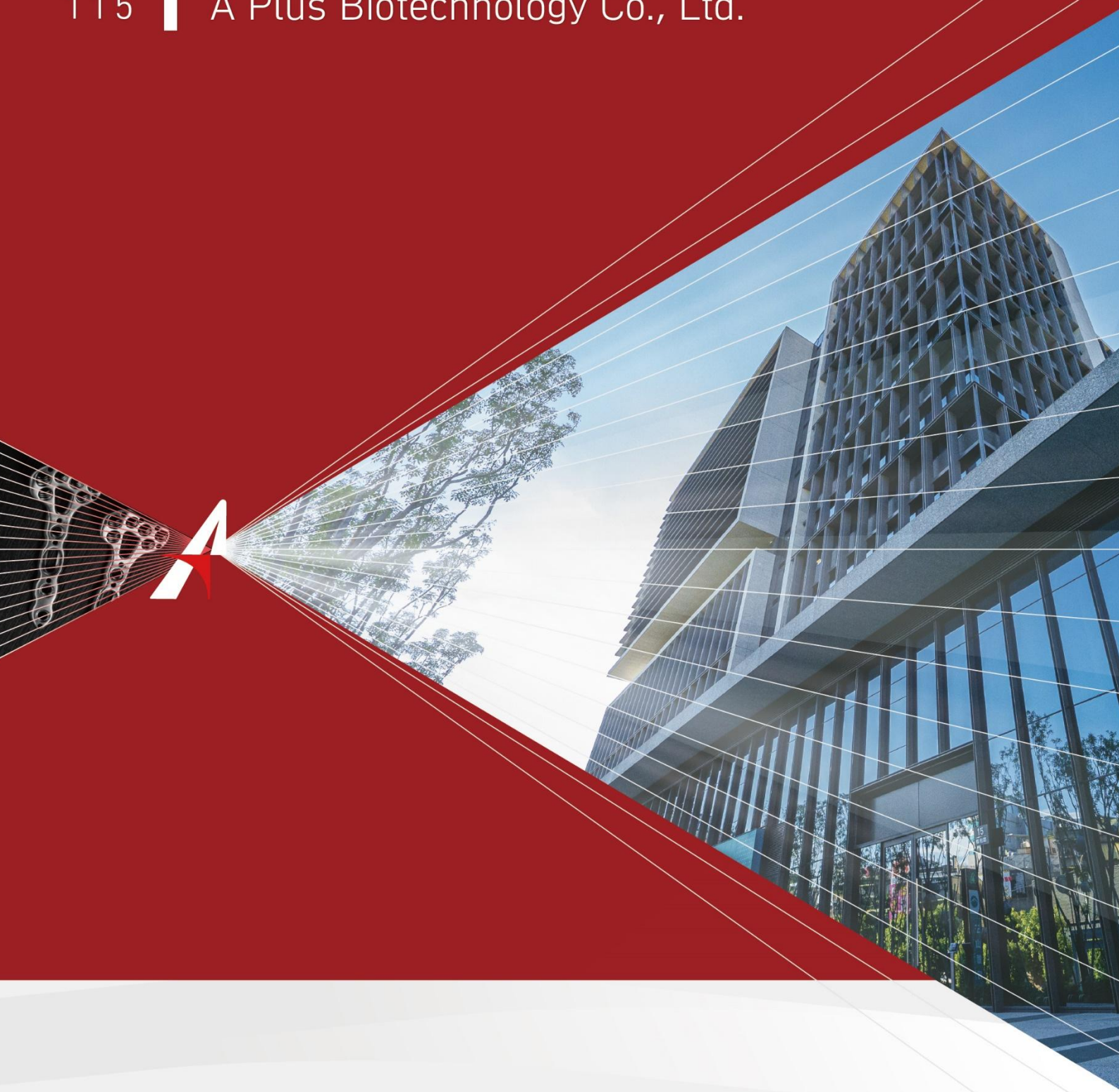


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Annual Shareholders' Meeting Meeting Handbook

A Plus Biotechnology Co., Ltd.



Date: Friday, May 29, 2026

Venue: Conference Hall, R Floor, No. 21, Qiaohe Rd., Zhonghe Dist.,
New Taipei City

Table of Contents

	Page no.
Meeting Procedure	01
Meeting Agenda	02
Company Reports	03
Ratifications	04
Discussions	05
Extempore Motions	05
<hr/>	
Attachment: I. 2025 Business Report	06
II. 2025 Audit Committee's Review Report	10
III. Comparison Table of Amendments to the Sustainable Development Best Practice Principles	11
IV. 2025 Independent Auditors' Report and Financial Statements (Consolidated and Parent Company Only)	13
V. Report on earnings distribution for 2025	36
VI. Comparison Table of Amendments to the Procedures for Acquisition or Disposal of Assets	37
<hr/>	
Appendix: I. Rules and Procedures of Shareholders' Meeting	40
II. Articles of Incorporation	56
III. Sustainable Development Best Practice Principles (Before Amendment)	63
IV. Procedures for Acquisition or Disposal of Assets (Before Amendment)	73
V. Shareholding of Directors	93

A Plus Biotechnology Co., Ltd.

2026 Annual Shareholders' Meeting Procedure

- I. Call the meeting to order
- II. Chairman Remarks
- III. Company Reports
- IV. Ratifications
- V. Discussions
- VI. Extempore Motions
- VII. Adjournment

A Plus Biotechnology Co., Ltd.

2026 Annual Shareholders' Meeting Agenda

Convening Method: Physical meeting

Time: May 29, 2026 (Friday), 2:00 PM

Venue: Conference Hall, R Floor, No. 21, Qiaohe Rd., Zhonghe Dist., New Taipei City

I. Call the meeting to order

II. Chairman Remarks

III. Company Reports

1. 2025 Business Report.
2. Audit Committee's Review Report of the 2025 financial statements.
3. 2025 Employee and Director Remunerations Distribution Status Report.
4. 2025 Earning Distribution and Cash Dividends Status Report.
5. Report on the distribution of cash dividends from capital surplus.
6. Report on the execution of the Company's treasury stock repurchase.
7. Report on the amendment to the "Sustainable Development Best Practice Principles".

IV. Ratifications

1. 2025 Business Report and Financial Statements.
2. 2025 Earnings Distribution Proposal.

V. Discussions:

1. Amendments to some provisions of the Company's "Procedures for Acquisition or Disposal of Assets".

VI. Extempore Motions

VII. Adjournment

Company Reports

- Proposal 1: 2025 Business Report, submitted for review.
Description: Please refer to “Attachment I” (pages 6-9 of this handbook) for the business report.
- Proposal 2: Audit Committee’s Review Report on 2025 Financial Statements, submitted for review.
Description: Please refer to “Attachment II” (page 10 of this handbook) for the Audit Committee's Review Report.
- Proposal 3: 2025 Employee and Director Remunerations Distribution Status Report, submitted for review.
Description: I. The Company shall distribute the profits, if any, in the current year, no less than 2% as employee remuneration (of which not less than 1% shall be distributed to entry-level employees) and no more than 5% as Directors’ remuneration, in accordance with the Company Act and the Articles of Incorporation. However, if the Company has accumulated losses, such losses must be covered first.
II. The Company's proposed cash distribution of 2025 remuneration to employees and directors is as follows:
 NT\$6,876,895 to employees.
 NT\$11,461,491 to directors.
III. There is no difference between the above-mentioned distributed amount and the recognized expense for the year, as approved by the Board of Directors’ resolution on March 10, 2026.
- Proposal 4: 2025 Earning Distribution and Cash Dividends Status Report, submitted for review.
Description: According to Article 18-1 of the Company's Articles of Incorporation, the 2025 earnings distribution plan was approved by the Board of Directors on March 10, 2026. NT\$119,248,500 was allocated from distributable earnings, and a cash dividend of NT\$3.5 per share was declared, with the payment made on April 27, 2026.
- Proposal 5: Report on the distribution of cash dividends from capital surplus, submitted for review.
Description: Pursuant to Article 19 of the Company's Articles of Incorporation, the Board of Directors on March 10, 2026 resolved to appropriate NT\$51,106,500 from the capital reserve exceeding the par value of the shares issued to distribute cash to shareholders at NT\$ 1.5 per share on April 27, 2026.
- Proposal 6: Report on the execution of the Company's treasury stock repurchase, submitted for review.
Description: I. In order to attract and retain the professional talent needed by the Company and boost employee morale, the Company's Board

of Directors resolved on November 10, 2025, to repurchase the Company's shares and transfer them to employees in accordance with Paragraph 1, Subparagraph 1 of Article 28-2 of the Securities and Exchange Act.

- II. The Company originally planned to buy back 500,000 common shares (500 lots) on the centralized securities exchange market at a price range of NT\$75 to NT\$110 per share.
- III. Report on actual implementation:
 1. Duration: From November 11, 2025 to January 7, 2026.
 2. Actual repurchase quantity: 500,000 shares (500 lots).
 3. Total repurchase amount: NT\$43,964,108.
 4. Average repurchase price: NT\$87.93 per share.
- IV. The execution rate of the share repurchase is 100%, and subsequent transfer of the shares will be handled in accordance with the Company's "Regulations Governing the Transfer of Repurchased Shares to Employee".

Proposal 7: Report on amendments to certain provisions of the "Report on the amendment to the "Sustainable Development Best Practice Principles", submitted for review.

