notes	Year ended December 31 2021	2020
CASH FLOWS FROM INVESTING ACTIVITIES			
Proceeds from disposal of financial assets at fair value through other comprehensive income	6(5)	$ 261,513	$ 283,501
Cash paid for acquisition of property, plant and equipment	6(27)	(113,429)	(64,529)
Proceeds from disposal of property, plant and equipment		904	124
Acquisition of intangible assets		(777)	(2,310)
Increase in prepayments for equipment		(113,348)	(91,435)
Decrease in guarantee deposits paid		23	4,215
Net cash flows from investing activities		34,886	129,566
CASH FLOWS FROM FINANCING ACTIVITIES			
(Decrease) increase in short-term borrowings	6(28)	(9,494)	9,494
Repayment of the principal portion of lease liabilities	6(28)	(10,257)	(9,772)
Increase in guarantee deposits received	6(28)	1,913	1,300
Payment of cash dividends	6(16)	(395,370)	(213,500)
Net cash flows used in financing activities		(413,208)	(212,478)
Net increase in cash and cash equivalents		89,035	859,281
Cash and cash equivalents at beginning of year	6(1)	3,879,691	3,020,410
Cash and cash equivalents at end of year	6(1)	$ 3,968,726	$ 3,879,691

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INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of ScinoPharm Taiwan, Ltd.

Opinion

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

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2021 and 2020, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the Financial Supervisory Commission.

Basis for opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and generally accepted auditing standards in the Republic of China. 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 Accountants 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 Group's 2021 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.

The key audit matters for the Group's 2021 consolidated financial statements are stated as follows:

Occurrence of sales revenues from API and injection products

<u>Description</u>

Refer to Note 4(28) for accounting policy on revenue recognition and Note 6(17) for accounting items
on revenue.
The Group's sales revenue mainly arises from the manufacture and sales of Active Pharmaceutical Ingredient ("API") and injection products. The Group's customers come from Taiwan, Asia, Europe and America. Since the volume and amount of transactions are significant, we considered the occurrence of sales revenue from API and injection products a key audit matter.

<u>How our audit addressed the matter</u>
We performed the following key audit procedures in response to the above key audit matter:

1. We evaluated internal control system that was designed and implemented by management in

reviewing customers' credit, and tested whether the counterparty and the credit valuation documents have had been properly approved.

2. We sampled transaction details and supporting documents for consistency from transaction counterparties who have higher turnover growth.

3. We sent confirmation letters for significant transaction counterparties, ensuring the responses and account records were consistent with customers' data, and evaluated the reasonableness on the difference between the responses and the account records.

Inventory valuation

Description

Refer to Note 4(13) for accounting policies on inventory valuation, Note 5(2)1 for the uncertainty of accounting estimates and assumptions applied in inventory valuation, and Note 6(4) for details of inventories. As at December 31, 2021, the balances of inventory and allowance for inventory valuation losses were $1,724,770 thousand and $379,767 thousand, respectively.

The Group is primarily engaged in the manufacture and sales of API. Due to the complex manufacturing process, long lead time in materials preparation and uncertain product registration timing before market launch, there is a higher risk of incurring loss on inventory valuation. For inventories sold under normal terms, the Group measures inventories at the lower of cost and net realisable value. For inventories ageing over a certain period of time or are individually identified as obsolete inventories, the net realisable value is calculated based on the historical information of inventory turnover. Since the calculation of net realisable value involves subjective judgement and the ending balance of inventory is material to the financial statements, we consider the valuation of inventory a key audit matter.

How our audit addressed the matter

We performed the following key audit procedures in response to the above key audit matter:

1. We compared the financial statements to ascertain whether the provision policy on allowance for inventory valuation losses has been consistently applied and assessed the reasonableness of the provision policy.

2. We understood the inventory management process, observing annual physical counts to assess the effectiveness of management's classification and controls over obsolete and slow-moving inventory.

3. We checked the accuracy of inventory ageing report and sampled inventories for those lately changed before the balance sheet date in order to compute the accuracy of inventory aging range; and evaluated whether the older inventories were obsoleted.

4. We sampled the computation of net realisable value of individual inventory and compared with account records.

Other matter – Parent company only financial reports

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

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by

Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the Financial Supervisory Commission, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditors' responsibilities for the audit of the consolidated financial statements

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

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

1. Identify and assess the risks of material misstatement of the 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.

	Lin, Yung-Chih
Independent Accountants	
	Liu, Tzu-Meng

PricewaterhouseCoopers, Taiwan
Republic of China
February 25, 2022

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

	Assets	Notes	December 31, 2021 AMOUNT	%	December 31, 2020 AMOUNT	%
	Current assets					
1100	Cash and cash equivalents	6(1)	$ 4,080,921	35	$ 4,054,948	34
1110	Financial assets at fair value through profit or loss - current	6(2)	1,742	-	-	-
1170	Accounts receivable, net	6(3) and 12	360,247	3	386,508	3
1200	Other receivables		32,796	-	77,456	1
1220	Current income tax assets	6(24)	-	-	8,969	-
130X	Inventories	5 and 6(4)	1,345,003	12	1,245,870	11
1410	Prepayments		96,851	1	108,075	1
1476	Other financial assets - current	8 and 9	48,969	-	34,311	-
11XX	**Total current assets**		5,966,529	51	5,916,137	50
	Non-current assets					
1517	Financial assets at fair value through other comprehensive income - non-current	6(5)	185,796	2	308,115	3
1600	Property, plant and equipment	6(6)(8)	4,033,000	35	4,210,746	36
1755	Right-of-use assets	6(7)	615,014	5	629,886	5
1780	Intangible assets		8,793	-	8,900	-
1840	Deferred income tax assets	5 and 6(24)	614,975	5	602,979	5
1915	Prepayments for equipment		235,281	2	133,960	1
1920	Guarantee deposits paid		2,518	-	6,770	-
1980	Other financial assets - non-current	8	29,270	-	29,270	-
15XX	**Total non-current assets**		5,724,647	49	5,930,626	50
1XXX	**Total assets**		$ 11,691,176	100	$ 11,846,763	100

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

	Liabilities and Equity	Notes	December 31, 2021 AMOUNT	%	December 31, 2020 AMOUNT	%
	Current liabilities					
2100	Short-term borrowings	6(9)	$ -	-	$ 9,494	-
2120	Financial liabilities at fair value through profit or loss - current	6(2)	-	-	2,172	-
2130	Contract liabilities - current	6(17)	70,565	-	66,846	1
2150	Notes payable		1,172	-	1,173	-
2170	Accounts payable		69,690	1	159,671	1
2200	Other payables	6(10)	325,816	3	362,821	3
2230	Current income tax liabilities	6(24)	71,166	1	67,969	1
2280	Lease liabilities - current		16,165	-	16,500	-
2310	Advance receipts		1,740	-	-	-
21XX	**Total current liabilities**		556,314	5	686,646	6
	Non-current liabilities					
2570	Deferred income tax liabilities	6(24)	348	-	-	-
2580	Lease liabilities - non-current		540,266	4	550,182	4
2640	Net defined benefit liabilities	6(11)	79,546	1	79,232	1
2645	Guarantee deposits received		3,648	-	1,300	-
25XX	**Total non-current liabilities**		623,808	5	630,714	5
2XXX	**Total liabilities**		1,180,122	10	1,317,360	11
	Equity attributable to owners of the parent					
	Share capital					
3110	Common stock	6(12)	7,907,392	68	7,907,392	67
3200	Capital surplus	6(13)(14)	1,294,689	11	1,294,689	11
	Retained earnings	6(15)				
3310	Legal reserve		679,074	6	634,265	5
3320	Special reserve		33,043	-	67,825	1
3350	Unappropriated earnings		657,981	6	658,275	6
3400	Other equity interest	6(5)(16)	(61,125)	(1)	(33,043)	(1)
3XXX	**Total equity**		10,511,054	90	10,529,403	89
	Significant contingent liabilities and unrecognised contract commitments	9				
3X2X	**Total liabilities and equity**		$ 11,691,176	100	$ 11,846,763	100

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

SCINOPHARM TAIWAN, LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars, except earnings per share amounts)

			Year ended December 31			
			2021		2020	
	Items	Notes	AMOUNT	%	AMOUNT	%
4000	Operating revenue	6(17)	$ 2,762,335	100	$ 3,082,928	100
5000	Operating costs	6(4)(11)(22)(23)	(1,481,848)	(54)	(1,765,469)	(57)
5900	Net operating margin		1,280,487	46	1,317,459	43
	Operating expenses	6(7)(11)(22)(23), 7 and 12				
6100	Selling expenses		(153,566)	(6)	(170,904)	(6)
6200	General and administrative expenses		(532,225)	(19)	(525,418)	(17)
6300	Research and development expenses		(305,953)	(11)	(245,633)	(8)
6450	Gain on reversal of (expected credit losses)		(124)	-	219	-
6000	Total operating expenses		(991,868)	(36)	(941,736)	(31)
6900	Operating profit		288,619	10	375,723	12
	Non-operating income and expenses					
7100	Interest income	6(18)	19,380	1	27,408	1
7010	Other income	6(19)	11,706	-	16,378	1
7020	Other gains and losses	6(2)(8)(20) and 12	(10,871)	-	(45,838)	(2)
7050	Finance costs	6(7)(21)	(6,548)	-	(15,166)	-
7000	Total non-operating income and expenses		13,667	1	(17,218)	-
7900	**Profit before income tax**		302,286	11	358,505	12
7950	Income tax expense	6(24)	(58,815)	(2)	(76,438)	(3)
8200	**Profit for the year**		$ 243,471	9	$ 282,067	9
	Other comprehensive income (loss)					
	Components of other comprehensive income (loss) that will not be reclassified to profit or loss					
8311	Actuarial (losses) gains on defined benefit plans	6(11)	($ 2,509)	-	$ 2,369	-
8316	Unrealised gains from equity instruments measured at fair value through other comprehensive income	6(5)(16)	139,194	5	176,406	6
8349	Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	6(24)	502	-	(473)	-
	Components of other comprehensive loss that will be reclassified to profit or loss					
8361	Financial statements translation differences of foreign operations	6(16)	(3,637)	-	22,506	1
8300	**Total other comprehensive income for the year**		$ 133,550	5	$ 200,808	7
8500	**Total comprehensive income for the year**		$ 377,021	14	$ 482,875	16
	Profit attributable to:					
8610	Owners of the parent		$ 243,471	9	$ 282,067	9
	Comprehensive (loss) income attributable to:					
8710	Owners of the parent		$ 377,021	14	$ 482,875	16
	Earnings per share (in dollars)	6(25)				
9750	Basic		$	0.31	$	0.36
9850	Diluted		$	0.31	$	0.36

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

SCINOPHARM TAIWAN, LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars)

		Equity attributable to owners of the parent							
				Retained Earnings			Other Equity Interest		
	Notes	Share capital - common stock	Capital reserve	Legal reserve	Special reserve	Unappropriated earnings	Financial statements translation differences of foreign operations	Unrealised gains from financial assets measured at fair value through other comprehensive income	Total equity
Year ended December 31, 2020									
Balance at January 1, 2020		$ 7,907,392	$ 1,294,605	$ 612,600	$ 22,829	$ 490,344	($ 98,117)	$ 30,291	$ 10,259,944
Net income for the year		-	-	-	-	282,067	-	-	282,067
Other comprehensive income for the year	6(5)(16)	-	-	-	-	1,896	22,506	176,406	200,808
Total comprehensive income		-	-	-	-	283,963	22,506	176,406	482,875
Distribution of 2019 net income:									
Legal reserve		-	-	21,665	-	(21,665)	-	-	-
Special reserve		-	-	-	44,996	(44,996)	-	-	-
Cash dividends	6(15)	-	-	-	-	(213,500)	-	-	(213,500)
Employee stock option compensation cost	6(13)(14)	-	84	-	-	-	-	-	84
Disposal of equity instruments at fair value through other comprehensive income	6(5)(16)	-	-	-	-	164,129	-	(164,129)	-
Balance at December 31, 2020		$ 7,907,392	$ 1,294,689	$ 634,265	$ 67,825	$ 658,275	($ 75,611)	$ 42,568	$ 10,529,403
Year ended December 31, 2021									
Balance at January 1, 2021		$ 7,907,392	$ 1,294,689	$ 634,265	$ 67,825	$ 658,275	($ 75,611)	$ 42,568	$ 10,529,403
Net income for the year		-	-	-	-	243,471	-	-	243,471
Other comprehensive (loss) income for the year	6(5)(16)	-	-	-	-	(2,007)	(3,637)	139,194	133,550
Total comprehensive income		-	-	-	-	241,464	(3,637)	139,194	377,021
Distribution of 2020 net income:									
Legal reserve		-	-	44,809	-	(44,809)	-	-	-
Cash dividends	6(15)	-	-	-	-	(395,370)	-	-	(395,370)
Reversal of special reserve		-	-	-	(34,782)	34,782	-	-	-
Disposal of equity instruments at fair value through other comprehensive income	6(5)(16)	-	-	-	-	163,639	-	(163,639)	-
Balance at December 31, 2021		$ 7,907,392	$ 1,294,689	$ 679,074	$ 33,043	$ 657,981	($ 79,248)	$ 18,123	$ 10,511,054

