Polaris
Novel Drugs For Cancer

Stock Code: 6550

Polaris Group

2025 The Second Extraordinary Shareholders' Meeting Minutes

(Translation)

<u>*Notice to readers*</u>
This English translation is provided for reference only. In case of any discrepancies, the original Chinese version shall prevail.

Time: 9:00 a.m. on December 26, 2025 (Friday)

Location: Rm. 211+212, 2F., No. 335, Ruiguang Rd., Neihu Dist., Taipei City (t.Hub Taipei)

Polaris Group

Meeting Minutes

for 2025 The Second Extraordinary Shareholders' Meeting

Time: 9:00 a.m. on December 26, 2025 (Fri.)

Place: Rm. 211+212, 2F., No. 335, Ruiguang Rd., Neihu Dist., Taipei City (t.Hub Taipei)

Mode of Meeting Convening: Physical Meeting

Present:
The total outstanding shares: 770,473,022 shares
The total shares represented by shareholders present in person or by proxy: 525,752,686 shares.
The percentage of shares held by shareholders present in person or by proxy: 68.23 %
The agreegate shareholding of the shareholders present in person or by proxy constituted a quorum.

Chairman: Chen, Shyan Tser

Recorder: Lee, Yu Chuan

Board Members Present:
Chen, Hung-Wen
Mai Investment Co., Ltd. (Representative: Tsai, Kao-Chung)
Independent Directors Present (Member of Audit Committee):
Chao, Ying Chen

Attendance:
Hermes Kung for and on behalf of Global Network Commerce Legal

1. Call the Meeting to Order :

   The agreegate shareholding of the shareholders present in person or by proxy constituted a quorum. The Chairman called the meeting to order.

2. Chairman Address: (Ommited)

3. Discussion Matters:

   Proposal 1: (Proposed by the Board)

   Subject： Proposal for the Private Placement of Common Shares for 2025.

   Explanatio：

   A. Purpose of the Private Placement

   To strengthen the Company's operating capital, repay bank borrowings, and/or finance one or more capital utilization plans required for the Company's long-term development, thereby improving the Company's financial structure and enhancing its competitiveness, and considering the timeliness required for capital raising, the Company proposes to conduct a private placement of new common shares through a cash capital increase.

The private placement will be conducted in accordance with Article 43-6 of the Securities and Exchange Act and the "Regulations Governing the Private Placement of Securities by Public Companies," and within the maximum issuance limit of 150,000,000 common shares.

The Company hereby seeks approval from the shareholders' meeting to authorize the Board of Directors to determine, based on the market conditions and the Company's operational needs, the appropriate timing to conduct the private placement in up to four tranches within one (1) year from the date of the shareholders' meeting resolution, in accordance with the following principles and relevant laws and regulations.

1. Basis and Reasonableness of the Pricing Method

   (1) The private placement price shall be determined based on the simple arithmetic average of the closing prices of the Company's common shares for any one of the 1-, 3-, or 5-day periods prior to the pricing date, adjusted for ex-rights and ex-dividend factors arising from any bonus share distribution or cash dividend distribution, and adding back the price adjustment arising from capital reduction; or the simple arithmetic average closing price of the Company's common shares over the 30 business days preceding the pricing date, similarly adjusted.

   (2) The actual issue price for this private placement of common shares will be determined with reference to the Company's operating performance, future prospects, the three-year transfer restrictions applicable to privately placed securities, and recent market prices. The pricing will comply with the "Regulations Governing the Private Placement of Securities by Public Companies" and all applicable laws and regulations, and therefore is considered to have a reasonable basis.

   (3) The private placement price shall not be less than 80% of the reference price, and shall not be lower than the par value of NT$10 per share. The pricing method will follow applicable laws and regulations and is deemed reasonable.

2. Method for Selecting Placees and Purpose

   The placees of this private placement of common shares shall be limited to persons who meet the eligibility requirements under Article 43-6 of the Securities and Exchange Act, the Financial Supervisory Commission (FSC) ruling Jin-Guan-Zheng-Fa-Zi No. 1120383220 dated September 12, 2023, and the FSC ruling Jin-Guan-Zheng-Fa-Zi No. 11203860674 dated December 29, 2023, as well as other related regulations.

   The placees will be limited to insiders, related parties, or strategic investors. The qualifications of the placees shall be reviewed by the Board of Directors subject to the authorization of the shareholders' meeting.

   At present, the Company has not yet identified any specific placees. All matters related to the selection and determination of placees are proposed to be fully authorized to the Board of Directors.

   If the placees include insiders, related parties, or strategic investors, the potential candidates and their relationship with the Company may be described as follows:

(1) Placees who are insiders of the Company

Considering that insiders possess a substantial understanding of the Company's operations and may provide direct or indirect benefits to the Company's future development, the Company intends to include insiders among the potential placees. The indicative list is as follows:

No.	Name of Potential Placee	Relationship with the Company
1	Chen, Shyan Tser	Director of the Company
2	Chen, Hung-Wen	Director of the Company
3	Hsu, Jaan-Pyng	Representative of the Corporate Director
4	Digital Capital Inc.	Corporate Director of the Company
5	Digital Mobile Venture Ltd.	Corporate shareholders holding more than 5% of the Company's shares