- Description:
- I. According to the announcement issued by the Taiwan Stock Exchange Corporation on September 2, 2025 (Letter Tai-Zheng-Zhi-Li-Zi No. 11400161181), to amend the "Sustainable Development Best-Practice Principles for TWSE/TPEX Listed Companies", the Company proposes to amend its "Sustainable Development Best Practice Principles". Please refer to "Attachment III" (Page 11 of this handbook) for a comparison table of the amendments.
 - II. This motion was approved by the Board of Directors on November 10, 2025.

Ratifications

Proposal 1: (Proposed by the Board of Directors)

Cause of motion: 2025 Business Report and Financial Statements, submitted for ratification.

- Description:
- I. The Company's 2025 business report and financial statements (consolidated and parent company only) have been completed, along with the unqualified audit reports issued by CPAs Huang, Chin-Lien and Hsu, Ming-Chuan of PricewaterhouseCoopers Taiwan.
 - II. Please refer to "Attachment I" (pages 6-9 of this handbook) for the 2025 Business Report, and to "Attachment IV" (pages 13-35 of this handbook) for the 2025 Financial Statements and Independent Auditors' Report.

- Proposal 2: (Proposed by the Board of Directors)
Cause of motion: 2025 Earnings distribution proposal, submitted for ratification.
Description: I. The Company's undistributed earnings at the beginning of 2025 were NT\$132,861,198, with a net income increase of NT\$169,381,670. An appropriation of 10% for legal reserve amounted to NT\$16,938,167, leaving a distributable surplus of NT\$285,304,701.
II. Please refer to "Attachment V" (page 36 of this handbook) for the earnings distribution table.

Discussions

- Proposal 1: (Proposed by the Board of Directors)
Cause of motion: Amendments to some provisions of the Company's "Procedures for Acquisition or Disposal of Assets", submitted for discussion.
Description: I. In accordance with amendments to certain provisions of the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" issued by the Financial Supervisory Commission with Letter Jin-Guan-Zheng-Fa-Zi No. 1140383333 dated July 24, 2025, the Company's "Procedures for Acquisition or Disposal of Assets" have been revised.
II. Please refer to Attachment VI (Pages 37-39 of this handbook) for the comparison table of the amendments to the Company's "Procedures for Acquisition or Disposal of Assets".

Resolution:

Extempore Motions

Adjournment

Business Report

Dear Shareholders,

Thank you for taking the time out of your busy schedules to attend today's shareholders' meeting. On behalf of the Company, we would like to express our sincere appreciation for your continued support and encouragement over the past year.

We hereby present a report on the Company's operating results for fiscal year 2025 and the business plan for fiscal year 2026, as outlined below.

I. Operating Results for 2025

(I) Results of Business Plan Implementation

The Company's consolidated revenue for 2025 amounted to NT\$ 835,891 thousand, representing an increase of NT\$ 66,300 thousand, or 8.61%, compared with NT\$ 769,591 thousand in 2024.

Consolidated net profit after tax for 2025 totaled NT\$ 169,541 thousand, an increase of NT\$ 18,485 thousand, or 12.24%, compared with consolidated net profit after tax of NT\$151,056 thousand in 2024.

Earnings per share after tax for 2025 were NT\$ 5.16.

(II) Budget Execution Status

None. The Company established internal budget targets for 2025 but did not publicly disclose any financial forecasts.

(III) Analysis of Financial Performance and Profitability

Unit : NT\$ thousand

Items	2024	2025	Increase (Decrease) Amount & %
Operating revenue	769,591	835,891	66,300
Operating gross profit	534,778	573,458	38,680
Operating profit	182,459	208,762	26,303
Net profit attributable to shareholders of the parent company	151,056	169,382	18,326
Earnings per share (NTD)	4.99	5.16	0.17
Operating gross profit (%)	70	69	(1)
Operating profit (%)	24	25	1
Net profits (%)	19	20	1

(IV) Research and Development Activities

The Company continues to develop orthopedic products featuring new designs and materials, while also expanding its portfolio to include biochemical and peri-surgical products. This strategy is intended to enhance the utilization of existing sales channels and broaden the range of product applications and clinical indications.

In 2026, multiple new products are expected to be launched into the market, and the Company's long-term R&D roadmap continues to progress as planned.

II. Business Plan Overview for 2026

(1) Operating Policy

The Company continues to place innovation-driven R&D and high-quality medical devices at the core of its operations. By further enhancing the clinical value of its existing products and strengthening academic education, clinical exchange, and professional training, the Company aims to establish a stable and sustainable long-term market foundation.

While maintaining its core competitiveness in orthopedics, the Company is prudently responding to intensifying market competition and increasingly diversified clinical demands. Through gradual adjustments to its product portfolio and market positioning, the Company seeks to enhance operational flexibility and mitigate overall business risk.

From a product strategy perspective, in addition to the continuous development and optimization of existing orthopedic products, the Company is extending its established capabilities in distribution channels, regulatory affairs, and market development to clinical specialties beyond orthopedics. This expansion primarily focuses on the introduction of agency products with proven clinical value and market potential, complemented by differentiated in-house R&D projects. This approach is designed to accelerate market entry into new specialties while effectively controlling initial investment risk.

At the same time, the Company places increasing emphasis on long-term partnerships within the medical device industry. Beyond traditional agency relationships, the Company seeks deeper collaboration with partners across technology development, clinical applications, academic education, and market promotion. This collaborative model serves as a key operational principle for enhancing overall execution capabilities and supporting sustainable growth.

(2) Expected Sales Volume and Basis

Sales momentum in 2026 is expected to continue benefiting from the stable growth of the existing orthopedic market, while gradually incorporating contributions from products in other related clinical specialties.

In the Taiwan market, usage volumes of the Company's orthopedic products are expected to increase steadily.

Agency products will not only leverage existing distribution channels and established clinical customer bases but will also expand through the development of new channels, thereby gradually increasing market penetration.

In overseas markets, sales in China will continue to focus on non-centralised volume-based procurement products (non-CVBP), with ongoing optimization of product mix and cost structure to maintain reasonable profitability. In Southeast Asia and other international markets, as regulatory approvals for new products are progressively obtained and supported by academic activities and local team training, these regions are expected to contribute incremental revenue growth over time.

(3) Key Production and Sales Policies

In response to new product launches, expansion of agency product lines, and broader market coverage, the Company will continue to implement flexible capacity planning and supply chain management to ensure stable product supply and improve overall operational efficiency.

On the sales front, the Company will further deepen service capabilities within the orthopedic market while actively expanding into new specialties and distribution channels. Through resource integration and market education, the Company aims to facilitate smooth clinical adoption of its products. By enhancing product portfolio completeness and service value, the Company seeks to maximize overall sales effectiveness and reduce reliance on any single product or market.

III. Long-Term Development Strategy

(1) Portfolio Diversification and Clinical Specialty Expansion

Building upon its core orthopedic expertise, the Company will progressively expand into other clinical specialties with clear unmet needs and growth potential. This evolution from a single-specialty focus to a multi-specialty, diversified product portfolio will help mitigate market and product concentration risks while strengthening the stability and resilience of the Company's overall operating structure.

(2) Strategic Partnership Integration

As competitive dynamics in the medical device market continue to evolve, the Company will flexibly adjust the depth and structure of its partnerships based on partners' technological strengths, market positioning, and long-term strategic alignment. Through resource integration and complementary capabilities, the Company aims to establish sustainable, long-term partnerships that enhance competitiveness and accelerate entry into new markets and applications.

(3) International Market Expansion

In international markets, the Company will continue to avoid pure price competition and instead focus on

products with clear clinical differentiation and integrated solution value. By participating in international medical exhibitions, conferences, and academic exchange activities, the Company seeks to build long-term relationships with physicians and partners in Taiwan and overseas, thereby steadily expanding its global market presence.

IV. Impact of External Competitive Environment, Regulatory Environment, and Macroeconomic Conditions

(1) External Competitive Environment

Global medical device companies continue to possess strong brand recognition, distribution networks, and resource advantages, while local manufacturers replicating international products are increasingly entering the market, intensifying competition. In response, the Company remains committed to quality and clinical value while actively investing in academic education. Through product portfolio diversification, cross-specialty expansion, and deeper collaboration models, the Company aims to mitigate the impact of competition within any single market

(2) Regulatory Environment

Regulatory requirements for medical devices continue to tighten globally, resulting in longer product approval timelines and higher associated costs. The Company will continue to strengthen its regulatory expertise and internal process management to ensure compliance with applicable regulations and to minimize the operational impact of regulatory changes.

(3) Macroeconomic Conditions

Overall, while global economic conditions and healthcare policies remain subject to uncertainty, long-term prospects for the medical device industry remain stable, driven by aging populations and sustained clinical demand. The Company will continue to pursue prudent and flexible management strategies to support steady and sustainable growth.

A Plus Biotechnology Co., Ltd.



Chairperson: Sih-Ming Li



General Manager: Hsiang-Wei Lo



**A Plus Biotechnology Co., Ltd.
Audit Committee's Review Report**

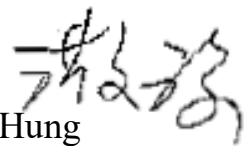
The Board of Directors has prepared the Company's 2025 financial statements. PricewaterhouseCoopers Taiwan's CPA, Huang, Chin-Lien and Hsu, Ming-Chuan have audited the financial statements and issued an Audit report. The business report and earnings distribution proposal have been reviewed by the Audit Committee and deemed correct. We hereby submit this report in accordance with Article 14-4 of the Securities and Exchange Act.