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

SCINOPHARM TAIWAN, LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31 2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before tax		$ 302,286	$ 358,505
Adjustments			
Adjustments to reconcile profit (loss)			
(Gain) loss on valuation of financial assets and liabilities at fair value through profit or loss		(3,914)	5,092
(Gain on reversal of) expected credit losses	12	124	(219)
Reversal of allowance for inventory market price decline	6(4)	(17,605)	(74,840)
Provision for obsolescence of supplies		118	3,958
Depreciation of property, plant and equipment	6(6)(22)	359,786	369,189
Depreciation of right-of-use assets	6(7)(22)	14,738	14,539
Property, plant and equipment transferred to loss	6(6)(20)	-	11,900
Loss on disposal of property, plant and equipment	6(20)	266	3,157
Gain on reversal of impairment loss	6(6)(8)(20)	(1,382)	(4,282)
Amortisation	6(22)	7,008	9,469
Employee stock option compensation cost	6(13)(14)	-	84
Interest income	6(18)	(19,380)	(27,408)
Interest expense	6(21)	6,548	15,166
Changes in operating assets and liabilities			
Changes in operating assets			
Accounts receivable		26,137	204,047
Other receivables		43,840	(8,266)
Inventories		(81,361)	(47,959)
Prepayments		11,094	19,724
Changes in operating liabilities			
Contract liabilities - current		3,719	10,861
Notes payable		(1)	(180)
Accounts payable		(89,981)	58,653
Other payables		(7,430)	18,047
Advance receipts		1,740	-
Net defined benefit liabilities - non-current		(2,195)	(581)
Cash inflow generated from operations		554,155	938,656
Interest received		20,200	29,367
Income tax received		9,233	-
Interest paid		(6,548)	(15,327)
Income tax paid		(67,217)	(6,384)
Net cash flows from operating activities		509,823	946,312

(Continued)

SCINOPHARM TAIWAN, LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31 2021	2020
CASH FLOWS FROM INVESTING ACTIVITIES			
Increase in financial assets at amortised cost - current		($ 334,255)	($ 607,970)
Proceeds from disposal of financial assets at amortised cost - current		334,255	779,230
Increase in other financial assets - current		(14,658)	(34,311)
Proceeds from disposal of financial assets at fair value through other comprehensive income	6(5)	261,513	283,501
Cash paid for acquisition of property, plant and equipment	6(26)	(144,998)	(65,236)
Proceeds from disposal of property, plant and equipment		232	135
Acquisition of intangible assets		(6,893)	(3,128)
Increase in prepayments for equipment		(169,429)	(114,732)
Decrease in guarantee deposits paid		4,252	4,231
Net cash flows (used in) from investing activities		(69,981)	241,720
CASH FLOWS FROM FINANCING ACTIVITIES			
Decrease in short-term borrowings	6(27)	(9,494)	(79,420)
Repayment of the principal portion of lease liabilities	6(27)	(10,257)	(9,772)
Increase in long-term borrowings	6(27)	-	89,265
Decrease in long-term borrowings	6(27)	-	(232,695)
Increase in guarantee deposits received	6(27)	2,347	1,214
Payment of cash dividends	6(15)	(395,370)	(213,500)
Net cash flows used in financing activities		(412,774)	(444,908)
Effect of foreign exchange rate changes		(1,095)	6,846
Net increase in cash and cash equivalents		25,973	749,970
Cash and cash equivalents at beginning of year	6(1)	4,054,948	3,304,978
Cash and cash equivalents at end of year	6(1)	$ 4,080,921	$ 4,054,948

Appendix 5

ScinoPharm Taiwan, Ltd.
Earnings Distribution Plan for Fiscal Year 2021

Item	Amount (TWD)
After-tax net profit earned in 2021	$ 243,471,045
Plus: Disposal of equity instruments at fair value through other comprehensive income	163,639,526
Less: Actuarial gain(loss) presented in retained earnings	(2,007,601)
Less: Legal reserve	(40,510,297)
Less: Reversal of special reserve	(28,082,670)
Distributable profit from this period	336,510,003
Plus: Accumulated undistributed earnings from previous period	252,878,650
Total distributable earnings as of this period	589,388,653
Dividends to shareholders (Cash dividend TWD 480 on each 1,000 shares held)	(379,554,827)
Undistributed earnings as of the end of the period	$ 209,833,826

Notes:

1. In terms of earnings distribution for fiscal year 2021, priority is given to distributing the earnings posted in the given fiscal year while retained earnings from the previous fiscal year is drawn on to make up for any deficiency.
2. The actual amount of cash dividend paid to the shareholders shall be paid up to the rounded number with the fraction (if any) to be accounted as Other Income of the Company

Chairperson：Chih-Hsien Lo CEO：Li-An Lu Chief Accountant：Chih-Hui Lin

Appendix 6

ScinoPharm Taiwan, Ltd.

Proposed amendments to the Articles of Incorporation

Current Provision	Current Provision	Remark
Article 23 The Company will have fifteen (15) Directors to be elected by the Shareholders' Meeting from the shareholders with disposing capacity. Two or more of the above Directors shall be independent directors, and the total number of independent directors shall account for not less than one fifth (1/5) of the total number of directors. Directors are to be elected by the Shareholders' Meeting from among the candidates nominated. The special qualification, required shareholding, restriction on concurrent positions held, determination of impartiality, method of nomination and method of election of the independent directors and other relevant legally required matters shall be in accordance with the Company Act and the relevant laws and regulations prescribed by the competent securities authority.	**Article 23** The Company will have seventeen (17) Directors to be elected by the Shareholders' Meeting from the shareholders with disposing capacity. Two or more of the above Directors shall be independent directors, and the total number of independent directors shall account for not less than one fifth (1/5) of the total number of directors. Directors are to be elected by the Shareholders' Meeting from among the candidates nominated. The special qualification, required shareholding, restriction on concurrent positions held, determination of impartiality, method of nomination and method of election of the independent directors and other relevant legally required matters shall be in accordance with the Company Act and the relevant laws and regulations prescribed by the competent securities authority.	According to article 4 of "Taiwan Stock Exchange Corporation Directions for Compliance with the Establishment of Board of Directors by TWSE Listed Companies and the Board's Exercise of Powers," listed companies with the same person assuming chairmanship and presidency should institute at least four independent directors by Dec. 31, 2023, or at least five independent directors for those with more than 15 seats on the board of directors.
Article 41 Given the changeful industrial environment for the Company's business, in formulating earnings distribution plan, the board of directors shall take into account the Company's project for capital outlays and funding needs, as well as the use of earnings to meet the financial needs, before determining the allocation of earnings for reserved earnings or distribution, including the amount of distribution and dividend payout for shareholders in cash. In case there are earnings in the Company's annual final accounts, the earnings shall be appropriated for payment of business income tax and makeup for accumulated debts from past years. Afterwards, ten percent of the surplus, should it	**Article 41** Given the changeful industrial environment for the Company's business, in formulating earnings distribution plan, the board of directors shall take into account the Company's project for capital outlays and funding needs, as well as the use of earnings to meet the financial needs, before determining the allocation of earnings for reserved earnings or distribution, including the amount of distribution and dividend payout for shareholders in cash. In case there are earnings in the Company's annual final accounts, the earnings shall be appropriated for payment of business income tax and makeup for accumulated debts from past years. Afterwards, ten percent of the surplus, should it	According to the explanation of the Ministry of Economic Affairs (decree No. 10802432410, Jan. 9, 2020), in line with change in domestic accounting standards and article 237 of the Company Act, the company appropriates legal reserves on the basis of "combination of current after-tax net profits and other times ," a change which is included in the revision of item 2.

Current Provision	Current Provision	Remark
exist, shall be appropriated for legal reserve, unless the accumulated legal reserve has exceeded the Company's paid-in capital. The remainder, if any, can be appropriated for special reserve, with the balance to be added to the accumulated undistributed earnings from past years as accumulated distributable earnings. Dividends for shareholders shall be equivalent to 50% to 100% of the accumulated distributable earnings, with cash dividends no less than 30% of the total dividend payment of the year. The board of directors formulates the earnings distribution plan for ratification by shareholders' meeting before execution of the payout.	exist, after inclusion of other items except current after-tax net profits in retained earnings of the year shall be appropriated for legal reserve, unless the accumulated legal reserve has exceeded the Company's paid-in capital. The remainder, if any, can be appropriated for special reserve, with the balance to be added to the accumulated undistributed earnings from past years as accumulated distributable earnings. Dividends for shareholders shall be equivalent to 50% to 100% of the accumulated distributable earnings, with cash dividends no less than 30% of the total dividend payment of the year. The board of directors formulates the earnings distribution plan for ratification by shareholders' meeting before execution of the payout.	
Article 43 These Articles of Incorporation established on October 16, 1997, have been revised as follows:1st revision of March 17, 1998, 2nd revision of April 7, 1999, 3rd revision of July 21, 2000, 4th revision of December 3, 2001, 5th revision of June 13, 2002, 6th revision of March 13, 2003, 7th revision of June 30, 2003, 8th revision of June 30, 2003, 9th revision of May 14, 2004, 10th revision of June 3, 2005, 11th revision of October 3 2005, 12th revision of February 15, 2006, 13th revision of June 7, 2006, 14th revision of June 18, 2009, 15th revision of September 25, 2009, 16th revision of April 29, 2010, 17th revision of December 9, 2010, 18th revision of June 13, 2012, 19th revision of June 21, 201,3 20th revision of June 18, 2014, 21st revision of June 27, 2016, 21st revision of June 27, 2016, 22nd revision of June 27, 2018 , 23rd revision of June 27, 2019 and 24th revision of June 30,2020.	**Article 43** These Articles of Incorporation established on October 16, 1997, have been revised as follows:1st revision of March 17, 1998, 2nd revision of April 7, 1999, 3rd revision of July 21, 2000, 4th revision of December 3, 2001, 5th revision of June 13, 2002, 6th revision of March 13, 2003, 7th revision of June 30, 2003, 8th revision of June 30, 2003, 9th revision of May 14, 2004, 10th revision of June 3, 2005, 11th revision of October 3 2005, 12th revision of February 15, 2006, 13th revision of June 7, 2006, 14th revision of June 18, 2009, 15th revision of September 25, 2009, 16th revision of April 29, 2010, 17th revision of December 9, 2010, 18th revision of June 13, 2012, 19th revision of June 21, 201,3 20th revision of June 18, 2014, 21st revision of June 27, 2016, 21st revision of June 27, 2016, 22nd revision of June 27, 2018 , 23rd revision of June 27, 2019 , 24th revision of June 30,2020 and 25th revision of May 30, 2022.	Revision dates have been added.

Appendix 7

ScinoPharm Taiwan, Ltd.

Proposed amendments to the Operational Procedures for Loaning of Company Fund

Current Provision	Revision Proposed	Remark
Article 2 Qualified loaning targets 1. According to article 15 of the Company Act, the company cannot provide loans to shareholders or any party, except the following conditions: (1) Where an inter-company or inter-firm business transaction calls for a loan arrangement; (2) Where an inter-company or inter-firm short-term financing facility is necessary, provided that such financing amount shall not exceed 40 percent of the lender's net worth. 2-3 (omitted) 4. Loaning for foreign companies 100%-owned by the company, either directly or indirectly and in terms of voting rights, is exempt from the restriction of item 1-(2) but is subject to the regulations of related operating procedure, in terms of quota and term.	Article 2 Qualified loaning targets 1. According to article 15 of the Company Act, the company cannot provide loans to shareholders or any party, except the following conditions: (1) Where an inter-company or inter-firm business transaction calls for a loan arrangement; (2) Where an inter-company or inter-firm short-term financing facility is necessary, provided that such financing amount shall not exceed 40 percent of the lender's net worth. 2-3 (omitted) 4. Loaning for foreign companies 100%-owned by the company, either directly or indirectly and in terms of voting rights or loaning by foreign companies 100%-owned by the company, either directly or indirectly and in terms of voting rights, for the company is exempt from the restriction of item 1-(2) but is subject to the regulations of related operating procedures, in terms of total amount, individual quota, and term.	Revision of Item 4 in line with the relaxation of restrictions by competent authority, in consideration of flexibility for business group in maneuvering of own funds and exclusion of such foreign companies from the application of article 15, the Company Act.
Article 6 Loaning arrangement and review procedure 1. (omitted) 2. Credit check (1) For first-time borrowers, the financial department should conduct credit check according to their basic data and financial data. (2)-(3) (omitted) (4) Credit check can be skipped for loaning to the company's 100%-owned, either directly or indirectly, subsidiaries. 3. Review and evaluation (1) Omitted (2) For loaning related to business dealings, propriety of loaning amount relative to business-dealing amount must be evaluated. If short-	Article 6 Loaning arrangement and review procedure 1. (omitted) 2. Credit check (1) For first-time borrowers, the financial department should conduct credit check according to their basic data and financial data. (2)-(3) (omitted) (4) Credit check can be skipped for loaning to the company's 100%-owned, either directly or indirectly, subsidiaries. 3. Review and evaluation (1) Omitted (2) For loaning related to business dealings, propriety of loaning amount relative to business-dealing amount must be evaluated. If short-	1. Revision of some wording in item 2-(1) and 2-(4), Item 3-(2), and item 7-(2) for clarification of meaning 2. Revision of some wording of item3-(5), as the company has instituted independent directors.