Required Disclosures for Corporate Placees：

<table>
<tr><th>Corporate Placee</th><th>Top Ten Shareholders</th><th>Relationship with the Company</th></tr>
<tr><td rowspan="4">Digital Capital Inc.</td><td>Chen, Shyan Tser</td><td>Director of the Company</td></tr>
<tr><td>Chang, Fang-Hsin</td><td>Spouse of the Director of the Company</td></tr>
<tr><td>Chen, Yi-Chun</td><td>Child of the Director of the Company</td></tr>
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(2) Placees Who Are Strategic Investors

i. Method for Selecting Strategic Investors and Purpose:

Strategic investors will be selected based on their ability to provide management and financial resources required for the Company's operations, management know-how, financial cost optimization, production diversification, or expansion of marketing and sales channels. Their participation is expected to enhance the Company's competitive advantages, operational efficiency, and long-term development, thereby benefiting shareholders' rights and interests.

ii. Necessity and Expected Benefits:

Introducing capital from strategic investors will support business operations and development, improve the Company’s financial condition, enhance cohesion within the Company, and strengthen its financial structure and competitiveness. The capital infusion will reduce financial pressure relating to working capital needs and support long-term growth, which will benefit shareholders’ interests.

iii. The Company has not yet identified any strategic investors. All matters regarding the selection of placees shall be fully authorized to the Board of Directors.

3. Necessity of the Private Placement

(1) Reason for Not Conducting a Public Offering:

Considering capital market conditions, fundraising timeliness, feasibility, issuance costs, and the desire to introduce strategic partners to enhance competitiveness in the Company’s product markets, and given that private placement provides efficiency and flexibility, the Company proposes a private placement rather than a public offering.
Privately placed shares are subject to a three-year transfer restriction, which supports long-term partnerships with strategic investors.
Allowing the Board to conduct several tranches based on operational needs will improve flexibility and ensure stable operations.
This plan will enhance the Company’s financial structure and operational efficiency and is expected to have a positive impact on shareholders’ interests.

(2) Private Placement Limit:

Up to **150,000,000 shares**, to be issued in up to four tranches within one year from the date of the shareholders’ meeting resolution.

(3) Use of Funds and Expected Benefits:

Proceeds will be used to strengthen operating capital, repay bank borrowings, or finance one or more capital utilization plans required for long-term development.

Upon completion, the funds will improve the Company’s financial structure, competitiveness, and operational efficiency, positively contributing to shareholders’ interests. The intended use of the private placement proceeds and the expected benefits are as follows:

i. Use of Funds:

All tranches will be used to strengthen operating capital, repay bank borrowings, or finance long-term development needs.

ii. Expected Benefits:

Each tranche is expected to support business expansion, strengthen the financial structure, enhance competitiveness, and improve long-term shareholder value.

iii. Flexibility in Allocation:

The number of shares issued in each tranche may be adjusted depending on the placees and issuance conditions, provided the total issuance does not exceed 150,000,000 shares.

4. Impact on the Company's Control

The Company's management control will remain stable.

The private placement will introduce strategic investors and includes participation from management.

Since the primary purpose of the private placement is to support long-term operational development, it is not expected to cause any material adverse impact on control of the Company.

B. In accordance with the "Regulations Governing the Private Placement of Securities by Public Companies," the Company must obtain an evaluation opinion issued by a securities underwriter regarding the necessity and reasonableness of the private placement if any change in management control occurs within one year before or after the issuance of privately placed securities.

The Company has engaged Mega Securities Co., Ltd. to issue such an evaluation opinion. The opinion will be publicly announced once obtained.

C. The privately placed common shares will be delivered in non-physical (dematerialized) form.

The rights and obligations of the privately placed shares and any shares subsequently distributed thereon shall be identical to those of the Company's issued common shares.

Privately placed shares may not be transferred within three years from the delivery date except as permitted under Article 43-8 of the Securities and Exchange Act.

After the three-year period, the Board of Directors is authorized to apply for approval from the Taiwan Stock Exchange and subsequently apply to the FSC for public issuance and listing.

D. Except for the pricing discount percentage to be approved by the shareholders' meeting, matters including the actual issue price, number of shares, issuance terms, project plans, fundraising amount, expected schedule, expected benefits, and all other matters relating to the private placement are proposed to be authorized to the Board of Directors, who may adjust and implement the plan in accordance with market conditions, operational needs, and regulatory requirements.

Should any modifications be required due to instructions from competent authorities, operational assessments, or changes in external conditions, the Board of Directors shall be fully authorized to handle such matters.

E. Beyond the above authorization, the shareholders' meeting is requested to authorize the Chairman to represent the Company in signing and negotiating all agreements and documents relating to the private placement (including negotiations with strategic investors) and to handle all necessary matters related to its implementation.

Respectfully submitted for discussion.

Resolution: The voting results are as follows- 525,752,686 votes were represented at the time of voting, 504,017,095 votes in favor, 10,268,214 votes against, 0 votes invalid, and 11,467,377 votes abstained. The votes in favor accounted for 95.86% of the votes of the shareholders present. The above proposal be and hereby was approved as proposed.

4. Extemporary Motions :

   There being no other business and extemporary motion, upon a motion duly made and seconded, the meeting was adjourned.

5. Adjournment: Meeting ended at 09:35 a.m.

(This Minutes of the Extraordinary Shareholders' Meeting records the essentials and results of the proceedings in accordance with Paragraph 4 of Article 183 of the Company Law. The video recording of this annual shareholder's meeting shall prevail in the event of any discrepancy between this meeting minutes and the video recording.)