To

2026 Annual Shareholders' Meeting

A Plus Biotechnology Co., Ltd.

Convenor of Audit Committee: Wen-Chun Hung



March 10, 2026

A Plus Biotechnology Co., Ltd.

**APS-109 Comparison Table of Amendments to the
Sustainable Development Best Practice Principles**

After Amendment	Before Amendment	Description
<p>Article XV. The Company shall consider the impact of its operations on eco-efficiency, promote and advocate the concept of sustainable consumption, and engage in operational activities such as research and development (R&D), procurement, production, operations, and services in accordance with the following principles to reduce the impact of the Company's operations on the natural environment, <u>living things</u>, and people:</p> <ul style="list-style-type: none"> i. Reducing the resource and energy consumption of products and services. ii. Reducing the emission of pollutants, toxins, and waste, and properly disposing of waste. iii. Improving the recyclability and reusability of raw materials or products. iv. Maximizing the sustainable use of renewable resources. v. Extending the durability of products. vi. Increasing the efficiency of products and services. vii. <u>Promoting the conservation of marine and terrestrial biodiversity and ecosystems, the sustainable use of resources, and fair and reasonable benefit sharing.</u> 	<p>Article XV. The Company shall consider the impact of its operations on eco-efficiency, promote and advocate the concept of sustainable consumption, and engage in operational activities such as research and development (R&D), procurement, production, operations, and services in accordance with the following principles to reduce the impact of the Company's operations on the natural environment and humanity:</p> <ul style="list-style-type: none"> i.Reducing the resource and energy consumption of products and services. ii.Reducing the emission of pollutants, toxins, and waste, and properly disposing of waste. iii.Improving the recyclability and reusability of raw materials or products. iv.Maximizing the sustainable use of renewable resources. v.Extending the durability of products. vi.Increasing the efficiency of products and services. 	<p>In accordance with Letter Letter Tai-Zheng-Zhi-Li-Zi No. 11400161181 dated September 2, 2025, regarding amendments to the "Sustainable Development Best-Practice Principles for TWSE/TPEX Listed Companies", texts of this Article and Paragraph 7 have been revised with reference to the United Nations Convention on Biological Diversity, and relevant laws and regulations on marine and natural conservation.</p>
<p>Article XXI. The Company shall create a positive environment for the career development of its employees and establish effective training programs for career competency development. TWSE/TPEX listed</p>	<p>Article XXI. The Company shall create a positive environment for the career development of its employees and establish effective training programs for career competency development. TWSE/TPEX listed</p>	<p>Same as above. To further promote industry-academia collaboration and student career development, and</p>

<p>companies are advised to establish industry-academia cooperation plans to cultivate potential talents for the industry. <u>Listed companies are advised to establish industry-academia collaboration programs to cultivate talent for the industry.</u></p> <p>The Company shall formulate and implement reasonable employee welfare measures (including compensation, leave, and other benefits), and appropriately reflect operating performance or results in employee compensation, to ensure the recruitment, retention, and encouragement of human resources, thereby achieving the goals of sustainable operation.</p>	<p>companies are advised to establish industry-academia cooperation plans to cultivate potential talents for the industry.</p> <p>The Company shall formulate and implement reasonable employee welfare measures (including compensation, leave, and other benefits), and appropriately reflect operating performance or results in employee compensation, to ensure the recruitment, retention, and encouragement of human resources, thereby achieving the goals of sustainable operation.</p>	<p>to encourage enterprises and schools to cooperate in cultivating talent, Paragraph 2 has been added.</p>
<p>Article XXXI. Implementation</p> <p>i. These Principles shall be implemented after adoption by the Board of Directors and reported to the Shareholders’ Meeting. The same shall apply to any amendments.</p> <p>ii. These Principles were established on April 10, 2023.</p> <p>iii. <u>The 1st amendment was made on November 10, 2025.</u></p>	<p>Article XXXI. Implementation</p> <p>i. These Principles shall be implemented after adoption by the Board of Directors and reported to the Shareholders’ Meeting. The same shall apply to any amendments.</p> <p>ii. These Principles were established on April 10, 2023.</p>	<p>Amendment dates added</p>

Independent Auditors' Report

(115)Cai-Shen-Bao-Zi No.25004517

To A Plus Biotechnology Co., Ltd.:

Audit opinion

We have audited the accompanying consolidated balance sheets of A Plus Biotechnology Co., Ltd. and its subsidiaries (collectively, the “Group”) as of December 31, 2025 and 2024, and the related consolidated statements of comprehensive income, changes in equity, and cash flows for the years then ended, and the related to the Consolidated Financial Statements, including a summary of significant accounting policies (together, the “Consolidated Financial Statements”).

In our opinion, which is based on our audit results and the audit reports of other CPAs (please refer to Other Matters), the said Consolidated Financial Statements were prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, interpretations and the statements of interpretation approved and released by the Financial Supervisory Commission, and thus presented fairly, in all material aspects, the consolidated financial position of A Plus Biotechnology Co., Ltd. and its subsidiaries as of December 31, 2025 and 2024, and the consolidated financial performance and cash flow for the period from January 1 to December 31, 2025 and 2024.

Basis of audit opinion

We concluded our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing standards. Our responsibilities under those standards are described in the section Auditors' Responsibilities for the Audit of the Consolidated Financial Statements. We were independent of the Group in accordance with the Norms of Professional Ethics for Certified Public Accountants and fulfilled all other responsibilities thereunder. Based on our audit results and the audit reports of other CPAs, 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 refer to, based on our professional judgment, the most important matters for auditing the 2025 Consolidated Financial Statements of the Group. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon; we do not provide a separate opinion on these matters.

Key audit matters of the 2025 consolidated financial statements of the Group are as follows:

Valuation of allowance for inventory valuation lossDescription

For the accounting policies relating to inventories, please refer to Note IV(XII) of the Consolidated Financial Statements. For significant accounting estimates and assumptions, please refer to Note V(II). For details of the inventory and allowance for decline in value, please

refer to Note VI(IV).

The products of the Group primarily comprise bone graft materials and other medical devices. As these medical devices are produced in small quantities and in a wide variety, and given the rapid pace of technological advancements in the medical industry—which may result in slower-than-expected turnover—together with price volatility driven by government policy, the risk of inventory impairment and obsolescence is relatively high. Inventories are measured at the lower of cost and net realizable value. For inventories exceeding a specific aging threshold or individually identified as obsolete, net realizable value is determined based on historical experience of inventory turnover.

Because the determination of net realizable value for obsolete inventories involves significant management judgment and is subject to uncertainty, and given that inventories and their related allowance for decline in value have a material impact on the financial statements, we have determined that the evaluation of the allowance for decline in value of inventories is one of the key audit matters for the current year.

The corresponding audit procedures:

The principal audit procedures we performed in relation to the above key audit matter are summarized as follows:

1. Assessed the reasonableness and consistency of the Company's policy and procedures for recording the allowance for inventory valuation losses, taking into account the characteristics of the industry.
2. Obtained an understanding of the Company's warehouse management processes, reviewed its annual stocktaking plan, and participated in the year-end physical inventory count to evaluate the effectiveness of management's identification and control of obsolete inventories.
3. Verified the accuracy of the aging reports used for identifying obsolete inventories, including confirming that inventory movements were recorded in the appropriate aging categories, and obtained supporting documentation for management's assessment of obsolete products to confirm the reasonableness of the related allowance.
4. Reviewed the appropriateness of the basis used to estimate net realizable value, including sampling to verify the accuracy of sales and purchase prices, and recalculated the allowance for inventory valuation losses to assess its reasonableness.

Other matters - reference to the audit of other CPAs

The investee partially adopting the equity method included in the parent company only financial statements of the Group for 2025 was not audited by us and were audited by other CPAs. Therefore, in our opinion on the consolidated financial statements, the figures listed in the company's financial statements were based on the audit reports of other independent auditors. The investment amount under the equity method in the aforementioned company as of December 31, 2025 was NT\$87,661 thousand, representing 5.66% of total consolidated assets. The comprehensive income recognized in the aforementioned company for the period from January 1 to December 31, 2025 was NT\$3,661 thousand, representing 2.14% of consolidated comprehensive income.

Other Matters – Parent Company Only Financial Statements

A Plus Biotechnology Co., Ltd. has prepared the parent company only financial statements for the years ended December 31, 2025 and 2024, on which we have issued unqualified audit opinions and a Other Matters paragraph, respectively. These financial statements are available for reference.

Responsibilities of Management and Those in Charge with Governance of the Consolidated Financial Statements

The management was responsible for preparation of the consolidated Financial Statements with fair presentation in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, interpretations and the statements of interpretation approved and released by the Financial Supervisory Commission and maintaining the necessary internal control related to preparation of the consolidated Financial Statements to ensure that the consolidated Financial Statements were free of material misstatement due to fraud or errors.

During preparation of the consolidated Financial Statements, the management was also responsible for evaluating A Plus Biotechnology Co., Ltd. and its subsidiaries' ability to continue as a going concern, disclosure of relevant matters and application of the going concern basis of accounting unless the management intended to make A Plus Biotechnology Co., Ltd. and its subsidiaries enter into liquidation or terminate its operations, or there was no other actual and feasible solutions other than liquidation or termination of its operations.