Current Provision	Revision Proposed	Remark
term accommodation is necessary, list reasons for the loaning and status. After careful review by financial staffers in charge according to the operating procedure, related data and proposed loaning conditions should be reported to superiors in authority order before final submission to the board of directors for resolution, avoiding delegation of authority to others. (3)-(4) (omitted) (5) If the company has instituted independent directors, their opinions should be taken into account fully upon loaning funds to others and their agreement or contrary opinions, as well as reasons for the latter put in the minutes of the board o f directors. 4-6 (omitted) 7. Record and custody (1) (omitted) (2) After delivery of loans, the staffers in charge should put related documents into a storage bag, including debt-claim certifications, such as promissory notes and receipts, collateral certificates, insurance policies, and correspondence, with specifications of contents and customer names on the cover, before submission to financial chief for inspection and being sealed, followed by signature or chop of both parties on registry and placement for custody.	term accommodation is necessary, list reasons for the loaning and status. After careful review by financial department staffers in charge according to the operating procedure, related data and proposed loaning conditions should be reported to superiors in authority order before final submission to the board of directors for resolution and then implementation, avoiding delegation of authority to others. (3)-(4) (omitted) (5) When loaning funds to others, independent directors' opinions should be taken into account fully and their contrary or reserved opinions, if any, should be stated in the minutes of the board of directors. 4-6 (omitted) 7. Record and custody (1) (omitted) (2) After delivery of loans, the staffers in charge should put related documents into a storage bag, including debt-claim certifications, such as promissory notes and receipts, collateral certificates, insurance policies, and correspondence, with specifications of contents and customer names on the cover, before submission to financial department chief for inspection and being sealed, followed by signature or chop of both parties on registry and placement for custody.	
Article 8 Information disclosure The Company should disclose its information according to regulations, after public share offering. 1. Filing of report on the outstanding amount of loans extended by the company and subsidiaries in the previous month by the 10th of every month. 2. The company should file report within two days from the day of the occurrence of event when its loaning amount meets one of the following criteria:	Article 8 Information disclosure 1. The company should file report on the outstanding amount of loans extended by the company and subsidiaries in the previous month by the 10th of every month. 2. The company should file report within two days from the day of the occurrence of event when its loaning amount meets one of the following criteria: (1) Outstanding amount of loans extended by the company and subsidiaries to others exceeds 20% of the company's net worth in the	Revision of wording according to practical situation for clarification of meaning

Current Provision	Revision Proposed	Remark
(1) Outstanding amount of loans extended by the company and subsidiaries to others exceeds 20% of the company's net worth in the latest financial statement. (2) Outstanding amount of loans extended by the company and subsidiaries to a single enterprise exceeds 10% of the company's net worth in the latest financial statement (3) New loan extended by the company and subsidiaries exceeds NT$10 million or 2% of the company's net worth in the latest financial statement. 3-4 (omitted)	latest financial statement. (2) Outstanding amount of loans extended by the company and subsidiaries to a single enterprise exceeds 10% of the company's net worth in the latest financial statement (3) New loan extended by the company and subsidiaries exceeds NT$10 million or 2% of the company's net worth in the latest financial statement. 3-4 (omitted)	
Article 9 Notices for loaning funds to others 1. In-house auditors should audit compliance with the operating procedure in extending loans to others and its implementation at least once a quarter and put the results on record, while notifying supervisors in written form, should there be major breach of regulations. 2. If the company extends loans to unqualified parties or exceeds the quota set in the operating procedure, due to change in situation, it should formulate improvement plan for submission to supervisors and implement the plan according its timeline.	Article 9 Notices for loaning funds to others 1. In-house auditors should audit compliance with the operating procedure in extending loans to others and its implementation at least once a quarter and put the results on record. Report major breach of regulations, if any, notifying independent directors. 2. If the company extends loans to unqualified parties or exceeds the quota set in the operating procedure, due to change in situation, it should formulate improvement plan for submission to the Audit Committee and implement the plan according its timeline.	Revision of some wording, as the company has instituted independent directors and Audit Committee.
Article 10 Control procedure for loaning of funds by subsidiaries to others 1-3 (omitted) 4. When auditing subsidiaries, the company's auditors should understand, at the same time, their compliance with the operating procedure in extending loans to others and track their improvement of breach of regulations, if any, while reporting the tracking result to the president.	Article 10 Control procedure for loaning of funds by subsidiaries to others 1-3 (omitted) 4. When auditing subsidiaries, the company's auditors should understand, at the same time, their compliance with the operating procedure in extending loans to others and track their improvement of breach of regulations, if any, while reporting the tracking result to the chairman before delivery to independent directors.	Revision of item 4 according to "Regulations Governing Establishment of Internal Control Systems by Public Companies," calling for delivery of tracking report to independent directors or notification of them, and the company's practical situation.

Current Provision	Revision Proposed	Remark
Article 12 Other explanatory items 1-3 (omitted) 4. The day of the occurrence of event mentioned in the procedure refers to the day of transaction-contract signing, payment day, day of board of directors' resolution, or another day of the settlement of transaction target and amount, whichever is the earliest.	Article 12 Other explanatory items 1-3 (omitted) 4. The day of the occurrence of event mentioned in the procedure refers to the day of transaction-contract signing, payment day, day of board of directors' resolution, or another day of the settlement of loaning target and amount, whichever is the earliest.	Revision of item 4, as loaning of funds to others is not transaction in nature.
Article 13 Applicability of the authority of the Audit Committee The procedure's stipulation on supervisors is applicable to Audit Committee.	(deletion)	Deletion, as the company had set up Audit Committee, in place of the regime of supervisors
Article 14 Enforcement and revision 1. The company should formulate the operating procedure for loaning of funds to others, to be approved by the board of directors, followed by submission to supervisors and shareholders' meeting for agreement, in addition to submission of contrary opinions of directors on record or in written statement to supervisors and shareholders' meeting for discussion, a process also applicable to the revision of the operating procedure. 2. Following institution of independent directors, the aforementioned operating procedure for loaning of funds to others should take in account independent directors' opinions fully during discussion by the board of directors and their agreement or contrary opinions, as well as reasons for the latter, should be put in the minutes of the board of directors. 3. In the future, if the company decides not to extend loans to others, it can be exempt from formulating the operating procedure following approval of the board of directors but has to follow the stipulations of the previous two items, should it decide to extend loans later on.	Article 13 Formulation of operating procedure 1. Formulation or revision of the operating procedure needs agreement of over half of the Audit Committee's members and approval of the board of director, before submission to shareholders' meeting for ratification and contrary opinions of directors on record or in written statement, if any, should be submitted to shareholders' meeting for discussion. 2. If failing to win the agreement of over half of all the auditing-committee members, the aforementioned item can be implemented with agreement of over two thirds of all the directors, with the resolution of the Audit Committee to be stated in the minutes of the board of directors. 3. All the audit-committee members mentioned in item 1 and all the directors mentioned in the previous item refer to incumbent ones. 4. When discussing the operating procedure, the board of directors should take into account independent directors' opinions fully, stating their contrary or reserved opinions, if any, in the minutes.	1. Adjustment of article number and the article's heading 2. According to article 14-(5) of the Securities and Exchange Act stipulating that the Audit Committee is in charge of the formulation or revision of the procedure of loaning funds to others which is a major financial operation, revise item 1 and add items 2and 3. 3. Revision of some wording of original item 2 and change its number to item 4, as the company has instituted independent directors. 4. Delete original item 3, as the company has been able to loan funds to others, following the formulation of the operating procedure.

Appendix 8

ScinoPharm Taiwan, Ltd.
Proposed amendments to the Operational Procedures for Endorsements and Guarantees of the Company

Current Provision	Revision Proposed	Remark
Article 4 Endorsement and guarantee quota 1-2 (omitted) 3. Total amount of external endorsement and guarantee by the company and subsidiaries cannot exceed the company's net worth in its latest financial statement for 50% of the net worth for a single enterprise; except 100%-owned subsidiaries of the company, in terms of voting rights. 4-5 (omitted)	Article 4 Endorsement and guarantee quota 1-2 (omitted) 3. Total amount of external endorsement and guarantee by the company and subsidiaries cannot exceed the company's net worth in its latest financial statement for 50% of the net worth for a single enterprise, except 100%-owned subsidiaries of the company, in terms of voting rights. 4-5 (omitted)	Revision of some wording and punctuation marks
Article 5 Decision making and authorization level 1-2 (omitted) 3. In case, the company has instituted independent directors, their opinions should be taken into account fully in the extension of endorsement/guarantee to others and the agreement or disagreement of individual independent directors, as well reasons in the latter case, should be put into the minutes of the board of directors. 4. (omitted)	Article 5 Decision making and authorization level 1-2 (omitted) 3. The company should take into account the opinions independent directors fully in the extension of endorsement/guarantee to others and the contrary opinions or reservation of individual independent directors should be stated the minutes of the board of directors. 4. (omitted)	The company has instituted independent directors， Revision of the items 3 of the article according to the Regulations.
Article 8 Information disclosure The company should disclose its information according to regulations, after public share offering. 1. Filing of report on the outstanding amount of endorsement and guarantee by the company and subsidiaries in the previous month by the 10th of every month. 2. The company should file report within two days from the day of the occurrence of event when its guarantee and endorsement amount meets one of the following criteria: (1)-(2) (omitted) (3). Outstanding amount of guarantee and endorsement extended by the company and subsidiaries for a single enterprise	Article 8 Information disclosure 1. The company should publicize and file report on the outstanding amount of endorsement and guarantee by the company and subsidiaries in the previous month by the 10th of every month. 2. The company should file report within two days from the day of the occurrence of event when its guarantee and endorsement amount meets one of the following criteria: (1)-(2) (omitted) (3). Outstanding amount of guarantee and endorsement extended by the company and subsidiaries for a single enterprise reaches NT$10 million or more, which, plus the company's equity method-based investment book value and outstanding loan	1. Revision according to practical situation. 2. Revision of the article's item 2-(3) according to the "Regulations Governing the Preparation of Financial Reports by Securities Issuers" and regulations of the competent authority, in order to give long-term investments a clear definition.

Current Provision	Revision Proposed	Remark
reaches NT$10 million or more, which, plus the company's long-term investments and outstanding loan extension for the enterprise, exceed 30% of the company's net worth in the latest financial statement (4) (omitted) 3-4 (omitted)	extension for the enterprise, exceed 30% of the company's net worth in the latest financial statement (4) (omitted) 3-4 (omitted)	
Article 9 Notices for other endorsements and guarantees 1. In-house auditors should audit compliance of extension of endorsement and guarantee with the operating procedure and put the results on record, while notifying supervisors in written form, should there be major breach of regulations. 2. If the company has to exceed the quota set in the operating procedure of endorsement and guarantee, due to business need, plus conformance to the conditions set in the procedure, it can do so with approval of the board of directors and joint guarantee by over half of the directors for possible loss, to be followed by revision of the operating procedure of endorsement and guarantee for ratification by shareholders' meeting. Should shareholders' meeting disagree with the revision, the excess portion should be removed by a specific deadline. Should the company has instituted independent directors, their opinions should have taken into account fully, when the board of directors discusses the aforementioned motion, and their opinions, either in agreement or disagreement, plus reasons for the latter, should put in the minutes of the board of directors. 3. Should company violate the operating procedure of endorsement and guarantee, in terms of its regulations or quota restriction, due to change in situation, it should formulate improvement plan for submission to supervisors and improve the breach according the plan until it is rectified. 4. Should the company or	Article 9 Notices for other endorsements and guarantees 1. In-house auditors should audit compliance of extension of endorsement and guarantee with the operating procedure and report major breach of regulations, should it exist, while notifying independent directors. 2. If the company has to exceed the quota set in the operating procedure of endorsement and guarantee, due to business need, plus conformance to the conditions set in the operating procedure, it can do so with approval of the board of directors and joint guarantee by over half of the directors for possible loss, to be followed by revision of the operating procedure of endorsement and guarantee for ratification by shareholders' meeting. Should shareholders' meeting disagree with the revision, the excess portion should be removed by a specific deadline. When discussing the aforementioned motion, the board of directors should take into account independent directors' opinions fully and state their contrary or reserved opinions, if any, in the minutes. 3. Should the company violate the operating procedure of endorsement and guarantee, in terms of its regulations or quota restriction, due to change in situation, it should formulate improvement plan for submission to the Audit Committee and improve the breach according the plan until it is rectified. 4. Should the company or subsidiaries extend endorsement or guarantee to a subsidiary with net worth less than half of its paid-in	Revision due to the institution of independent directors and Audit Committee by the company.

Current Provision	Revision Proposed	Remark
subsidiaries extend endorsement or guarantee to a subsidiary with net worth less than half of its paid-in capital, in review and evaluation according to article 6, the company's in-house auditors should audit compliance of extension of endorsement and guarantee with the operating procedure at least once a quarter and put the results on record, while notifying supervisors in written form, should there be major breach of regulations. In case the subsidiary's stock has no face value or has face value other than NT$10, the aforementioned paid-in capital should be calculated via addition of share capital and capital reserves minus issue premium.	capital, in review and evaluation according to article 6, the company's in-house auditors should audit compliance of extension of endorsement and guarantee with the operating procedure at least once a quarter and report major breach of regulations immediately, if any, while notifying independent directors. In case the subsidiary's stock has no face value or has face value other than NT$10, the aforementioned paid-in capital should be calculated via addition of share capital and capital reserves minus issue premium.	
Article 10 Control procedure for extension of endorsement and guarantee to subsidiaries 1-3 (omitted) 4. When auditing subsidiaries, the company's auditors should understand, at the same time, their compliance with the operating procedure in extending endorsement and guarantee to others and track their improvement of breach of regulations, if any, while reporting the tracking result to the president.	Article 10 Control procedure for extension of endorsement and guarantee to subsidiaries 1-3 (omitted) 4. When auditing subsidiaries, the company's auditors should understand, at the same time, their compliance with the operating procedure in extending endorsement and guarantee to others and track their improvement of breach of regulations, if any, while reporting the tracking result to the chairman and then delivering it to independent directors.	Revision according to article 15 of the "Regulations Governing Establishment of Internal Control Systems by Public Companies", to report the tracking result to the independent directors and consideration of the company's practical situation
Article 12 Other explanatory items 1-3 (Omitted) 4. The day of the occurrence of event mentioned in the procedure refers to the day of transaction contract signing, payment day, day of board of directors' resolution, or other day of the settlement of transaction target and amount, whichever is the earliest.	Article 12 Other explanatory items 1-3 (omitted) 4. The day of the occurrence of event mentioned in the procedure refers to the day of transaction-contract signing, payment day, day of board of directors' resolution, or other day of the settlement of endorsement and guarantee target and amount, whichever is the earliest.	Revision of item 4, as endorsement and guarantee is not transaction in nature.
Article 13 Applicability of the authority of the Audit Committee The procedure's stipulation on supervisors is applicable to Audit Committee	(deletion)	Deletion, as the company's has set up Audit Committee, in place of the regime of supervisors
Article 14 Enforcement and revision 1. The company should formulate the operating procedure for extension of endorsement and guarantee to others, to be approved by the board of directors,	Article 13 Formulation of operating procedure 1. Formulation or revision of the operating procedure needs agreement of over half of the Audit Committee's members and	1. Adjustment of article number and the article's heading 2. According to article 14-(5) of the Securities and Exchange Act

Current Provision	Revision Proposed	Remark
followed by submission to supervisors and shareholders' meeting for agreement, in addition to submission of contrary opinions of directors on record or in written statement to supervisors and shareholders' meeting for discussion, a process also applicable to the revision of the operating procedure. 2. Following institution of independent directors, the aforementioned operating procedure for endorsement and guarantee should take in account independent directors' opinions fully during discussion by the board of directors and their agreement or contrary opinions, as well as reasons for the latter, should be put in the minutes of the board of directors. 3. In the future, if the company decides not to extend endorsement or guarantee to others, it can be exempt from formulating the operating procedure following approval of the board of directors but has to follow the stipulations of the previous two items, should it decide to extend endorsement and guarantee later on.	approval of the board of director, before submission to shareholders' meeting for ratification and contrary opinions of directors on record or in written statement, if any, should be submitted to shareholders' meeting for discussion. 2. If failing to win the agreement of over half of all the auditing-committee members, the aforementioned item can be implemented with agreement of over two thirds of all the directors, with the resolution of the Audit Committee to be put in the minutes of the board of directors. 3. All the auditing-committee members mentioned in item 1 and all the directors mentioned in the previous item refer to incumbent ones. 4. When discussing the operating procedure, the board of directors should take into account independent directors' opinions fully, stating their contrary or reserved opinions, if any, in the minutes.	stipulating that the Audit Committee is in charge of the formulation or revision of the procedure of extending endorsement or guarantee to others which is a major financial operation, revise item 1 and add items 2 and 3. 3. Revision of some wording of original item 2 and change its number to item 4, as the company has instituted independent directors. 4. Delete original item 3, as the company has been able to extend endorsement and guarantee to others, following the formulation of the operating procedure.