The Group's governance unit (including number of the Audit Committee) was responsible for supervising the financial reporting procedures.

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. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the accounting principles will always detect a material misstatement in the consolidated Financial Statements when it exists. Misstatements can arise from fraud or error. If an individual or total amount misstated was reasonably expected to have a impact on the economic decision-making of users of the consolidated Financial Statements, the misstatements were deemed as material.

When we audit the Financial Statements in accordance with the auditing standards of the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also performed the following duties:

1. Identify and assess the risks of material misstatement of the consolidated Financial Statements due to fraud or error; design and perform appropriate responses to the assessed risks; and obtain sufficient and appropriate audit evidence as a basis for expressing our audit opinion. Because fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control, the risk

of not detecting a material misstatement resulting from fraud is higher than for one resulting from error.

2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances; however, our purpose is not to express an opinion on the effectiveness of A Plus Biotechnology Co., Ltd. and its subsidiaries' internal control.
3. Evaluate the appropriateness of the accounting policies adopted by management and the reasonableness of accounting estimates and related disclosures.
4. Based on the audit evidence obtained, conclude on the appropriateness of management's use of the going concern basis of accounting and whether a material uncertainty exists related to events or conditions that may cast significant doubt on A Plus Biotechnology Co., Ltd. and its subsidiaries' ability to continue as a going concern. If we conclude that such events or conditions involve a material uncertainty, we are required to draw users' 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 the auditor's report. However, future events or circumstances might result in a situation where A Plus Biotechnology Co., Ltd. and its subsidiaries' would no longer have the ability of going concern.
5. Evaluate the overall presentation, structure, and content of the consolidated statements, including related notes, whether the consolidated statements represent the underlying transactions and events in a matter that achieves fair presentation.
6. We acquired sufficient and appropriate audit evidence of the financial information of the entities comprising the Group to provide opinions towards the consolidated Financial Statements. We are responsible for the direction, supervision, and performance of the Group audit and for forming the Group 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 identified 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 the key audit matters for the audit of the Group's 2025 Consolidated Financial Statements. We describe these matters in our auditor's 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 communications.



PricewaterhouseCoopers Taiwan

Huang, Chin-Lien

CPA

Hsu, Ming-Chuan

Approval No. from the Financial Supervisory Commission:

Jin-Guan-Zheng-Shen-Zi No. 1100348083

Jin-Guan-Zheng-Shen-Zi No. 1050029449

March 10, 2026

A Plus Biotechnology Co., Ltd. and its Subsidiaries
Consolidated Balance Sheet
December 31 of 2025 and 2024

Unit: NT\$ thousand

Assets	Notes	December 31, 2025		December 31, 2024		
		Amount	%	Amount	%	
Current assets						
1100	Cash and Cash Equivalents	VI(I)	\$ 604,351	39	\$ 360,968	31
1136	Financial assets at amortized cost - current	VI(I)(II), VIII and IX	5,000	-	31,000	3
1150	Net notes receivable	VI(III)	716	-	5,569	-
1170	Net accounts receivable	VI(III)	177,612	12	178,965	15
1200	Other receivables		175	-	-	-
130X	Inventory	VI(IV)	354,536	23	286,939	24
1410	Prepayments		39,374	3	29,255	3
1470	Other current assets	VIII	5,297	-	4,153	-
11XX	Total current assets		<u>1,187,061</u>	<u>77</u>	<u>896,849</u>	<u>76</u>
Non-current assets						
1550	Investment under Equity Method	VI(V)	87,661	6	-	-
1600	Property, plant, and equipment	VI(VI) and VIII	234,656	15	237,096	20
1755	Right-of-use assets	VI(VII)	9,094	-	14,818	1
1780	Intangible assets	VI(VIII)	3,966	-	6,506	1
1840	Deferred tax assets	VI(XXVI)	13,986	1	12,661	1
1900	Other non-current assets	VI(VI) and VIII	13,575	1	9,384	1
15XX	Total non-current assets		<u>362,938</u>	<u>23</u>	<u>280,465</u>	<u>24</u>
1XXX	Total assets		<u>\$ 1,549,999</u>	<u>100</u>	<u>\$ 1,177,314</u>	<u>100</u>

(continued)

A Plus Biotechnology Co., Ltd. and its Subsidiaries
Consolidated Balance Sheet
December 31 of 2025 and 2024

Unit: NT\$ thousand

Liabilities and equity	Notes	December 31, 2025		December 31, 2024		
		Amount	%	Amount	%	
Current liabilities						
2130	Contract liabilities - current	VI(XVIII)	\$ 2,964	-	\$ 914	-
2150	Notes payable		63	-	5	-
2170	Accounts payable		40,335	3	39,396	3
2180	Accounts payable - related parties	VII	660	-	-	-
2200	Other payables	VI(TX)	86,676	6	83,995	7
2230	Current tax liabilities		32,932	2	2,954	-
2280	Lease liabilities - current	VI(VII)	8,274	1	8,070	1
2320	Long-term liabilities due within one year or one operating cycle	VI(XI), VII and VIII	4,820	-	4,721	1
2399	Other current liabilities - others	VI(X)	21,409	1	23,254	2
21XX	Total current liabilities		<u>198,133</u>	<u>13</u>	<u>163,309</u>	<u>14</u>
Non-current liabilities						
2540	Long-term loan	VI(XI), VII and VIII	82,379	5	87,199	7
2550	Liability reserve - non-current		321	-	936	-
2570	Deferred tax liabilities	VI(XXVI)	2,991	-	8	-
2580	Lease liabilities - non-current	VI(VII)	622	-	6,817	1
25XX	Total non-current liabilities		<u>86,313</u>	<u>5</u>	<u>94,960</u>	<u>8</u>
2XXX	Total liabilities		<u>284,446</u>	<u>18</u>	<u>258,269</u>	<u>22</u>
Equity						
Equity attributable to owners of the parent company						
Capital Stock						
3110	Capital stock - common shares	VI(XIV)	345,710	22	304,710	26
Capital Surplus						
3200	Capital Surplus	VI(XV)	600,329	39	307,679	26
Retained earnings						
3310	Legal reserve	VI(XVI)	45,303	3	30,197	2
3350	Unappropriated earnings		302,243	19	269,851	23
Other Equity Interest						
3400	Other Equity Interest	VI(XVII)	7,859	1	6,608	1
3500	Treasury stock	VI(XIV)	(38,657)	(2)	-	-
31XX	Total equity attributable to owners of the parent company		<u>1,262,787</u>	<u>82</u>	<u>919,045</u>	<u>78</u>
36XX	Non-controlling interests		<u>2,766</u>	<u>-</u>	<u>-</u>	<u>-</u>
3XXX	Total equity		<u>1,265,553</u>	<u>82</u>	<u>919,045</u>	<u>78</u>
Significant contingent liabilities and unrecognized contractual commitments						
Significant Subsequent Events						
3X2X	Total liabilities and equity		<u>\$ 1,549,999</u>	<u>100</u>	<u>\$ 1,177,314</u>	<u>100</u>

The enclosed notes to the consolidated Financial Statements are an integral part of this consolidated financial report. Please refer to the notes.

Chairperson: Sih-Ming Li Manager: Hsiang-Wei Lo Accounting Supervisor: Pei-Jun Ke

A Plus Biotechnology Co., Ltd. and its Subsidiaries
Consolidated Statements of Comprehensive Income
January 1 to December 31, 2025 and 2024

Unit: NT\$ thousand
(except earnings (losses) per share expressed in NTD)

	Items	Notes	2025		2024	
			Amount	%	Amount	%
4000	Operating revenue	VI(XVIII) and VII	\$ 835,891	100	\$ 769,591	100
5000	Operating cost	VI(IV)(XIX)(XXIV)(XXV) and VII	(262,433)	(31)	(234,813)	(30)
5950	Operating gross profit		<u>573,458</u>	<u>69</u>	<u>534,778</u>	<u>70</u>
	Operating expenses	VI(XXIV)(XXV) and VII				
6100	Selling expenses		(201,595)	(24)	(173,549)	(23)
6200	Administrative expenses		(116,462)	(14)	(125,604)	(16)
6300	R&D expenses		(46,639)	(6)	(53,344)	(7)
6450	Expected profit from credit impairment	XII(II)	-	-	178	-
6000	Total operating expenses		<u>(364,696)</u>	<u>(44)</u>	<u>(352,319)</u>	<u>(46)</u>
6900	Operating profit		<u>208,762</u>	<u>25</u>	<u>182,459</u>	<u>24</u>
	Non-operating income and expenses					
7100	Interest income	VI(II)(XX)	3,793	1	2,265	-
7010	Other revenue	VI(XXI)	1,300	-	4,074	-
7020	Other profits and losses	VI(XXII)	793	-	948	-
7050	Financial costs	VI(VI)(XXIII)	(2,167)	-	(2,190)	-
7060	Share of profit or loss of associates and joint ventures under the equity method	VI(V)	<u>3,661</u>	-	-	-
7000	Total non-operating income and expenses		<u>7,380</u>	<u>1</u>	<u>5,097</u>	<u>-</u>
7900	Net profit before tax		<u>216,142</u>	<u>26</u>	<u>187,556</u>	<u>24</u>
7950	Income tax expense	VI(XXVI)	(46,601)	(6)	(36,500)	(5)
8200	Net income for the period		<u>\$ 169,541</u>	<u>20</u>	<u>\$ 151,056</u>	<u>19</u>
	Other comprehensive income					
	Titles that could be reclassified as profit (loss) accounts in the future					
8361	Exchange differences from translation of foreign operations' Financial Statements	VI(XVII)	\$ 1,251	-	\$ 6,263	1
8300	Other comprehensive income (net)		<u>\$ 1,251</u>	<u>-</u>	<u>\$ 6,263</u>	<u>1</u>
8500	Total Amount of Comprehensive Income for current period		<u>\$ 170,792</u>	<u>20</u>	<u>\$ 157,319</u>	<u>20</u>
	Net profit attributable to:					
8610	Shareholders of the parent company		<u>\$ 169,382</u>	<u>20</u>	<u>\$ 151,056</u>	<u>19</u>
8620	Non-controlling interests		<u>\$ 159</u>	<u>-</u>	<u>\$ -</u>	<u>-</u>
	Total comprehensive income attributable to:					
8710	Shareholders of the parent company		<u>\$ 170,633</u>	<u>20</u>	<u>\$ 157,319</u>	<u>20</u>
8720	Non-controlling interests		<u>\$ 159</u>	<u>-</u>	<u>\$ -</u>	<u>-</u>
	Earnings per Share	VI(XXVII)				
9750	Basic earnings per share		<u>\$ 5.16</u>	<u>5.16</u>	<u>\$ 4.99</u>	<u>4.99</u>
9850	Diluted earnings per share		<u>\$ 5.15</u>	<u>5.15</u>	<u>\$ 4.97</u>	<u>4.97</u>

The enclosed notes to the consolidated Financial Statements are an integral part of this consolidated financial report. Please refer to the notes.

Chairperson: Sih-Ming Li Manager: Hsiang-Wei Lo Accounting Supervisor: Pei-Jun Ke

A Plus Biotechnology Co., Ltd. and its Subsidiaries
Consolidated Statements of Changes in Equity
January 1 to December 31, 2025 and 2024

Unit: NTS thousand

Equity attributable to owners of the parent company														
	Notes	Capital Surplus					Retained earnings			Exchange differences from translation of foreign operations* Financial Statements	Treasury stock	Total	Non-controlling interests	Total
		Capital stock - common shares	Share premium from issuance	Treasury stock transaction	Difference between the actual acquisition or disposal price and the carrying amount of subsidiary	Employee stock option	Other	Legal reserve	Unappropriated earnings					
2024														
Balance on January 1, 2024		\$ 304,710	\$ 358,548	\$ -	\$ 1,458	\$ -	\$ -	\$ 27,081	\$ 149,954	\$ 345	(\$ 14,153)	\$ 827,943	\$ -	\$ 827,943
Net income for the period		-	-	-	-	-	-	-	151,056	-	-	151,056	-	151,056
Other comprehensive income in the current period	VI(XVII)	-	-	-	-	-	-	-	-	6,263	-	6,263	-	6,263
Total Amount of Comprehensive Income for current period		-	-	-	-	-	-	-	151,056	6,263	-	157,319	-	157,319
2023 Appropriation and Distribution of Earnings	VI(XVI)													
Legal reserve		-	-	-	-	-	-	3,116	(3,116)	-	-	-	-	-
Cash dividends		-	-	-	-	-	-	-	(28,043)	-	-	(28,043)	-	(28,043)
Distribution of cash dividends from capital surplus	VI(XV)(XVI)	-	(53,451)	-	-	-	-	-	-	-	-	(53,451)	-	(53,451)
Repurchase of treasury stock	VI(XIV)	-	-	-	-	-	-	-	-	-	(16,250)	(16,250)	-	(16,250)
Share-based payment	VI(XIII)(XIV)(XV)	-	-	-	-	1,203	-	-	-	-	-	1,203	-	1,203
Employee share option exercise	VI(XIV)(XV)	-	-	1,124	-	(1,203)	-	-	-	-	30,403	30,324	-	30,324
Balance as of December 31, 2024		\$ 304,710	\$ 305,097	\$ 1,124	\$ 1,458	\$ -	\$ -	\$ 30,197	\$ 269,851	\$ 6,608	\$ -	\$ 919,045	\$ -	\$ 919,045
2025														
Balance on January 1, 2025		\$ 304,710	\$ 305,097	\$ 1,124	\$ 1,458	\$ -	\$ -	\$ 30,197	\$ 269,851	\$ 6,608	\$ -	\$ 919,045	\$ -	\$ 919,045
Net income for the period		-	-	-	-	-	-	-	169,382	-	-	169,382	159	169,541
Other comprehensive income in the current period	VI(XVII)	-	-	-	-	-	-	-	-	1,251	-	1,251	-	1,251
Total Amount of Comprehensive Income for current period		-	-	-	-	-	-	-	169,382	1,251	-	170,633	159	170,792
2024 Appropriation and Distribution of Earnings	VI(XVI)													
Legal reserve		-	-	-	-	-	-	15,106	(15,106)	-	-	-	-	-
Cash dividends		-	-	-	-	-	-	-	(121,884)	-	-	(121,884)	-	(121,884)
Capital increase in cash	VI(XIV)(XV)	41,000	292,507	-	-	(487)	-	-	-	-	-	333,020	-	333,020
Repurchase of treasury stock	VI(XIV)	-	-	-	-	-	-	-	-	-	(38,657)	(38,657)	-	(38,657)
Share-based payment	VI(XIII)(XIV)(XV)	-	-	-	-	554	-	-	-	-	-	554	-	554
Lapsed employee stock options	VI(XIII)(XV)	-	-	-	-	(67)	67	-	-	-	-	-	-	-
Exercise of conversion right	VI(XV)	-	-	-	-	-	76	-	-	-	-	76	-	76
Increase in non-controlling interests	VI(XXVIII)	-	-	-	-	-	-	-	-	-	-	-	2,607	2,607
Balance as of December 31, 2025		\$ 345,710	\$ 597,604	\$ 1,124	\$ 1,458	\$ -	\$ 143	\$ 45,303	\$ 302,243	\$ 7,859	(\$ 38,657)	\$ 1,262,787	\$ 2,766	\$ 1,265,553

The enclosed notes to the consolidated Financial Statements are an integral part of this consolidated financial report. Please refer to the notes.

Chairperson: Sih-Ming Li

Manager: Hsiang-Wei Lo

Accounting Supervisor: Pei-Jun Ke

A Plus Biotechnology Co., Ltd. and its Subsidiaries
Consolidated Statements of Cash Flows
January 1 to December 31, 2025 and 2024

Unit: NT\$ thousand

	Notes	2025	2024
<u>Cash flows from operating activities</u>			
Net profit before tax for the period		\$ 216,142	\$ 187,556
Adjustments			
Income and expenses			
Expected profit from credit impairment	VI(XXIV) and XII(II)	-	(178)
Depreciation expenses	VI(VI)(VII) (XXIV)	24,197	23,623
Amortization expenses	VI(VIII)(XXIV)	3,050	3,074
Share of profit of associates and joint ventures under the equity method	VI(V)	(3,661)	-
Loss on disposal of property, plant, and equipment	VI(XXII)	4	12
Profit from lease modification	VI(VII)(XXII)	(22)	-
Property, Plant and Equipment reclassified as Overheads	VI(VI)	-	804
Employee remuneration cost	VI(XIII)	554	1,203
	(XXV)		2,265
Interest income	VI(XX)	(3,793)	(2,265)
Interest expenditure	VI(XXIII)	2,167	2,190
Changes in operating assets/ liabilities			
Net changes in assets related to operating activities			
Notes receivable		4,853	(5,569)
Accounts receivable		1,787	(36,756)
Accounts receivable – related parties		-	42
Other receivables		(175)	22
Inventory		(67,743)	(3,818)
Prepayments		(10,110)	(11,736)
Other current assets		(57)	(98)
Other non-current assets		-	2,460
Net changes in liabilities related to operating activities			
Contract liabilities – current		2,047	(617)
Notes payable		58	(95)
Accounts payable		844	10,593
Accounts payable - related parties		660	-
Other payables		1,688	23,503
Other current liabilities		39	71
Cash inflow from operating activities		172,529	194,021
Interest received		3,793	2,265
Interest paid		(2,165)	(2,188)
Income tax refund		-	2,086
Income tax paid		(15,245)	(35,226)
Net cash inflow from operating activities		158,912	160,958

(continued)

A Plus Biotechnology Co., Ltd. and its Subsidiaries
Consolidated Statements of Cash Flows
January 1 to December 31, 2025 and 2024