Appendix 9

ScinoPharm Taiwan, Ltd.

Proposed Revision of Operational Procedures for Acquisition and Disposal of Assets

Current Provision	Revision Proposed	Remarks
Article 4 Procedure of Evaluation and Operation 1. Long and short-term investments in securities: (1). (Omitted.) (2). For the purpose of acquiring or disposing of securities, the Company shall prior to the date of occurrence of the event obtain the most recent financial statements certified or audited by the certified public accountant (hereinafter "CPA") to conduct evaluation of the transaction price proposed. Where the transaction value amounts to 20% or more of the total paid-in capital of the Company or TWD300 million, the Company shall prior to the date of occurrence of the event seek the CPA's expressed opinion on the acceptability of the transaction price proposed, in which case, the CPA shall act in accordance with Auditing Standards No. 20 issued by the Accounting Research And Development Foundation (hereinafter "ARDF") except where the quoted price of the securities to be transacted can activate the market or the securities should be governed by other regulations (if any) issued by the FSC. (3). (Omitted) 2.~4.(Omitted) 5. Except where the transaction being proposed is one with a government agency, for the purpose of acquiring or disposing of memberships or intangible assets, where the transaction value amounts to 20% or more of the total paid-in capital of the Company or TWD300 million, the Company shall prior to the date of occurrence of the event seek the CPA's expressed opinion on the acceptability of the transaction price proposed, in which case, the CPA shall act in accordance with the Auditing Standards No. 20 issued by the Accounting Research and Development Foundation. 6.~7. (Omitted.)	**Article 4 Procedure of Evaluation and Operation** 1. Long and short-term investments in securities: (1). (Omitted.) (2). For the purpose of acquiring or disposing of securities, the Company shall prior to the date of occurrence of the event obtain the most recent financial statements certified or audited by the certified public accountant (hereinafter "CPA") to conduct evaluation of the transaction price proposed. Where the transaction value amounts to 20% or more of the total paid-in capital of the Company or TWD300 million, the Company shall prior to the date of occurrence of the event seek the CPA's expressed opinion on the acceptability of the transaction price proposed except where the quoted price of the securities to be transacted can activate the market or the securities should be governed by other regulations (if any) issued by the FSC. (3). (Omitted) (2)~(4)(Omitted) 5. Except where the transaction being proposed is one with a government agency, for the purpose of acquiring or disposing of memberships or intangible assets, where the transaction value amounts to 20% or more of the total paid-in capital of the Company or TWD300 million, the Company shall prior to the date of occurrence of the event seek the CPA's expressed opinion on the acceptability of the transaction price proposed. 6.~7. (Omitted.) 8. Transaction value calculation in the article's item 1.2 ,5 and article 6 should be conducted according to the stipulation of article 10, item 2. The so-called "within one year" refers to one year prior to the transaction day. Appraisal report and opinions produced by appraisers and certified public accountants according to the	1. Remove some wordings in item 1-2 and item 5, due to requirement for external experts to abide the self-discipline norm set by industry associations when providing opinions, an addition to article 13 of the handling procedure which already covers the original mandatory procedure for provision of opinions by certified public accountants. 2. Revision of related stipulations

Current Provision	Revision Proposed	Remarks
8. Transaction value calculation in the article's item 1 and 5 and article 6 should be conducted according to the stipulation of article 10, item 2. The so-called "within one year" refers to one year prior to the transaction day. Appraisal report and opinions produced by appraisers and certified public accountants according to the handling procedure can be exempt from the stipulation.	handling procedure can be exempt from the stipulation.	
Article 6 Procedure for appraisal of assets For acquisition or disposal of real estate, equipment, or right-of-use assets, except cases of transaction with domestic government agencies, commissioned construction on own land, commissioned construction on leased land, or acquisition or disposal of business-related equipment or right-of-use assets, appraisal report by professionals shall be secured beforehand for cases with transaction value exceeding 20% of the Company's paid-in capital or NT$300 million, on top of compliance with the following regulations: 1.~2.(Omitted) 3. Certified public accountant should be engaged to offer opinions on reasons and propriety of transaction prices for appraisal results by professional appraisers with one of the following conditions, <u>according to Auditing Criteria No. 20, set by the Accounting Research and Development Foundation,</u> unless appraisal results are higher transaction value or appraisal results for assets are lower than transaction value: (1). difference of 20% or more between appraisal result and transaction value; (2). difference of 10% or more between appraisal results by two or more professional appraisers and transaction value. 4.(Omitted)	**Article 6 Procedure for appraisal of assets** For acquisition or disposal of real estate, equipment, or right-of-use assets, except cases of transaction with domestic government agencies, commissioned construction on own land, commissioned construction on leased land, or acquisition or disposal of business-related equipment or right-of-use assets, appraisal report by professionals shall be secured beforehand for cases with transaction value exceeding 20% of the Company's paid-in capital or NT$300 million, on top of compliance with the following regulations: 1.~2.(Omitted) 3. Certified public accountant should be engaged to offer opinions on reasons and propriety of transaction prices for appraisal results by professional appraisers with one of the following conditions unless appraisal results are higher transaction value or appraisal results for assets are lower than transaction value: (1). difference of 20% or more between appraisal result and transaction value; (2). difference of 10% or more between appraisal results by two or more professional appraisers and transaction value. 4.(Omitted)	Remove some wordings in item 3, due to requirement for external experts to abide the self-discipline norm set by industry associations when providing opinions, an addition to article 13 of the handling procedure which already covers the original mandatory procedure for provision of opinions by certified public accountants.
Article 7 Trading with stakeholders 1. Basis for evaluation and identification Acquisition or disposal of assets between the company and related parties should be carried out according to <u>article 6,</u> article 4 item 1-2, item 5, and item 6, and the article, in terms of resolution procedure and	**Article 7 Trading with stakeholders** 1. basis for evaluation and identification Acquisition or disposal of assets between the company and related parties should be carried out according to article 4 item 1-2, item 5, item 6, and<u> item 8, </u><u>article 6, </u>and the article, in terms of resolution	1. In order to intensify management of transactions between related parties, the competent authority has instituted new

Current Provision	Revision Proposed	Remarks
evaluation of the reasonableness of transaction conditions. In addition, for transactions with values exceeding 10% or more of the company's total assets, appraisal report by professional appraisers or opinions of certified public accountants should be obtained, according to article 6, article 4 item 1-2, item 5, and item 6. Calculation of transaction value in the previous item should be conducted according to article 4 item 8. Related parties are identified according the definition of article 3 item 1-3 of the handling procedure, taking into account not only legal form but also substantive relationship. 2. Procedure for resolution Except trading in domestic government bonds, bonds with repurchase or reverse repurchase agreement, subscription to or redemption of money funds issued by domestic investment trust companies, for transactions with stakeholders, including acquisition or disposal of real estate or right-of-use assets or acquisition or disposal of non-realty assets with value reaching 20% of the Company's paid-in capital, 10% of total assets, or NT$300 million or higher, the unit for executing the deals should submit the following data to the Audit committee for endorsement and board of directors for approval and to supervisors for acknowledgment before signing trading contract and making payment: (1). Purpose, necessity, and expected benefits of the acquisition and disposal of assets. (2). Reasons for selecting related parties as transaction targets. (3). For acquisition of real estate or right-of-use assets from stakeholders, provide related data on evaluation of the reasonableness of the planned trading conditions, according to item 3 and 4 of the article. (4). Issues concerning the dates, prices, and transaction target for original acquisitions by related parties and their relationship with the company. (5). Monthly cash outflow and inflow in the coming one year after the month of contract signing and evaluation of the reasonableness of	procedure and evaluation of the reasonableness of transaction conditions. In addition, for transactions with values exceeding 10% or more of the company's total assets, appraisal report by professional appraisers or opinions of certified public accountants should be obtained, according to article 4 item 1-2, item 5, item 6, and item 8 and article 6. Calculation of transaction value in the previous item should be conducted according to article 4 item 8. In Judging whether transaction targets are related parties, take into account not only legal form but also substantive relationship. 2. Procedure for resolution Except trading in domestic government bonds, bonds with repurchase or reverse repurchase agreement, subscription to or redemption of money funds issued by domestic investment trust companies, for transactions with stakeholders, including acquisition or disposal of real estate or right-of-use assets or acquisition or disposal of non-realty assets with value reaching 20% of the Company's paid-in capital, 10% of total assets, or NT$300 million or higher, the unit for executing the deals should submit the following data to the Audit committee for endorsement and board of directors for approval and to supervisors for acknowledgment before signing trading contract and making payment: (1). Purpose, necessity, and expected benefits of the acquisition and disposal of assets. (2). Reasons for selecting related parties as transaction targets. (3). For acquisition of real estate or right-of-use assets from stakeholders, provide related data on evaluation of the reasonableness of the planned trading conditions, according to item 3 and 4 of the article. (4). Issues concerning the dates, prices, and transaction target for original acquisitions by related parties and their relationship with the company. (5). Monthly cash outflow and inflow in the coming one year after the month of contract signing and evaluation of the reasonableness of	regulation calling for agreement by shareholders' meeting for acquisition or disposal of major assets transactions between public companies or subsidiaries which are not domestic public companies and related parties. Such transactions between public company, parent company, and subsidiary, as well as between subsidiaries, are exempt from the regulation. Item 2-5 is added to contain the new regulation. 2. Revision of original item 2-(2) to 2-(6) for legal compliance. 3. Revision of original item 2-(5) and 2-(6) and revision of item 2-5 for applicability of item 6-(3) and item 6-(4) of article 13.

Current Provision	Revision Proposed	Remarks
transaction, in terms of necessity and fund utilization. (6). obtaining of appraisal reports by professional appraisers or opinions of certified public accountants according to aforementioned stipulation. (7). Restrictive conditions and other major agreed items for the transaction. The previous stipulation that transaction value should calculated according to article 10 item 2, with the so-called "within one year" referring to one year prior to the transaction day can be removed, as it has been approved by the board of directors following agreement of the Audit Committee. For engagement in following transactions valued at NT$300 million or less between the company, parent company, or subsidiary, or between wholly-owned subsidiaries, in terms of issued shares or total paid-in capital, the board of directors can authorize chairman to make decision before submitting it to the most recent session of the board of directors for acknowledgement: (1). acquisition or disposal of equipment for business usage for the usage right of assets; (2). acquisition or disposal of realty usage right for business use. When discussing the aforementioned regulation, the board of directors should take into account independent directors' opinions fully and the latter's opposition or reserved opinions, if any, should be put into the minutes of the board. The aforementioned items which need submission to the Audit Committee should obtain agreement of half or more of all the auditing-committee members before being sent to the board of directors for resolution. Otherwise, it needs the agreement of two thirds or more of the agreement of all the directors and the resolution of the Audit Committee should be put in the minutes of the board of directors. All the auditing-committee members and all the directors as previous mentioned refer to incumbent ones. 3.～5(Omitted)	transaction, in terms of necessity and fund utilization. (6). obtaining of appraisal reports by professional appraisers or opinions of certified public accountants according to aforementioned stipulation. (7). Restrictive conditions and other major agreed items for the transaction. For engagement in following transactions valued at NT$300 million or less between the company, parent company, or subsidiary, or between wholly-owned subsidiaries, in terms of issued shares or total paid-in capital, the board of directors can authorize chairman to make decision before submitting it to the most recent session of the board of directors for acknowledgement: (1). acquisition or disposal of equipment for business usage for the usage right of assets; (2). acquisition or disposal of realty usage right for business use. When discussing issues needing submission to the board of directors according to item 2-1 of the article, the board should take into account independent directors' opinions fully and the latter's opposition or reserved opinions, if any, should be put in the minutes of the board. The aforementioned items which need submission to the Audit Committee according to item 2-1 of the article should obtain agreement of half or more of all the auditing-committee members before being sent to the board of directors for resolution. For such case, regulations of item 3-(3) and 3-(4) of article 13 are applicable. For engagement in transactions mentioned in item 2-1 of the article by the company or subsidiaries which are a private company with value amounting to 10% or more of the company's total assets, the company should submit the data listed in item 2 of the article to shareholders' meeting for their approval before signing transaction contracts and making payment. Transactions between the company and parent company or subsidiaries or between subsidiaries, however, are exempt from the regulation. Transaction value mentioned in item-	