Unit: NT\$ thousand

	<u>Notes</u>	<u>2025</u>	<u>2024</u>
<u>Cash flows from investing activities</u>			
Acquisition of financial assets at amortized cost		(\$ 131,000)	(\$ 30,000)
Disposal of financial assets at amortized cost		160,000	-
Investment obtained using the equity method	VI(V)	(84,000)	-
Acquisition of subsidiaries (net of cash acquired)	VI(XXVIII)	(555)	-
Acquisition of property, plant, and equipment	VI(XXIX)	(13,120)	(7,370)
Proceeds from disposal of property, plant, and equipment		271	-
Acquisition of intangible assets	VI(VIII)	(510)	(265)
Increase in prepayments for equipment		-	(1,500)
Increase in prepayments for real estate	VI(VI)	(1,000)	-
Refundable deposits (increase) decrease		(3,593)	90
Net cash outflow from investing activities		<u>(73,507)</u>	<u>(39,045)</u>
<u>Cash flow from financing activities</u>			
Increase (decrease) in deposits received	VI(XXX)	(1,973)	3,255
Repayments of long-term borrowings	VI(XXX)	(4,721)	(6,685)
Lease principal repayment	VI(XXX)	(9,016)	(9,639)
Capital increase in cash	VI(XIV)	333,020	-
Distribution of cash dividends	VI(XVI)	(121,884)	(81,494)
Cost of repurchasing treasury stock	VI(XIV)	(38,657)	(16,250)
Employee share option exercise	VI(XIV)	-	30,324
Exercise of conversion rights		76	-
Net cash inflow (outflow) from financing activities		<u>156,845</u>	<u>(80,489)</u>
Exchange rate impact		<u>1,133</u>	<u>478</u>
Increase in cash and cash equivalents in the current period		243,383	41,902
Cash and cash equivalents balance – beginning of period		<u>360,968</u>	<u>319,066</u>
Cash and cash equivalents balance – end of period		<u>\$ 604,351</u>	<u>\$ 360,968</u>

The enclosed notes to the consolidated Financial Statements are an integral part of this consolidated financial report. Please refer to the notes.

Chairperson: Sih-Ming Li Manager: Hsiang-Wei Lo Accounting Supervisor: Pei-Jun Ke



Independent Auditors' Report

(115)Cai-Shen-Bao-Zi No.25004186

To A Plus Biotechnology Co., Ltd.:

Audit opinion

We have audited the parent company only balance sheets of A Plus Biotechnology Co., Ltd. (the “Company”) as of December 31, 2025 and 2024, and the related Parent Company Only Statements of comprehensive income, changes in equity, and cash flows for the years then ended, as well as the notes to the Parent Company Only Financial Statements (including a summary of significant accounting policies).

In our opinion, which is based on our audit results and the audit reports of other CPAs (please refer to Other Matters), the accompanying Parent Company Only Financial Statements present fairly, in all material respects, the financial position of A Plus Biotechnology Co., Ltd. as of December 31, 2025 and 2024, and its financial performance and cash flows for the years then ended, in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis of audit opinion

We concluded our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing standards. Our responsibilities under such standards are further described in the “CPA’s responsibility for the audit of separate Financial Statements” section in this report. We were independent of A Plus Biotechnology Co., Ltd. in accordance with the Norms of Professional Ethics for Certified Public Accountants and fulfilled all other responsibilities thereunder. Based on our audit results and the audit reports of other CPAs, 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 refer to, based on our professional judgment, the most important matters for auditing the 2025 Parent Company Only Financial Statements of A Plus Biotechnology Co., Ltd. Such matters were addressed during the overall audit of the Parent Company Only Financial Statement and the process of forming the audit opinions,



and thus we did not provide opinions separately towards such matters.

Key audit matters of the 2025 Parent Company Only Financial Statements of A Plus Biotechnology Co., Ltd. are as follows:

Valuation of allowance for inventory valuation loss

Description

For the accounting policies relating to inventories, please refer to Note IV(XI) of the Parent Company Only Financial Statements. For significant accounting estimates and assumptions, please refer to Note V(II). For details of the inventory and allowance for decline in value, please refer to Note VI(IV).

The products of A Plus Biotechnology Co., Ltd. primarily comprise bone graft materials and other medical devices. As these medical devices are produced in small quantities and in a wide variety, and given the rapid pace of technological advancements in the medical industry—which may result in slower-than-expected turnover—together with price volatility driven by government policy, the risk of inventory impairment and obsolescence is relatively high. Inventories are measured at the lower of cost and net realizable value. For inventories exceeding a specific aging threshold or individually identified as obsolete, net realizable value is determined based on historical experience of inventory turnover. The above matters also exist in the indirect wholly-owned Subsidiary, A Plus (Shanghai) Trading Co., Ltd.

Because the determination of the net realizable value of obsolete and outdated inventories by A Plus Biotechnology Co., Ltd. and its subsidiaries (investments accounted for using the equity method) often involves significant subjective judgment and uncertainty, and considering that inventories and their related allowance for write-downs have a material impact on the Financial Statements, we have identified the assessment of the allowance for inventory write-downs as one of the key audit matters for the current year.

The corresponding audit procedures:

The principal audit procedures we performed in relation to the above key audit matter are summarized as follows:

1. Assessed the reasonableness and consistency of the Company's policy and procedures for recording the allowance for inventory valuation losses, taking into account the characteristics of the industry.
2. Obtained an understanding of the Company's warehouse management processes, reviewed its annual stocktaking plan, and participated in the year-end physical inventory count to evaluate the effectiveness of management's identification and control of obsolete inventories.
3. Verified the accuracy of the aging reports used for identifying obsolete inventories, including confirming that inventory movements were recorded in the appropriate aging categories, and obtained supporting documentation for management's assessment of obsolete products to confirm the reasonableness of the related allowance.
4. Reviewed the appropriateness of the basis used to estimate net realizable value, including sampling to verify the accuracy of sales and purchase prices, and recalculated the allowance for inventory valuation losses to assess its reasonableness.

Other matters - reference to the audit of other CPAs

The investee partially adopting the equity method included in the parent company only financial statements of the Company for 2025 was not audited by us and were audited by other CPAs. Therefore, in our opinion on the parent company only financial statements, the figures listed in the company's financial statements were based on the audit reports of other independent auditors. The investment amount under the equity method in the aforementioned company as of December 31, 2025 was NT\$87,661 thousand, representing 5.84% of total assets. The comprehensive income recognized in the aforementioned company for the period from January 1 to December 31, 2025 was NT\$3,661 thousand, representing 2.15% of comprehensive income.



Responsibility of the management and governance unit for the Parent Company Only Financial Statement

The management was responsible for preparation of the Parent Company Only Financial Statement with fair presentation in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and maintaining the necessary internal control related to the preparation of the Parent Company Only Financial Statement to ensure that the Parent Company Only Financial Statement were free of material misstatements due to fraud or errors.

During preparation of the Parent Company Only Financial Statements, the management was also responsible for evaluating A Plus Biotechnology Co., Ltd.'s ability to continue as a going concern, disclosure of relevant matters and application of the going concern basis of accounting unless the management intended to make A Plus Biotechnology Co., Ltd. enter into liquidation or terminate its operations, or there was no other actual and feasible solutions other than liquidation or termination of its operations.

Those charged with governance (including number of the Audit Committee) are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements

Our objectives are to obtain reasonable assurance about whether the Parent Company Only Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the accounting principles will always detect a material misstatement in the Parent Company Only Financial Statements when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these parent company only financial statements.

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgment and 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 reasonability of accounting estimates and related disclosures made by the management.
4. Conclude the appropriateness of the management's adoption 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 A Plus Biotechnology Co., Ltd.'s ability to continue as a going concern. If any material uncertainty was deemed to exist in such event or circumstance, we must provide a reminder in the Parent Company Only Financial Statement for the users to pay attention to relevant disclosure therein, or amend our audit opinions when such disclosure was inappropriate. Our conclusions are based on the audit evidence obtained up to the date of the auditor's report. However, future events or circumstances might result in a situation where A Plus Biotechnology Co., Ltd.'s would no longer have the ability of 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 and appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision and performance of the 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 the key audit matters for the audit of the Company's 2025 Parent Company Only Financial Statements. We describe these matters in our auditor's 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 communications.

PricewaterhouseCoopers Taiwan

Huang, Chin-Lien

CPA

Hsu, Ming-Chuan

Approval No. from the Financial Supervisory Commission:
Jin-Guan-Zheng-Shen-Zi No. 1100348083
Jin-Guan-Zheng-Shen-Zi No. 1050029449

March 10, 2026

A Plus Biotechnology Co., Ltd.
Parent Company Only Balance Sheet
December 31 of 2025 and 2024

Unit: NT\$ thousand

Assets	Notes	December 31, 2025		December 31, 2024		
		Amount	%	Amount	%	
Current assets						
1100	Cash and Cash Equivalents	VI(I)	\$ 527,583	35	\$ 277,643	25
1136	Financial assets at amortized cost - current	VI(I)(II), VIII and IX	1,000	-	31,000	3
1150	Net notes receivable	VI(III)	716	-	5,569	-
1170	Net accounts receivable	VI(III)	158,174	11	156,932	14
1180	Net accounts receivable - related parties	VI(III) and VII	24,372	2	25,049	2
1200	Other receivables		175	-	-	-
130X	Inventory	VI(IV)	199,733	13	156,347	14
1410	Prepayments		37,173	3	26,473	2
1470	Other current assets	VIII	5,296	-	4,153	-
11XX	Total current assets		<u>954,222</u>	<u>64</u>	<u>683,166</u>	<u>60</u>
Non-current assets						
1550	Investment under Equity Method	VI(V)	279,095	18	180,093	16
1600	Property, plant, and equipment	VI(VI) and VIII	234,460	16	236,866	21
1755	Right-of-use assets	VI(VII)	4,381	-	6,577	1
1780	Intangible assets	VI(VIII)	3,966	-	6,506	-
1840	Deferred tax assets	VI(XXV)	13,986	1	12,661	1
1900	Other non-current assets	VI(VI) and VIII	11,767	1	7,247	1
15XX	Total non-current assets		<u>547,655</u>	<u>36</u>	<u>449,950</u>	<u>40</u>
1XXX	Total assets		<u>\$ 1,501,877</u>	<u>100</u>	<u>\$ 1,133,116</u>	<u>100</u>

(continued)

A Plus Biotechnology Co., Ltd.
Parent Company Only Balance Sheet
December 31 of 2025 and 2024

Unit: NT\$ thousand

Liabilities and equity	Notes	December 31, 2025		December 31, 2024		
		Amount	%	Amount	%	
Current liabilities						
2130	Contract liabilities - current	VI(XVII)	\$ 2,380	-	\$ 166	-
2150	Notes payable		63	-	5	-
2170	Accounts payable		39,397	3	39,396	4
2180	Accounts payable - related parties	VII	660	-	-	-
2200	Other payables	VI(IX)	70,648	5	69,097	6
2220	Other payables - related parties	VII	11	-	2,897	-
2230	Current tax liabilities		30,693	2	2,384	-
2280	Lease liabilities - current	VI(VII)	3,938	-	3,781	-
2320	Long-term liabilities due within one year or one operating cycle	VI(X), VII and VIII	4,820	-	4,721	1
2399	Other current liabilities - others		416	-	621	-
21XX	Total current liabilities		<u>153,026</u>	<u>10</u>	<u>123,068</u>	<u>11</u>
Non-current liabilities						
2540	Long-term loan	VI(X), VII and VIII	82,379	6	87,199	8
2550	Liability reserve - non-current		321	-	936	-
2570	Deferred tax liabilities	VI(XXV)	2,991	-	8	-
2580	Lease liabilities - non-current	VI(VII)	373	-	2,860	-
25XX	Total non-current liabilities		<u>86,064</u>	<u>6</u>	<u>91,003</u>	<u>8</u>
2XXX	Total liabilities		<u>239,090</u>	<u>16</u>	<u>214,071</u>	<u>19</u>
Equity						
Capital Stock						
3110	Capital stock - common shares	VI(XIII)	345,710	23	304,710	27
Capital Surplus						
3200	Capital Surplus	VI(XIV)	600,329	40	307,679	27
Retained earnings						
3310	Legal reserve	VI(XV)	45,303	3	30,197	3
3350	Unappropriated earnings		302,243	20	269,851	24
Other Equity Interest						
3400	Other Equity Interest	VI(XVI)	7,859	1	6,608	-
3500	Treasury stock	VI(XIII)	(38,657)	(3)	-	-
3XXX	Total equity		<u>1,262,787</u>	<u>84</u>	<u>919,045</u>	<u>81</u>
Significant contingent liabilities and unrecognized contractual commitments						
Significant Subsequent Events						
3X2X	Total liabilities and equity		<u>\$ 1,501,877</u>	<u>100</u>	<u>\$ 1,133,116</u>	<u>100</u>

The enclosed notes to the Parent Company Only Statements are an integral part of this parent company only financial report. Please refer to the notes.

Chairperson: Sih-Ming Li

Manager: Hsiang-Wei Lo

Accounting Supervisor: Pei-Jun Ke

A Plus Biotechnology Co., Ltd.
Parent Company Only Statement of Comprehensive Income
January 1 to December 31, 2025 and 2024

Unit: NT\$ thousand
(except earnings (losses) per share expressed in NTD)

Items	Notes	2025		2024	
		Amount	%	Amount	%
4000 Operating revenue	VI(XVII) and VII	\$ 725,416	100	\$ 668,495	100
5000 Operating cost	VI(IV)(XVIII) (XXIII)(XXIV) and VII	(242,835)	(34)	(213,620)	(32)
5900 Operating gross profit		482,581	66	454,875	68
5910 Unrealized gains on sales	VI(V)	(16,341)	(2)	(9,396)	(1)
5920 Realized gains on sales	VI(V)	9,396	1	7,146	1
5950 Operating gross profit		475,636	65	452,625	68
Operating expenses	VI(XXIII) (XXIV) and VII				
6100 Selling expenses		(154,452)	(21)	(126,506)	(19)
6200 Administrative expenses		(84,613)	(12)	(94,058)	(14)
6300 R&D expenses		(46,639)	(6)	(53,345)	(8)
6000 Total operating expenses		(285,704)	(39)	(273,909)	(41)
6900 Operating profit		189,932	26	178,716	27
Non-operating income and expenses					
7100 Interest income	VI(II)(XIX)	3,702	1	2,126	-
7010 Other revenue	VI(XX)	512	-	1,413	-
7020 Other profits and losses	VI(XXI)	736	-	960	-
7050 Financial costs	VI(VII)(XXII)	(1,974)	-	(2,094)	-
7070 Share of profit or loss of subsidiaries, associates and joint ventures under equity method	VI(V)	17,983	2	5,739	1
7000 Total non-operating income and expenses		20,959	3	8,144	1
7900 Net profit before tax		210,891	29	186,860	28
7950 Income tax expense	VI(XXV)	(41,509)	(5)	(35,804)	(5)
8200 Net income for the period		\$ 169,382	24	\$ 151,056	23
Other comprehensive income					
Titles that could be reclassified as profit (loss) accounts in the future					
8361 Exchange differences from translation of foreign operations' Financial Statements	VI(XVI)	\$ 1,251	-	\$ 6,263	1
8300 Other comprehensive income (net)		\$ 1,251	-	\$ 6,263	1
8500 Total Amount of Comprehensive Income for current period		\$ 170,633	24	\$ 157,319	24
Earnings per Share	VI(XXVI)				
9750 Basic earnings per share		\$ 5.16		\$ 4.99	
9850 Diluted earnings per share		\$ 5.15		\$ 4.97	

The enclosed notes to the Parent Company Only Statements are an integral part of this parent company only financial report. Please refer to the notes.

Chairperson: Sih-Ming Li

Manager: Hsiang-Wei Lo

Accounting Supervisor: Pei-Jun Ke

A Plus Biotechnology Co., Ltd.
Parent Company Only Statement of Changes in Equity
January 1 to December 31, 2025 and 2024

Unit: NT\$ thousand

	Notes	Capital Surplus					Retained earnings		Exchange differences from translation of foreign operations ⁷ Financial Statements	Treasury stock	Total	
		Capital stock - common shares	Share premium from issuance	Treasury stock transaction	Difference between the actual acquisition or disposal price and the carrying amount of subsidiary	Employee stock option	Other	Legal reserve				Unappropriated earnings
<u>2024</u>												
Balance on January 1, 2024		\$ 304,710	\$ 358,548	\$ -	\$ 1,458	\$ -	\$ -	\$ 27,081	\$ 149,954	\$ 345	(\$ 14,153)	\$ 827,943
Net income for the period		-	-	-	-	-	-	-	151,056	-	-	151,056
Other comprehensive income in the current period	VI(XVI)	-	-	-	-	-	-	-	-	6,263	-	6,263
Total Amount of Comprehensive Income for current period		-	-	-	-	-	-	-	151,056	6,263	-	157,319
2023 Appropriation and Distribution of Earnings	VI(XV)											
Legal reserve		-	-	-	-	-	-	3,116	(3,116)	-	-	-
Cash dividends		-	-	-	-	-	-	-	(28,043)	-	-	(28,043)
Distribution of cash dividends from capital surplus	VI(XIV)(XV)	-	(53,451)	-	-	-	-	-	-	-	-	(53,451)
Repurchase of treasury stock	VI(XIII)	-	-	-	-	-	-	-	-	-	(16,250)	(16,250)
Share-based payment	VI(XII)(XIII) (XIV)	-	-	-	-	1,203	-	-	-	-	-	1,203
Employee share option exercise	VI(XIII)(XIV)	-	-	1,124	-	(1,203)	-	-	-	-	30,403	30,324
Balance as of December 31, 2024		\$ 304,710	\$ 305,097	\$ 1,124	\$ 1,458	\$ -	\$ -	\$ 30,197	\$ 269,851	\$ 6,608	\$ -	\$ 919,045
<u>2025</u>												
Balance on January 1, 2025		\$ 304,710	\$ 305,097	\$ 1,124	\$ 1,458	\$ -	\$ -	\$ 30,197	\$ 269,851	\$ 6,608	\$ -	\$ 919,045
Net income for the period		-	-	-	-	-	-	-	169,382	-	-	169,382
Other comprehensive income in the current period	VI(XVI)	-	-	-	-	-	-	-	-	1,251	-	1,251
Total Amount of Comprehensive Income for current period		-	-	-	-	-	-	-	169,382	1,251	-	170,633
2024 Appropriation and Distribution of Earnings	VI(XV)											
Legal reserve		-	-	-	-	-	-	15,106	(15,106)	-	-	-
Cash dividends		-	-	-	-	-	-	-	(121,884)	-	-	(121,884)
Capital increase in cash	VI(XIII)(XIV)	41,000	292,507	-	-	(487)	-	-	-	-	-	333,020
Repurchase of treasury stock	VI(XIII)	-	-	-	-	-	-	-	-	-	(38,657)	(38,657)
Share-based payment	VI(XII)(XIII) (XIV)	-	-	-	-	554	-	-	-	-	-	554
Lapsed employee stock options	VI(XII)(XIV)	-	-	-	-	(67)	67	-	-	-	-	-
Exercise of conversion right	VI(XIV)	-	-	-	-	-	76	-	-	-	-	76
Balance as of December 31, 2025		\$ 345,710	\$ 597,604	\$ 1,124	\$ 1,458	\$ -	\$ 143	\$ 45,303	\$ 302,243	\$ 7,859	(\$ 38,657)	\$ 1,262,787

The enclosed notes to the Parent Company Only Statements are an integral part of this parent company only financial report. Please refer to the notes.