Current Provision	Revision Proposed	Remarks
	<u>2-1 and the previous one of the article should be calculated according to item 2 of article 10 and the so-called "within one year" refers to one year prior to the date of the transaction. The stipulation is removed, since it has been passed by shareholders' meeting, Audit Committee, and the board of directors.</u> 3.～5.(Omitted)	
Article 10 Publication of declaration procedure 1. For acquisition or disposal of assets with the following situations, the Company shall publicize declaration for related information, with required format and contents according to its nature, on the website designated by the Financial Supervisory Commission within two days from the date for the occurrence of the move: (1).~(5).(Omitted) 6. Trading in assets or investment in mainland China except item-5 cases with value exceeding 20% of the Company's paid-in capital or NT$300 million, except the following conditions: 1). Trading in domestic government bonds. <u>2). Trading by professional investors in securities at domestic or overseas exchanges or business sites of securities firms, or common corporate bonds floated on the domestic primary market or common financial bounds without share right.</u> <u>(3)</u> Trading in bonds with repurchase agreement or reverse repurchase agreement and subscription to or redemption of money funds issued by domestic securities investment companies. 2.～5.(Omitted)	**Article 10 Publication of declaration procedure** 1. For acquisition or disposal of assets with the following situations, the Company shall publicize declaration for related information, with required format and contents according to its nature, on the website designated by the Financial Supervisory Commission within two days from the date for the occurrence of the move: (1)~(5).(Omitted) (6). Trading in assets or investment in mainland China except item-5 cases with value exceeding 20% of the Company's paid-in capital or NT$300 million, except the following conditions: 1). Trading in domestic government bonds <u>or foreign government bonds with sovereign rating not lower than that of Taiwan</u>. <u>2).</u> Trading in bonds with repurchase agreement or reverse repurchase agreement and subscription to or redemption of money funds issued by domestic securities investment companies. 2.~5.(Omitted)	1. Revision of item 1-(6).1) due to exemption of the need for declaration and reporting for engagement by public companies in transaction of foreign government bonds with sovereign rating not lower than that of Taiwan. 2. Remove item 1-(6).2), as the company is not a professional investor, according to legal definition, and advance item 1-(6).3).
Article 13 Other important items 1. For acquisition or disposal of assets, the company should keep related contracts, minutes, memorandum books, appraisal reports, and written opinions of certified public accounts, lawyers, or securities underwriters for at least five years. 2. For acquisition by the Company of appraisal report or opinions of certified public accountants, attorneys at law, securities underwriters, such professional appraisers, certified public accountants, attorneys at law, or securities underwriters have to	**Article 13 Other important items** 1. For acquisition or disposal of assets, the company should keep related contracts, minutes, memorandum books, appraisal reports, and written opinions of certified public accounts, lawyers, or securities underwriters for at least five years. 2. For acquisition by the Company of appraisal report or opinions of certified public accountants, attorneys at law, securities underwriters, such professional appraisers, certified public accountants, attorneys at law, or securities underwriters have to	Given setup of related norms on related businesses by external experts' professional associations and inclusion of execution procedure for production of written opinions by professional appraisers,

Current Provision	Revision Proposed	Remarks
conform to the following regulations: (1). without sentence to over one year of imprisonment, for violation of the Securities and Exchange Act, the Company Act, the Banking Law, the Insurance Law, the Financial Holding Company Act, and the Business Entity Accounting Act, or the crimes of fraud, breach of trust, misappropriation, forgery, and other business-related crimes, unless the sentence has been served fully, or probation period has ended, or it has exceeded three years after amnesty. (2). not a stakeholder or a stakeholder in essence of the trading party. (3). in case more than two appraisal reports from different professional appraisers are required, the appraisers cannot have the relationship of stakeholders or stakeholders in essence. 3.～5.(Omitted)	conform to the following regulations: (1). without sentence to over one year of imprisonment, for violation of the Securities and Exchange Act, the Company Act, the Banking Law, the Insurance Law, the Financial Holding Company Act, and the Business Entity Accounting Act, or the crimes of fraud, breach of trust, misappropriation, forgery, and other business-related crimes, unless the sentence has been served fully, or probation period has ended, or it has exceeded three years after amnesty. (2). not a stakeholder or a stakeholder in essence of the trading party. (3). in case more than two appraisal reports from different professional appraisers are required, the appraisers cannot have the relationship of stakeholders or stakeholders in essence. When producing the appraisal reports or written opinions, the aforementioned persons show abide by the following guidelines, in addition to self-discipline norms of their professional associations: a. careful self-assessment of their expertise, experience, and independence beforehand; b. complete planning and execution according to a proper operating flow in the formation of conclusions, thereby producing reports or written opinions, and entry of execution procedure, data connection, and conclusions in work paper; c. assessment of the propriety and reasonableness of data sources, parameters, and information in use as basis for producing appraisal report and written opinions; d. inclusion in declamation expertise and independence of related persons and propriety and reasonableness of information in use, and legal compliance. 3.～5. (Omitted)	certified public accountants, and securities underwriters, add item 2, to specify procedure for compliance by external experts and items they should handle.
Article 14 Formulation and revision The handling procedure was approved by shareholders' meeting on Sept. 25, 2009, with revisions passed by shareholders' meeting on June 13, 2012, June 21, 2013, June 16, 2014, June 27, 2017, and June 27, 2019.	**Article 14 Formulation and revision** The handling procedure was approved by shareholders' meeting on Sept. 25, 2009, with revisions passed by shareholders' meeting on June 13, 2012, June 21, 2013, June 16, 2014, June 27, 2017, and June 27, 2019 and May 30, 2022.	Addition of revision date

Appendix 10

Details of the Duties subject to releasing Directors (including Independent Directors) and their representatives (current term) from Non-competition

Name	Current Position with Other Company
Uni-President Enterprises Corp. Representative Chih-Hsien Lo	**Chairman of：** Uni-President Enterprises Corp., President Natural Industrial Corp., Ton Yi Industrial Corp., Ttet Union Corporation, Prince Housing & Development Corp., President Packaging Industrial Corp., Woongjin Foods Co., Ltd., Daeyoung Foods Co., Ltd., President International Development Corp., Uni-President China Holdings Ltd., Changjiagang President Nisshin Food Co., Ltd., Uni-President (Philippines) Corp., Uni-President (Thailand) Ltd., Uni-President (Vietnam) Co., Ltd., Uni-President Enterprises (China) Investment Co., Ltd., President Chain Store Corp., Uni-President Cold-Chain Corp., Presco Netmarketing, Inc., Uni-President Dream Parks Co., President Century Corp., President Property Corp., Nanlien International Corp., Prince Real Estate Co., Times Square International Holding Co., Times Square International Hotel Co., Times Square International Stays Co., Uni-President Express Corp., Cheng-Shi Investment Holding Co. **Vice Chairman of：** President Nisshin Corp. **Director of：** Presicarre Corp., Uni-Wonder Corp., Uni-President Organics Corp., Uni-President Glass Industrial Co., Ltd., Cayman President Holdings Ltd., Kai Yu (BVI) Investment Co., Ltd., President Fair Development Corp., Uni-President Southeast Asia Holdings Ltd., Uni-President Asia Holdings Ltd., Uni-President Hong Kong Holdings Ltd., Champ Green Capital Co., Ltd., Champ Green (Shanghai) Consulting Co., Ltd., Uni-President Enterprises (Guangzhou) Co., Ltd.,、Uni-President Enterprises (Fuzhou) Co., Ltd., Uni-President Enterprises (Xinjiang) Food Co., Ltd., Uni-President Enterprises (Wuhan) Food Co., Ltd., Uni-President Enterprises (Kunshan) Food Co., Ltd., Uni-President Enterprises (Chengdu) Food Co., Ltd., Uni-President Enterprises (Shenyang) Co., Ltd., Uni-President Enterprises (Harbin) Co., Ltd., Uni-President Enterprises (Hefei) Co., Ltd., Uni-President Enterprises (Zhengzhou) Co., Ltd., Uni-President Enterprises (Beijing) Drink Co., Ltd., Uni-President Enterprises (Kunshan) Food Technology Co., Ltd., Uni-President Enterprises (Nanchang) Co., Ltd., Uni-President (Shanghai) Trading Co., Ltd., Uni-President Enterprises (Kunming) Food Co., Ltd., Uni-Yantai Tongli Beverage Industries Co., Ltd., Uni-President Enterprises (Changsha) Co., Ltd., Uni-President (Bama) Mineral Water Co., Ltd., Uni-President Enterprises (Nanning) Co., Ltd., Uni-President Enterprises (Zhanjiang) Co., Ltd., Uni-President Enterprises (Chongqing) Co., Ltd., Uni-President Enterprises (Taizhou) Co., Ltd., Uni-President Enterprises (Akesu) Co., Ltd., Uni-President Enterprises (Changchun) Co., Ltd., Uni-President (Shanghai) Pearly Century Co., Ltd., Uni-President Enterprises (Baiyin) Co., Ltd., Hainan President Enterprises Co., Ltd., Uni-President Enterprises (Guiyang) Co., Ltd., Uni-President Enterprises (Jinan) Co., Ltd., Uni-President Enterprises (Hangzhou) Co., Ltd., Uni-President Enterprises (Wuxue)

Name	Current Position with Other Company
	Mineral Water Co., Ltd., Shijiazhuang President Enterprises Co., Ltd., Uni-President Enterprises (Xuzhou) Co., Ltd., Uni-President Enterprises (Henan) Co., Ltd., Uni-President Trading (Kunshan) Co., Ltd., Uni-President Enterprises (Shaanxi) Co., Ltd.、Uni-President Enterprises (Jiangsu) Co., Ltd., Uni-President Enterprises (Changbai Mountain Jilin) Mineral Water Co., Ltd., Uni-President Enterprises (Ningxia) Co., Ltd., Uni-President Enterprises (Shanghai) Co., Ltd., Uni-President Enterprises (Inner Mongolia) Co., Ltd., Uni-President Enterprises (Shanxi) Co., Ltd., Uni-President Enterprise (Hutubi) Tomato Products Technology Co., Ltd., Uni-President Enterprises (Shanghai) Drink & Food Co., Ltd., Uni-President Enterprises (Tianjin) Co., Ltd., Uni-President Enterprises (Hunan) Co., Ltd., Uni-Oao Travel Service Corp., President Packaging Holdings Ltd., Kuang Chuan Dairy Co., Ltd., Kuang Chuan Foods Ltd., Uni-President Development Corp., President Professional Baseball Team Corp., Tait Marketing & Distribution Co., Ltd., Wei Lih Food Industrial Co., Ltd., Keng Ting Enterprises Co., Ltd., President Chain Store (BVI) Holdings Ltd., President Chain Store (Labuan) Holdings Ltd., Rsi, Retail Support International Corp., Prince Property Management Consulting Co., Uni-President Assets Holdings Ltd., Kao Chuan Inv. Co., Ltd. **Supervisor of**： Infinity Holdings Ltd., Eternity Holdings Ltd., Celestial Prosperities Holdings Ltd. **President of：** Presco Netmarketing Inc., Uni-President Express Corp.
Uni-President Enterprises Corp. Representative: Tsung-Ming Su	**Chairman of**： President Life Sciences Co., Ltd., Tong Yu Investment Corp., Uni-President Development Corp., AndroSciences Corp. **Director of**： Grand Bills Finance Corp., President International Development Corp., Uni-President China Holdings Ltd., President Tokyo Corp., Uni-President Hong Kong Holdings Limited, Ltd., President Chain Store Corp., President (BVI) International Investment Holdings Ltd., President Life Sciences Cayman Co., Ltd., President Tokyo Auto Leasing Corp., Ltd., Tong Sheng (Suzhou) Car Rental Co., Ltd., Tanvex Biologics, Inc., Xiang Lu Industrial Ltd., **Supervisor of**： Presicarre Corp., Uni-President Enterprises (China) Investment Co., Ltd., Presco Netmarketing Inc. **President of**： President International Development Corp., President Property Corp.
Kao Chyuan Inv. Corp. Representative: Shiow-Ling Kao	**Chairman of**： Kao Chuan Inv. Co., Ltd., President Being Corp., President Fair Development Corp., Uni-President Department Store Corp., President Pharmaceutical Corp., President Drugstore Business Corp., Infinity Holdings Ltd., Eternity Holdings Ltd., Celestial Prosperities Holdings Ltd. **Director of**： Uni-President Enterprises Corp., President Chain Store Corp., Ton Yi

Name	Current Position with Other Company
	Industrial Corp., President International Development Corp., Uni-President Development Corp., Prince Housing & Development Corp., Times Square International Hotel Co., Grape King Bio Ltd., Uni-Wonder Corp., President Century Corp., Times Square International Holding Co., **President of：** President Fair Development Corp.、Kao Chuan Inv. Co., Ltd.
Tainan Spinning Co., Ltd. Representative: Po-Ming Hou	**Chairman of：** Tainan Spinning Co., Ltd., Tainan Spinning Retail & Distribution Co., Ltd., Tainan Spinning Co., Ltd.(Vietnam), Nan-Fan International Investment (Cayman), Ltd., Tainan Textile Co., Ltd., Yu Peng Investment Co., ltd., New Yupeng Investment Co., Ltd., Tainan Spinning Cultural and Educational Foundation. **Director of：** Nanfang Development Co., Ltd., Tainan Spinning Holdings (Cayman Islands) Co., Ltd., Prince Housing & Development Corp., Uni-President Enterprises Corp., President International Development Corp., Nantex Industry Co., Ltd., T. G. I. Co., Ltd., President Real Estate(U.S.) Investment Co, Nan Tai Royal Co., Ltd.
Uni-President Enterprises Corp. Representative: Tsung-Pin Wu	**Chairman of：** Tung –Ren Pharmaceutical Corp., Kai Nan Investment Co., **Director of：** Prince Housing & Development Corp., President Fair Development Corp., Uni-President (Vietnam) Co., Ltd., Uni-President (Vietnam) Co., Ltd., Uni-President Hong Kong Holdings Ltd., President Chain Store Corp., Kuang Chuan Dairy Co., Ltd., Kuang Chuan Foods Ltd., Tung Lo Development Co., Ltd., Tone Sang Construction Corp., Prince Real Estate Co., Times Square International Holding Co., Times Square International Hotel Co., Cheng-Shi Investment Holding Co. **Supervisor of：** President Kikkoman Inc., Woongjin Foods Co., Ltd., Daeyoung Foods Co., Kunshan President Kikkoman Biotechnology Co., Ltd., President International Development Corp., President Kikkoman Zhenji Foods Co., Ltd., Ltd., President Century Corp., President Professional Baseball Team Corp., Nanlien International Corp., Times Square International Stays Co., Ltd., Uni-President Express Corp.
Uni-President Enterprises Corp. Representative: Chin-Yuan Cheng	**Chairman of：**Jin-Guan-Cheng Corp.
Uni-President Enterprises Corp. Representative: Jia-Horng Guo	**Chairman of：**Taishin Securities Co., Ltd. **Supervisor of：**Standard Motor Corp., Dynasty Techwood Corp. **Director of：**Easycard Corporation

Name	Current Position with Other Company
President International Development Corp.	**Chairman of：** President Life Sciences Co., Ltd., AndroSciences Corp. **Director of：** AnnJi Pharmaceutical Co. Ltd., Helios Bioelectronics Inc., Dabomb Protein Corp., RenalPro Medical, Inc.
President International Development Corp. Representative: Chiou-Ru Shih	**Director of：** SyNergy ScienTech Corp., President Life Sciences Cayman Co., Ltd., Grand Bills Finance Corp., IMQ Technology Inc., Dabomb Protein Corp., Helios Bioelectronics Inc., **Vice President of：** President International Development Corp.
National Development Fund, Executive Yuan	**Director of：** Genovate Biotechnology Co., Taiwan Biotech Co., Ltd., Taiwan Flower Biotechnology Co., Ltd., United Biomedical Inc. (Asia), Adimmune Corp., TaiGen Biopharmaceuticals Holdings Ltd., PharmaEssentia Corp., PharmaEngine Inc., TaiAn Technologies Corp., TaiMed Biologics Inc., EirGenix Inc., MetaTech Inc., Apex Medical Corp. Point Robotics MedTech Inc., Locus Cell Co., Ltd., Intech Biopharm Co.
National Development Fund, Executive Yuan Representative: Ming-Chuan Hsieh	**Director of：** Harbinger VI Venture Capital Corp., **Independent Director of：** Uni Pharma Co., Ltd
National Development Fund, Executive Yuan Representative: Ya-Po Yang	**Independent Director of：** Air Asia Limited.
Taiwan Sugar Corp.	Taiwan Sugar Corp. **Director of：** TaiGen Biopharmaceuticals Holdings Ltd.
Taiwan Sugar Corp. Representative: Kuo-Hsi Wang	**Vice President of：** Taiwan Sugar Corp. **Director of：** TaiGen biotechnology Co., Ltd.
Lewis Lee	**Independent Director of：** Brogent Technologies Inc., All Ring Tech Co., Ltd., Poya International Co., Ltd.Jin Yuan President Securities Corporation Limited.
Wen-Chang Chang	**Chairman of：** Taipei Medical University **Independent Director of：** Taiwan Aulisa Medical Devices Technologies Inc., Pharmosa Biopharm Inc.

IV. Exhibits

Exhibit 1

ScinoPharm Taiwan, Ltd.
Rules of Procedures for Shareholders' Meeting

Article 1

These Rules are established for the purpose of good governance of the meeting of the shareholders, healthy supervision and strengthened control of the Company.

Article 2

The meeting of the shareholders of the Company shall be in accordance with these Rules except as otherwise provided by laws, regulations or the Articles of Incorporation of the Company.

Article 3

Except as otherwise provided by laws or regulations, the meeting of the shareholders of the Company shall be convened by the Board of Directors.

The (personal) notice and the public notice of the shareholders meeting both shall manifestly indicate the cause of the meeting and may, subject to the prior consent of the shareholder concerned, be delivered to the shareholder electronically. Proposed election, removal of a director, proposed revision of the Articles of Incorporation, Capital reduction, application for end of public share offering, permission for competition act by directors capital increase with earnings, capital increase with capital surplus, proposed dissolution, merger, division of the Company or any of the matters provided in paragraph one of Article 185 of the Company Act, (if any) must be listed and explain major content in the proposed agenda and cannot be proposed by way of an extempore motion at the meeting. Major contents can be posted on website of securities regulator or website designated by the company, whose website should be specified in notice.

Notice for shareholders' meeting includes the plan for reelection of the board of directors, along with the starting date for the term of new directors, which cannot be changed via extempore motion or other method following completion of the reelection at the meeting.

The shareholder(s) whose total shares held represent one percent (1%) or more of the total issued shares of the Company may make to the Company one motion to be listed in the proposed agenda of the general shareholders meeting. Shareholders' proposal is meant to prompt the company contributing to public benefit and fulfilling social responsibility and therefore should be included in the agenda. The Board of Directors may decide not to include the above motion in the agenda if the motion proposed runs into any of the circumstances provided in paragraph four of Article 172-1 of the Company Act.

The Company shall make a public notice to announce the time period (which shall not be less than ten days) and the place where the shareholder shall send his/her motion to be proposed to the general shareholders meeting, accepted proposals can be in written or by electronic form, which public notice shall be made prior to the start date of the duration when the transfer of the shares of the Company shall cease for the purpose of the convention of the shareholders meeting.

The text of the motion proposed by the shareholder shall have not more than 300 words or the motion in its entirety will not be included in the proposed agenda. The movant shareholder(s) shall attend the General Shareholders' Meeting in person or by proxy and participate in the discussion of the motion he/she has proposed.

The Company will, prior to the scheduled date to issue the notice of the Shareholders' Meeting, give a notice to the movant shareholder(s) of the result of the handling of his/her motion proposed and list in the proposed agenda to be delivered to the shareholders each every motion proposed in accordance with this Article. The Board of Directors shall explain at the Shareholders' Meeting the reason(s) why certain motions proposed by the shareholders have not been included in the agenda.

Article 4
The venue of the shareholders meeting shall be located at the place where the Company is located or where it is appropriate and convenient for the shareholders to attend the meeting. The meeting shall begin no earlier than the hour of 09:00 and no later than the hour of 15:00. The venue and time of the shareholders meeting shall be determined in consideration of the relevant opinion expressed by the independent director(s).

Article 5
The shareholder may designate a proxy to attend the Shareholders' Meeting in his/her stead by execute the proxy letter form produced by the Company indicating therein the scope of authorization to the proxy.

A shareholder may execute one and only one proxy letter to designate one and only one proxy for the purpose of the Shareholders' Meeting. The executed proxy letter must be served to the Company five days prior to the meeting date. Where the shareholder has served more than one executed proxy letters to the Company, the earliest served to the Company shall govern except where the shareholder has expressed his/her withdraw of the proxy.

The shareholder who has served his executed proxy letter to the Company may still attend the Shareholders' Meeting in person or exercise his/her voting right in writing or electronically, provided that he/she gives a written notice to the Company to withdraw the proxy, which written notice must be served to the Company no later than two days before the meeting date or the voting right exercised by his/her designated proxy shall govern.

Article 6
The Company shall indicate in the notice of Shareholders' Meeting the hour when and the place where the shareholders shall check-in to attend the meeting and other matters for attention.

The hour when the shareholders may check-in to attend the meeting as provided in the preceding paragraph shall commence no later than thirty (30) minutes before the meeting is called to order. The check-in desk shall bear a conspicuous signboard with suitable personnel to process shareholders check-in.

The shareholder or his/her designated proxy (hereinafter "shareholder") shall present his/her attendance identification, attendance card or other evidence of attendance to be admitted to the meeting. The Company must not without due authorization request the shareholder or authorized proxy to present any additional evidence or document to prove their entitlement to attend the meeting. A proxy solicitor shall present his/her identification document for verification.

The Company shall prepare an attendance book for the shareholder attending the Shareholders' Meeting to sign in. The shareholder attending the meeting in person may turn in his/her signed attendance card instead of signing in the attendance book.

The Company shall have the agenda, annual report, attendance tag, request form for requesting to take the platform, ballot forms, other meeting materials, and where applicable, the ballot forms to be used to elect directors delivered to each of the shareholders present at the meeting.

A government or corporate shareholder may be represented at the Shareholders' Meeting of the Company by one or more representatives. A juristic person acting in proxy at the Shareholders'

Meeting of the Company may appoint one and only one individual to act as its representative at the meeting.

Article 7

The Shareholders' Meeting convened by the Board of Directors shall be presided by the Chairman/Chairwoman of the Board of Directors. If he/she has requested for leave from or for whatever reason is unable to perform his/her powers and duties at the meeting, the Chairman/Chairwoman of the Board of Directors shall appoint a director to act in his/her stead. Absent the above appointment, the directors shall elect one from among themselves to preside at the meeting.

The director or the representative of the corporate director appointed to preside at the Shareholders' Meeting acting instead of the Chairman / Chairwoman of the Board of Directors provided in the preceding paragraph must have held his/her directorship for a period of six months or more and must be well informed of the financial standing and business of the Company.

The shareholders meeting convened by the Board of Directors should be presided by the Chairman of the Board of Directors and attended by the majority of the directors (including presence of at least one independent director and coordinator of the Audit Committee,) and one or more members for each of the function-oriented committees established; and the attendance to the meeting shall be recorded in the minutes of the meeting.

The Shareholders' Meeting convened by a person other than the Board of Directors authorized to do so shall be presided by that person. Where the Shareholders' Meeting is convened by two or more persons, they shall elect one from among themselves to preside at the meeting.

The Company may appoint legal counsel(s), certified public accountant(s) or relevant personnel to attend the Shareholders' Meeting as non-voting delegates.

Article 8

The attendance at the Shareholders' Meeting shall be counted based on the number of shares represented at the meeting, which number shall be counted by adding up the shares represented by signed attendance book, the signed attendance card and the shares represented by the voting right exercised in writing or electronically.

The chairperson of the meeting shall announce to commence the meeting in due course and publicize information on both the number of shares without voting right and number of shares in attendance. The announcement may be postponed twice and only twice and up to not more than an hour in total pending the fulfillment of representation of the majority of the total issued shares of the Company. If the total shares represented at the meeting still account for less than one third (1/3) of the total issued shares of the Company after the chairperson has duly twice postponed commencing the meeting, the chairperson shall announce the call for the meeting unsuccessful.

Where the total shares represented at the meeting not amounting to the quorum attains one third (1/3) or more of the total issued shares of the Company after the commencement of the meeting is duly twice postponed in accordance with the preceding paragraph, tentative resolutions may be adopted by the meeting under paragraph one of Article 175 of the Company Act, which tentative resolutions must be notified to the shareholders each with the notice of a re-scheduled Shareholders' Meeting to be held within a month.

If the quorum of due representation of the majority of the total issued shares of the Company is fulfilled before the meeting ends, the chairperson shall submit the tentative resolutions adopted (if any) to the meeting for re-voting and adoption by the meeting pursuant to Article 174 of the Company Act.

Article 9
The Company shall take video and sound recording of the whole proceeding of the Shareholders' Meeting.
The recording provided in the preceding paragraph shall be kept for a term of not less than one year except in case of any shareholder's action initiated under Article 189 of the Company Act where the above recording shall be kept through the action concluded with a final judgment with binding effects.

Article 10
The agenda of the shareholders meeting convened by the Board of Directors shall be compiled and produced by the Board of Directors. Related issues proposed (including extempore motions and revision of the original issues) should materialize the principle of voting on cases one by one. The meeting shall proceed strictly in accordance with the agenda except as otherwise changed by the relevant resolution adopted by the shareholders' meeting.
The preceding paragraph shall apply with necessary and appropriate alteration to the Shareholders' Meeting convened by the person authorized to do so other than the Board of Directors.
Except as approved by the resolution adopted by the meeting for him/her to do so, the chairperson must not announce to adjourn the meeting before the agenda duly ends (including extempore motions, if any) pursuant to the two preceding paragraphs or the other members of the Board of Directors shall instantly assist the shareholders present at the meeting in re-electing one from among them by the majority votes represented at the meeting to act as the chairperson to continue the meeting.
The chairperson shall accord each of the issues proposed and the revision or extempore motion proposed by the shareholders sufficient time for explanation and discussion and may announce that the discussion be ceased and voting be taken when he/she considers it appropriate to do so. Sufficient voting time for shareholders should be provided.

Article 11
The shareholder who wishes to take the platform at the meeting shall fill out the request form indicating therein the gist of his/her speech and his/her shareholder account number (or attendance tag number) and name. The order for the shareholders to speak at the meeting, who have duly requested to take the platform, shall be determined by the chairperson.
The shareholder who has filled out the request form but does not take the platform shall be deemed not to have spoken. In case of discrepancy between the actual speech and the gist of speech written in the signed request form, the former shall govern.
Except as approved by the chairperson, the shareholder who has duly requested to take the platform on certain issue proposed may speak twice and only twice on that issue for a duration of not more than five (5) minutes each. Notwithstanding, the chairperson may cease the shareholder's speech or announce to cease the discussion and forthwith move on with the rest of the agenda or the relevant procedure if the shareholder has spoken in breach of the relevant rules, outside the scope of the issue at hand or at the cost of the order of the meeting.
Except as approved by both of the chairperson and the shareholder duly taking the platform, no shareholder may interrupt the speech made by the speaker shareholder. The chairperson is authorized to prevent and remove unapproved interruption of the shareholder's speech, if any.
Where a corporate person has appointed two or more representatives to act in its stead at the Shareholders' Meeting, only one elected by the representatives from among themselves may take the platform on the issue at hand.

The chairperson may personally or designate the relevant personnel to answer the speech made by the shareholder who has duly taken the platform.

Article 12
The shareholder will have one vote on each share held. Notwithstanding, the holder will have no voting right on the shares described in paragraph two of Article 179 of the Company Act.

Article 13
The voting at the Shareholders' Meeting shall be counted according to the number of shares represented by the votes received.
For the purpose of counting the votes on the resolution adopted by the Shareholders' Meeting, non-voting shares shall be excluded from the counting of the total issued shares of the Company.

The shareholder whose own interests in the issue at hand conflicts against the interests of the Company must not vote on the issue nor appoint another shareholder to do so in his/her stead.

The shares represented by the voting rights barred by the preceding paragraph on the issue at hand shall be excluded from the counting of the total shares represented at the meeting for the purpose of voting on that particular issue.

Except for trust enterprises or stock affair institutions authorized by the competent securities authority, a proxy acting at the meeting for two or more shareholders may exercise the voting rights up to the extent and only the extent where the voting rights exercised represent no more than 3% of the total issued voting shares of the Company. Voting exercised by the above proxy in excess of said limitation of voting right will be disregarded.

Article 14
The voting right of the shareholder shall be exercised electronically and may be exercised in writing and the method of exercising the voting right shall be manifestly indicated in the notice of the Shareholders' Meeting. The shareholder who elects to exercises his/her voting right in writing or electronically will be deemed to have attended the meeting in person, provided that he/she will be deemed to waive his/her voting right with respect to the revision proposed on an issue listed in the agenda or new issues proposed by way of an extempore motion at the meeting; the Company shall accordingly avoid initiating any proposal to change the agenda or any extempore motions.

The shareholder exercising his/her voting right in writing or electronically under the preceding paragraph shall serve the notice of his/her voting to the Company two days before the scheduled meeting date. Where the shareholder has served more than one notice of his/her voting to the Company, the earliest served to the Company shall govern except where the shareholder has expressed to withdraw the notice.

If the shareholder who has exercised his/her voting right in writing or electronically wishes to attend the Shareholders' Meeting in person, the shareholder shall have the notice of withdrawal of his/her voting served to the Company by the same method as he/she exercised his/her voting right (in writing or electronically) no later than two days before the scheduled meeting date or his/her voting indicated in the notice served to the Company shall govern. Where the shareholder has exercised his/her voting right in writing or electronically has designated a proxy to act in his/her stead at the meeting, the voting exercised by the proxy in his/her stead shall govern.

Article 15
Except as otherwise provided by the Company Act, the resolution of the Shareholders' Meeting must be adopted by the majority votes represented at the meeting. When a proposal is submitted for voting by the meeting, the chairperson or the relevant personnel appointed by the chairperson shall announce in advance the total amount of votes accountable to be voted on the issue and the number of approval votes, disapproval votes and waivers each shall be published on the M.O.P.S. on the day following the end of the Shareholders' Meeting.

Where of the same issue is proposed a revision and a replacement, the chairperson shall determine the order of the voting on the three proposals: the original as proposed, the original with the revision proposed and the proposed replacement respectively. Once the resolution is adopted on one of the three proposals, the others shall be deemed denied without voting.

The personnel to supervise the voting and count the ballots voted shall be appointed by the chairperson, provided that the personnel to supervise the voting must be the shareholder(s) of the Company.

The ballots voted either for adopting a resolution or election shall be openly counted at the meeting and the result of the voting (including the calculation of the ballots) shall be forthwith announced upon completion of the counting of the ballots and recorded in the meeting minutes.

Article 16

The election (if any) of the director(s) of the Company at the shareholders meeting shall be in accordance with the relevant bylaw of the Company and the result of the election shall be announced at the meeting including the name of each director elect and the amount of votes for them each. List of directors not elected and the amount of votes they obtain should also be announced.

The ballots voted on the election provided in the preceding paragraph shall be sealed and signed by the voting-supervising personnel and property kept for a period of at least one year. Notwithstanding, in the event of any shareholder’s action initiated under Article 189 of the Company Act, the ballots shall be kept through the action concluded with a final judgment with binding effects.

Article 17

The resolutions adopted by the Shareholders’ Meeting shall be recorded in writing, which meeting minutes shall be signed or sealed by the chairperson and distributed to the shareholders each within twenty (20) days after the meeting. The meeting minutes may be produced and distributed electronically.

The Company may distribute the above meeting minutes to the shareholders by public notice on the M.O.P.S.

The meeting minutes shall accurately record the year, month, date, the venue, name of the chairperson, method of adopting resolutions, the gist of the proceeding and the voting conclusion of the meeting(including statistical weighting factor put on record). Disclose the amount of weighted votes for every candidate and kept by the Company throughout the existence of the Company.

Article 18

The Company shall calculate and compile a statement on the number of shares to be represented at the meeting by the proxy solicitors and the proxies respectively and have the statement produced manifestly displayed at the meeting in accordance with the required from and substance.

The Company shall have the resolutions adopted by the shareholders meeting published through the Market Observation Post System within the required time period, which resolutions are by definition important information under the relevant laws and regulations or required by the Taiwan Stock Exchange Corporation.

Article 19

The meeting affairs personnel working at the Shareholders’ Meeting shall each wear a working staff identification badge or arm-band indicating so.

The chairperson may direct the order-maintaining working personnel or the security guards to assist in maintaining the order of the meeting, who shall each wear a badge or arm-band indicating Order-maintaining Personnel.

The chairperson may act to cease the shareholder who speaks out at the meeting by using whatever equipment other than the loud speaker facility the Company has prepared for the meeting.

The chairperson may direct the order-maintaining personnel or the security guard to usher out of or remove from the venue of the meeting the shareholder who acts in violation of the rules for the meeting or interrupts the proceeding of the meeting and refuses to rectify his/her conduct after being advised to do so by the chairperson.

Article 20

The chairperson may announce to recess the meeting in the process of the meeting. In the event of force majeure, the chairperson may decide to temporarily suspend the meeting and, if necessary, announce the time when the meeting shall be resumed.

The Shareholders' Meeting may adopt the resolution to continue the meeting elsewhere if the venue should become unavailable before the agenda of the meeting (including extempore motions) is duly concluded.

The Shareholders' Meeting may adopt the resolution under Article 182 of the Company Act to postpone or continue the meeting within five (5) days.

Article 21

These Rules and all subsequent amendments shall come into force on the relevant resolution adopted by the shareholders meeting.

These Rules were established on March 13, 2003 and subsequently revised as follows: May 14, 2004, September 25, 2009, July 6, 2010, June 13, 2012, June 21, 2013, Jun 23, 2015, June 30, 2020 and July 21, 2021.

Exhibit 2

ScinoPharm Taiwan, Ltd.
Articles of Incorporation

Chapter 1 General Provisions

Article 1

The Company is duly organized under the Company Act of the Republic of China (Taiwan) as a company limited by shares and named ScinoPharm Taiwan, Ltd. in English.

Article 2

The business items of the Company are as follows:

(1) C802041 Manufacture of pharmaceuticals;
(2) C801990 Manufacture of other chemical materials;
(3) IG01010 Biotechnological services;
(4) F601010 Intellectual property rights related services
(5) F401010 International trade.

<<1. Research, development, production, manufacture and distribution of the following products: (1) generic APIs, (2) protein drugs, (3) oligonucleotide, (4) peptide, (5) injection formulation, (6) small-molecule new drugs.

2. Consulting, advisory and technical services relating to the above products.
3. International trade in connection with the above products.>>

Article 3

The Company having its head office established at the Southern Taiwan Science Park may, where necessary, set up branch offices and representative offices at home or abroad in accordance with the relevant resolution adopted by the meeting of the Board of Directors subject to the approval of the competent authority.

Article 4

Subject to the resolution adopted by the meeting of the Board of Directors, the Company may act as guarantor pursuant to the Company's relevant policy in consideration of meeting business needs.

Article 5

The total amount of investments made the Company may account for 40% or more of the paid-in capital of the Company irrespective of the limitation provided in Article 13 of the Company Act, provided that the investments must be in accordance with the relevant resolution adopted by the meeting of the Board of Directors.

Chapter 2 Capital

Article 6

The Company has Ten Billion New Taiwan Dollars (TWD10,000,000,000) in authorized capital divided into one billion shares (1,000,000,000) with a value of Ten New Taiwan Dollars each (TWD10) to be issued in separate batches by the Board of Directors authorized to do so with a total of 7,000,000 shares to be reserved for issuance of stock option certificates.

Article 7
All of the Company's shares bear the signatures and seals of the Company's directors and shall be issued with certification by banks with qualification to be legally authorized registrars for stock issuance. The Company may elect not to produce the certificates on the shares issued after completing the registration of the issued shares with the centralized securities depository institution.

Article 8
All of the shares of the Company are registered ones. The individual shareholder will have his/her personal name and address and the corporate shareholder will have its corporate designation and its legal representative's personal name and address recorded in the Company's shareholders' roster. Joint shareholders of the share (if any) shall elect one among themselves for the purpose of the above recordation in the shareholders' roster.

Article 9
The shareholder or the legal holder of the share certificate lost or destroyed shall make a report to the police upon information of the loss or destruction and fill out the relevant request form to have the loss or destruction of the share certificate registered with the Company. The shareholder or the legal holder shall at the same time file a request with the competent district court to have a relevant public notice made pursuant to the Taiwan Code of Civil Procedure and present the court judgment on the exclusion of rights in the share to the Company for registry.

Article 10
The stock affairs agency of the Company may collect reasonable procedural charges on each request for re-issuance of share certificate on account of the transfer, division of the share or the loss, damage or destruction of the share certificate according to the "Criteria Governing Handling of Stock Affairs by Public Stock Companies," unless there is different stipulation in legislation and securities regulations.

Article 11
The shareholder shall report his/her/its legal name and the address of his/her/its domicile, as well as the specimen card of his/her/its seal for keeping by the Company.

Article 12
The shareholder who lost his/her/its seal the specimen of which is imprinted in the seal specimen card kept by the Company for record shall give a written notice to the Company upon information of the loss and issue a request to the stock affairs agency of the Company to have his/her/its new seal registered.

Article 13
Transfer of shares of the Company cannot be made within a period of sixty (60) days prior to the General Shareholders' Meeting, thirty (30) days prior to an Extraordinary Shareholders' Meeting, and five (5) days prior to the start date of distribution of dividend, bonus or other interests in the shares held.

Chapter 3 Shareholders' Meeting

Article 14
The meeting of the shareholders of the Company will be the General Shareholders' Meeting to be convened by the Board of Directors each year within six (6) months after the end of that fiscal year or an extraordinary Shareholders' Meeting to be duly convened from time to time when necessary.

Article 15
The meeting of the shareholders of the Company shall be convened in accordance with the Company Act, Securities and Exchange Act, and the relevant laws and regulations according to the public announcement or notice issued by the competent securities authority.

The notice of the meeting of the shareholders of the Company may be issued electronically on the consent of the shareholder.

Article 16
Except as otherwise provided by the Company Act and other legislations, the Shareholders' Meeting must be attended by the shareholders in person or their proxies representing over half of the shares in issued. The resolution of the Shareholders' Meeting must be adopted by the majority of the votes represented at the meeting.

Article 17
Except those subject to restrictions or in one of events provided in Article 179 of the Company Act, the shareholder of the Company will have one vote on each share held.

The shareholder may cast his/her vote at the Shareholders' Meeting in writing or electronically in accordance with the Company Act and the laws, regulations established and orders issued by the competent securities authority.

Article 18
The shareholder who for whatever reason is unable to attend the Shareholders' Meeting in person may designate a proxy to attend and act in his/her stead at the meeting by executing the proxy letter form prepared by the Company specifying the scope of authorization to the proxy.

The proxy designated may be a non-shareholder of the Company. Subject to the public offering of the Company, The related operation shall be in accordance with the "Rules Governing the Use of Proxies for Attendance at Shareholder Meeting of Public Companies" and other related legislations.

Article 19
Unless stipulated otherwise in the Company Act, the shareholders' meeting of the Company shall be convened by the board of directors and chaired by the chairperson of the board of directors. In case the chairperson cannot exercise the duty, whether on leave or for other reasons, he/she shall designate a director in his/her stead. If the chairperson fails to make the designation, other directors share elect one among them to chair the meeting. In case the shareholders' meeting is not convened by the board of the directors, the convener shall chair the meeting. If there are two or more conveners, they shall elect one among them to chair the meeting.

Article 20
The issues presented for discussion and/or resolution at the Shareholders' Meeting and the resolution adopted by the meeting shall each be recorded in the minutes of the meeting, which meeting minutes must be signed or sealed by the chairperson and a copy of which shall be distributed to the shareholders of the Company each within twenty (20) days after the meeting. The above meeting minutes may be produced and distributed electronically. The minutes of the Shareholders' Meeting shall be kept by the Company together with the relevant signed attendance book and proxy letters received. The Company may distribute the above minutes of the Shareholders' Meeting electronically.

Article 21
Subject to the public offering of the Company, the Company may withdraw the public offering on and only on the relevant resolution adopted by the Shareholders' Meeting other than that adopted by the meeting of the Board of Directors.

Chapter 4 Directors

Article 22
Compensation to the Directors of the Company will be determined by the Board of Directors by reference to the common standards adopted by the trade home and abroad.

Article 23
The Company will have fifteen (15) Directors to be elected by the Shareholders' Meeting from the shareholders with disposing capacity.

Two or more of the above Directors shall be independent directors, and the total number of independent directors shall account for not less than one fifth (1/5) of the total number of directors.

Directors are to be elected by the Shareholders' Meeting from among the candidates nominated.

The special qualification, required shareholding, restriction on concurrent positions held, determination of impartiality, method of nomination and method of election of the independent directors and other relevant legally required matters shall be in accordance with the Company Act and the relevant laws and regulations prescribed by the competent securities authority.

Article 24
The Directors each of the Company will serve an office term of three years and may be re-elected; but the independent director shall serve in office for a term of not more than three terms. Percentage of total shares owned by directors is set according to the Company Act and the prescribed by the competent securities authority.

The Company has an Audit Committee formed by all of the independent directors under the Securities and Exchange Act. The establishment, functions, powers and authorities, rules for the meeting and other legal compliance matters of the Audit Committee shall be in accordance with the relevant regulations issued by the competent securities authority.

The Company should procure liabilities insurance for the Directors elected during their office term.

Article 25
The Directors shall elect one from among themselves to act as the Chairman/Chairwoman of the Board of Directors of the Company.

Article 26
The Chairman/Chairwoman of the Board of Directors shall externally represent the Company and internally preside the Shareholders' Meetings and the meetings of the Board of Directors.

Article 27
Unless stipulated otherwise in the Company Act, the meeting of the board of directors shall be convened by the chairperson of the board of directors, who shall notify, in written form or via fax or e-mail, directors on the date, venue, and agenda seven days prior to the meeting. In the event of urgency, the meeting of the board of directors can be convened anytime via the aforementioned methods of notification.

Article 28

The meeting of the Board of Directors shall be presided by the Chairman/Chairwoman of the Board of Directors. If he/she is for whatever reason unable to preside the meeting, he/she shall designate a Director to act in his/her stead. Absent the above designation, the Directors shall elect one from among themselves to preside the meeting in deputy.

Article 29

The Directors shall vote to approve or disapprove and exercise their powers and duties with respect to the matters proposed on the agenda at the relevant meeting of the Board of Directors which shall be convened at least once every quarter. Except as otherwise provided by the Company Act, the resolution with respect to the revision of these Articles of Incorporation as provided in subparagraph (1) below must be adopted by three fourths (3/4) or more of all of the Directors of the Company and with respect to other matters by two thirds (2/3) or more of all of the Directors of the Company:

(1) Revision of these Articles of Incorporation.
(2) Contract with a proposed value equal to or exceeding the relevant authorized amount (which authorized amount is to be defined by the Board of Directors authorized to do so).
(3) Major capital expenditure not included in the relevant approved budget with a proposed sum equal to or exceeding the relevant authorized amount (which authorized amount is to be defined by the Board of Directors authorized to do so), which proposed sum cannot be divided into smaller amounts to obtain easy approval and which proposed sum as approved cannot be divided for spending.
(4) Establishment of company bylaws with respect to the handling of transactions where the Company is to externally provide guaranty, endorsement, accept to honor, commit, advance payments, provide lending, procure loan, sell account receivables.
(5) Establishment and removal of branches and offices of the Company.
(6) Investment in, merge or acquire other businesses.
(7) Transfer, assignment, sale, lease, pledge, mortgage or otherwise dispose of the entire assets or important assets of the Company.
(8) Transaction by and between the Company and its affiliate or the shareholder, director of the Company or their relative.
(9) Approval and revision of agreements proposed on transfer or licensing of technology, know-how or patent right.
(10) Approval and revision of trademark license agreement with an effective term of one year or more.
(11) Proposed earnings distribution plan (or loss appropriation plan).
(12) Review and approval of proposed budgetary plan and final accounting.
(13) Proposed increase or decrease in the capital of the Company.
(14) Proposed operation plan; proposed factory construction or expansion projects.
(15) Appointment, re-appointment and dismissal of the certified public accountant, legal counsel of the Company and the lead underwriter and secondary underwriter handling the public listing or over-the-counter trading of the shares of the Company.
(16) Appointment and dismissal of the general manager of the Company.
(17) Establishment of the bylaws with respect to the powers and authorization to be exercised by the Chairman of the Board of Directors and the general manager respectively.
(18) Establishment of bylaws with respect to the hiring, promotion of employees and the salary payment policy.
(19) Other bylaws with respect to the organization of the Company and the relevant implementation rules.
(20) Other matters proposed that must be duly submitted to the Shareholders' Meeting for approval.

Article 30
The Director may issue a written proxy to designate another Director to attend the meeting of the Board of Directors and exercise his/her voting right on all proposed matters at the meeting in his/her stead; provided that a Director may act as the proxy for one and only one of the other Directors.

Article 31
The resolutions adopted by the meeting of the Board of Directors shall be recorded in the minutes of the meeting, which meeting minutes must be signed or sealed by the Chairman of the Board of Directors or the chairperson of the meeting with a copy thereof distributed to the Directors each. The meeting minutes shall be kept by the Company together with the relevant attendance book and written proxies received.

Article 32
The functions, powers and duties exercised by Supervisors under the Company Act, Securities and Exchange Act and other laws and regulations shall apply to the Audit Committee with necessary and appropriate alterations upon the establishment of the Audit Committee.

Article 33
The Company may establish various functional boards or committees under the relevant organization rules to be prescribed by the meeting of the Board of Directors in accordance with the relevant laws and regulations.

Article 34
The Board of Directors may have a number of secretaries or assists to take charge of keeping the minutes of the meetings of the Board of Directors and the Shareholders' Meetings and all of the important documents, contracts, agreements and instruments of the Company.

Article 35
The Company shall be liable and reimburse for the loss incurred in the course of the Director's performance of his/her functions and duties, which loss is not attributable to the same Director. For the purpose of protecting the Company from the above liability, the Company shall procure liabilities insurance for the Directors each by reference to the coverage commonly adopted by the trade home and abroad.

Chapter 5 Managerial Officers

Article 36
The company institutes managerial staffers, including a general management and a number of deputy general managers, whose appointment, dismissal, and compensations shall be made according to the resolutions of the board of directors.

Article 37
The general manager acting in accordance with the instruction of the Chairman of the Board of Directors shall take general charge of the day-to-day affairs of the Company and supervise, carry out and manage the operation of the Company.

Article 38
The Company shall be held liable and reimburse for the loss incurred in the course of the general manager’s and the deputy general manager’s performance of their functions and duties, which loss is not attributable to him/her. For the purpose of protecting the Company from the above liability, the Company shall procure liabilities insurance for the general manager and the deputy general manager each by reference to the coverage commonly adopted by the trade home and abroad.

Chapter 6 Fiscal Reports

Article 39
The Company shall produce and present the following documents after the end of each fiscal year to the meeting of the Board of Directors for adoption and thereafter to the General Shareholders’ Meeting for ratification:

(1) Business report.
(2) Financial statements.
(3) Proposed earnings distribution plan or loss appropriation plan.

Article 40
Should the Company earn surpluses within the current term, at least two percent of surpluses should be set aside for employee compensation, and no more than two percent of surpluses should be set aside for director compensation. However, if the Company has accumulated losses, surpluses should be held in reserve to make up said loss.

The surpluses within the current term of the previous paragraph refer to pre-tax profits prior to deduction of employee and director compensation.

Recipients of employee compensation include employees subordinate to the Company that comply with certain conditions.

Article 41
Given the changeful industrial environment for the Company's business, in formulating earnings distribution plan, the board of directors shall take into account the Company's project for capital outlays and funding needs, as well as the use of earnings to meet the financial needs, before determining the allocation of earnings for reserved earnings or distribution, including the amount of distribution and dividend payout for shareholders in cash.

In case there are earnings in the Company's annual final accounts, the earnings shall be appropriated for payment of business income tax and makeup for accumulated debts from past years. Afterwards, ten percent of the surplus, should it exist, shall be appropriated for legal reserve, unless the accumulated legal reserve has exceeded the Company's paid-in capital. The remainder, if any, can be appropriated for special reserve, with the balance to be added to the accumulated undistributed earnings from past years as accumulated distributable earnings. Dividends for shareholders shall be equivalent to 50% to 100% of the accumulated distributable earnings, with cash dividends no less than 30% of the total dividend payment of the year. The board of directors formulates the earnings distribution plan for ratification by shareholders' meeting before execution of the payout.

Chapter 7 Supplemental Provisions

Article 42

Matters not addressed herein shall be in accordance with the Company Act of the Republic of China (Taiwan) and the relevant laws and regulations prescribed and announced by the competent authority.

Article 43

These Articles of Incorporation established on October 16, 1997, have been revised as follows:1st revision of March 17, 1998, 2nd revision of April 7, 1999, 3rd revision of July 21, 2000, 4th revision of December 3, 2001, 5th revision of June 13, 2002, 6th revision of March 13, 2003, 7th revision of June 30, 2003, 8th revision of June 30, 2003, 9th revision of May 14, 2004, 10th revision of June 3, 2005, 11th revision of October 3 2005, 12th revision of February 15, 2006, 13th revision of June 7, 2006, 14th revision of June 18, 2009, 15th revision of September 25, 2009, 16th revision of April 29, 2010, 17th revision of December 9, 2010, 18th revision of June 13, 2012, 19th revision of June 21, 201,3 20th revision of June 18, 2014, 21st revision of June 27, 2016, 21st revision of June 27, 2016, 22nd revision of June 27, 2018, 23rd revision of June 27, 2019 and 24th revision of June 30,2020.

ScinoPharm Taiwan, Ltd.
Chih-Hsien Lo
Chairman of the Board of Directors

Exhibit 4

The Impact of Stock dividend issuance on Business Performance, EPS, and Shareholder Return Rate：

Not applicable because the Company’s Board of Directors did not propose stock dividend distribution for the year of 2021.

Exhibit 4

Required Minimum and Actual Shareholding data by Directors

1. According to Article 26 of the Securities and Exchange Act, the total amount of shares held by the directors of the Company as a whole shall account for no less than 25,303,655 shares.
2. According to the Company's shareholders register as of the suspension of transfer of the shares of the Company for this General Shareholders' Meeting, the shareholding of the directors each is detailed as follows:

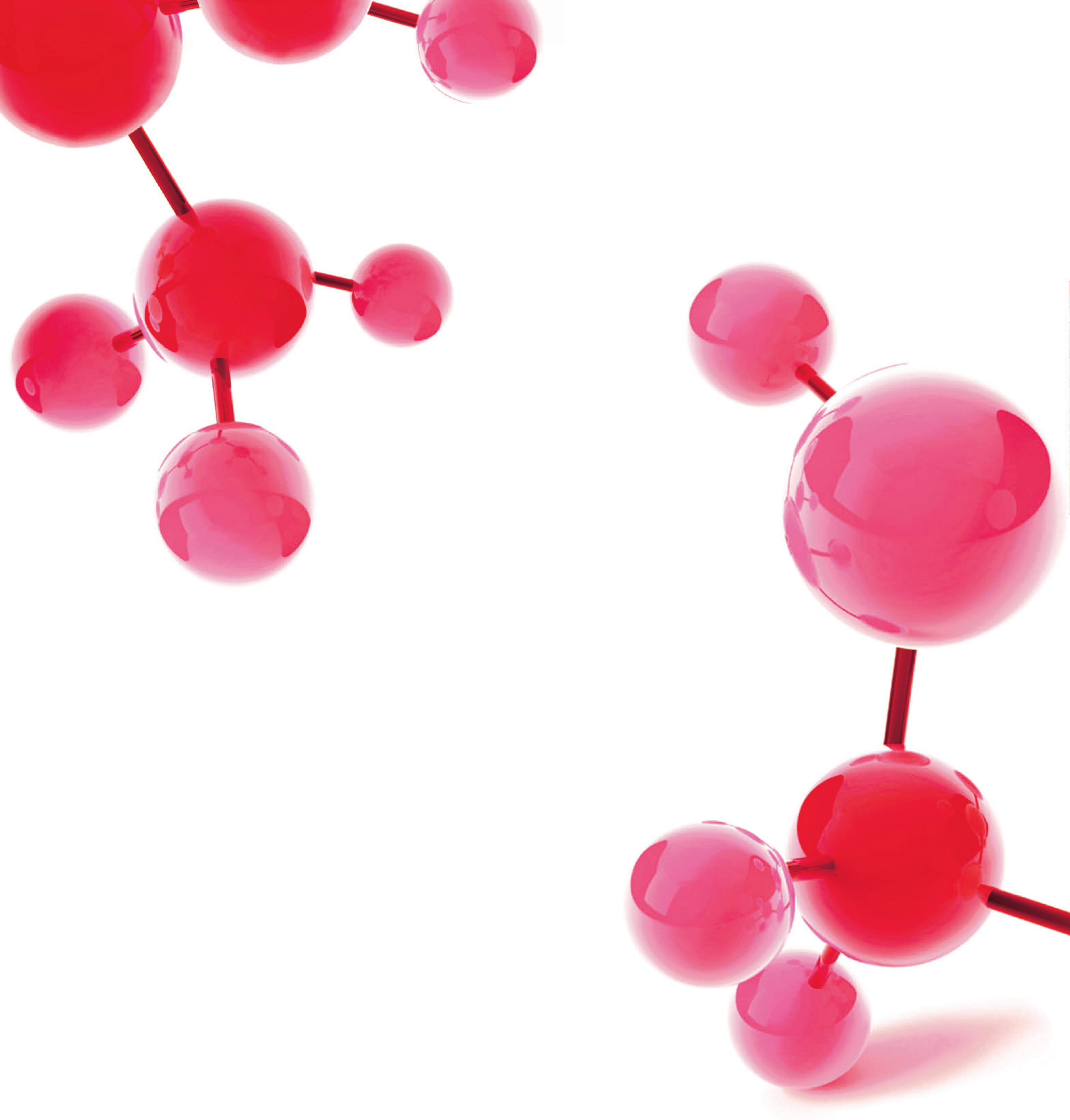
As of April 1, 2022

Title	Name	Amount of shares held
Chairman of the Board of Directors	Uni-President Enterprises Corp. Representatives: Chih-Hsien Lo	299,968,639
Director	Uni-President Enterprises Corp. Representatives: Tsung-Ming Su, Tsung-Pin Wu, Chin-Yuan Cheng, Jia-Horng Guo Fu-Jung Lai	299,968,639
Director	National Development Fund, Executive Yuan Representatives: Ming-Chuan Hsieh Ya-Po Yang	109,539,014
Director	Tainan Spinning Co., Ltd. Representative: Po-Ming Hou	23,605,921
Director	Kao Chyuan Investment Co., Ltd. Representative: Shiow-Ling Kao	14,832,733
Director	President International Development Corp. Representative: Chiou-Ru Shih	28,673,421
Director	Taiwan Sugar Corp. Representative: Kuo-Hsi Wang	32,581,963
Independent Director	Lewis Lee	–
Independent Director	Wen-Chang Chang	–
Independent Director	Li-Tzong Chen	–
Total		**509,201,691**

Notes:

(1) Article 2 of the Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies stipulates that "if a public company has elected two or more independent directors, the share ownership figures calculated at the rates set forth in the preceding paragraph for all directors and supervisors other than the independent directors shall be decreased by 20 percent."

(2) As the Company has set up an Audit committee, provisions with regard to minimum shareholdings required of supervisors are not applicable.



ScinoPharm

台灣神隆股份有限公司

74144 南部科學園區
台南市善化區南科八路一號
電話：886-6-505-2888　傳真：886-6-505-2898
網址：www.scinopharm.com.tw

ScinoPharm Taiwan, Ltd.

No. 1, Nan -Ke 8th Road, Southern Taiwan Science Park,
Shan-Hua, Tainan, 74144, Taiwan
TEL: 886-6-505-2888　FAX: 886-6-505-2898
http://www.scinopharm.com