Chairperson: Sih-Ming Li

Manager: Hsiang-Wei Lo

Accounting Supervisor: Pei-Jun Ke

A Plus Biotechnology Co., Ltd.
Parent Company Only Statement of Cash Flow
January 1 to December 31, 2025 and 2024

Unit: NT\$ thousand

	Notes	2025	2024
<u>Cash flows from operating activities</u>			
Net profit before tax for the period		\$ 210,891	\$ 186,860
Adjustments			
Income and expenses			
Unrealized profit on inter-affiliate accounts	VI(V)	16,341	9,396
Realized profit on inter-affiliate accounts	VI(V)	(9,396)	(7,146)
Depreciation expense	VI(VI)(VII)(XXIII)	19,931	18,224
Amortization expenses	VI(VIII)(XXIII)	3,050	3,074
Property, Plant and Equipment reclassified as Overheads	VI(VI)	-	804
Profit from lease modification	VI(VII)(XXI)	(22)	-
Loss on disposal of property, plant, and equipment	VI(XXI)	6	-
Employee remuneration cost	VI(XII)(XXIV)	554	1,203
Share of profit of associates and joint ventures under the equity method	VI(V)	(17,983)	(5,739)
Interest income	VI(XIX)	(3,702)	(2,126)
Interest expenditure	VI(XXII)	1,974	2,094
Changes in operating assets/ liabilities			
Net changes in assets related to operating activities			
Notes receivable		4,853	(5,569)
Accounts receivable		(1,242)	(26,975)
Accounts receivable – related parties		677	(1,326)
Other receivables		(175)	-
Inventory		(49,842)	(21,327)
Prepayments		(10,700)	(9,882)
Other current assets		(1,143)	335
Other non-current assets		6,870	2,460
Net changes in liabilities related to operating activities			
Contract liabilities - current		2,214	(66)
Notes payable		58	(95)
Accounts payable		1	10,592
Accounts payable - related parties		660	-
Other payables		801	21,392
Other payables - Related parties		(2,886)	2,897
Other current liabilities - others		(205)	305
Cash inflow from operating activities		171,585	179,385
Interest received		3,702	2,126
Interest paid		(1,972)	(2,092)
Income tax refund		-	2,086
Income tax paid		(11,542)	(33,337)
Net cash inflow from operating activities		161,773	148,168

(continued)

A Plus Biotechnology Co., Ltd.
Parent Company Only Statement of Cash Flow
January 1 to December 31, 2025 and 2024

Unit: NT\$ thousand

	Notes	2025	2024
<u>Cash flows from investing activities</u>			
Acquisition of financial assets at amortized cost		(\$ 130,000)	(\$ 30,000)
Disposal of financial assets at amortized cost		160,000	-
Investment obtained using the equity method	VI(V)	(86,713)	-
Acquisition of property, plant, and equipment	VI(XXVII)	(13,026)	(7,203)
Disposal of property, plant and equipment		268	-
Acquisition of intangible assets	VI(VIII)	(510)	(265)
Increase in prepayments for equipment		-	(1,500)
Increase in prepayments for real estate	VI(VI)	(1,000)	-
Refundable deposits (increase) decrease		(3,934)	145
Net cash outflow from investing activities		(74,915)	(38,823)
<u>Cash flow from financing activities</u>			
Repayments of long-term borrowings	VI(XXIX)	(4,721)	(6,685)
Lease principal repayment	VI(XXIX)	(4,752)	(4,389)
Capital increase in cash	VI(XIII)	333,020	-
Payment of cash dividends	VI(XV)	(121,884)	(81,494)
Cost of repurchasing treasury stock	VI(XIII)	(38,657)	(16,250)
Employee share option exercise	VI(XIV)	-	30,324
Exercise of conversion right		76	-
Net cash inflow (outflow) from financing activities		163,082	(78,494)
Increase in cash and cash equivalents in the current period		249,940	30,851
Cash and cash equivalents balance – beginning of period		277,643	246,792
Cash and cash equivalents balance – end of period		\$ 527,583	\$ 277,643

The enclosed notes to the Parent Company Only Statements are an integral part of this parent company only financial report.
Please refer to the notes.

Chairperson: Sih-Ming Li

Manager: Hsiang-Wei Lo

Accounting Supervisor: Pei-Jun Ke



A Plus Biotechnology Co., Ltd.
2025 Earnings Distribution Table

Unit: NT\$

Items	Amount	Remarks
Undistributed earnings at the beginning of the period	132,861,198	
Add: Net profit after tax for 2025	169,381,670	
Less: Provision of legal reserve for 10%	(16,938,167)	
Distributable earnings available for the current period	285,304,701	
Distribution Item		
Common Stock Cash Dividend (NT\$3.5 per share)	(119,248,500)	(Note)
Unappropriated Retained Earnings	166,056,201	

Notes:

- (1) The Company's paid-in capital is NT\$345,710,000, with 34,571,000 shares issued, 500,000 treasury stocks repurchased, and 34,071,000 shares outstanding.
- (2) If the number of outstanding shares is affected by the repurchase of the Company's shares, transfer of treasury stocks, subscription of employee stock options, or subscription of common stock, and the dividend rate of shareholders is changed accordingly, or if the Regulator determines that it is necessary to change the dividend rate of shareholders, the Chairperson is proposed to handle the change of dividend rate of shareholders.
- (3) The above-mentioned sources for earnings distribution: NT\$ 119,248,500 from the Company's Undistributed earnings at the beginning of the period of NT\$ 49,449,774 and 2025 net income of NT\$ 69,798,726.

Responsible Person: Sih-Ming Li



Manager: Hsiang-Wei Lo



Accounting Supervisor: Pei-Jun Ke



A Plus Biotechnology Co., Ltd. Attachment VI
Comparison Table of Amendments to the Procedures for Acquisition or Disposal of Assets

After Amendment	Current provisions	Description
Chapter III Public Disclosure of Information		
Article 28		
<p>Under any of the following circumstances, a public company acquiring or disposing of assets shall publicly announce and report the relevant information on the FSC's designated website in the appropriate format as prescribed by regulations within 2 days, counting inclusively from the date of the occurrence of the event:</p> <p>I. - III. omitted</p> <p>IV. Where equipment or right-of-use assets thereof for business use are acquired or disposed of, and furthermore, the transaction counterparty is not a related party, and the transaction amount meets any of the following criteria:</p> <p>(I) For a public company whose paid-in capital is less than NT\$10 billion, the transaction amount reaches NT\$500 million or more.</p> <p>(II) For a public company whose paid-in capital is NT\$10 billion or more but <u>less than NT\$50 billion</u>, the transaction amount reaches NT\$1 billion or more.</p> <p><u>(III) For a public company with a paid-in capital of NT\$50 billion or more, the transaction amount is more than 5% of the Company's paid-in capital.</u></p> <p>V. - VI. omitted</p> <p><u>VII. For a public company with a paid-in capital of NT\$50 billion or more, government bonds, common corporate bonds, and general financial bonds not involving equity (excluding subordinated bonds) traded on</u></p>	<p>Under any of the following circumstances, a public company acquiring or disposing of assets shall publicly announce and report the relevant information on the FSC's designated website in the appropriate format as prescribed by regulations within 2 days, counting inclusively from the date of the occurrence of the event:</p> <p>I. - III. omitted</p> <p>IV. Where equipment or right-of-use assets thereof for business use are acquired or disposed of, and furthermore, the transaction counterparty is not a related party, and the transaction amount meets any of the following criteria:</p> <p>(I) For a public company whose paid-in capital is less than NT\$10 billion, the transaction amount reaches NT\$500 million or more.</p> <p>(II) For a public company whose paid-in capital is NT\$10 billion or more, the transaction amount reaches NT\$1 billion or more.</p> <p>V. - VI. (Omitted)</p>	<p>Taking materiality of information disclosure and the operating efficiency of large companies into consideration, the announcement threshold for companies with a paid-in capital of NT\$50 billion or more regarding the acquisition or disposal of business equipment from unrelated parties or the purchase and sale of fixed income commodities has been raised to more than 5% of the transaction amount of their paid-in capital. In addition, it is stipulated that for companies with a paid-in capital of NT\$10 billion or more but less than NT\$50 billion, the announcement threshold for transactions involving business equipment is NT\$1 billion, to align with practical needs and alleviate the burden of frequent announcements.</p>

Comparison Table of Amendments to the Procedures for Acquisition or Disposal of Assets

After Amendment	Current provisions	Description
<p><u>the stock exchange or through securities firms, are not subject to the exceptions in Subparagraph 8, provided the counterparty to the transaction is not a related party and the transaction amount is 5% or more of the Company’s paid-in capital.</u></p> <p>VIII. Where an asset transaction other than any of those referred to in the preceding seven subparagraphs, a disposal of receivables by a financial institution, or an investment in the mainland China area reaches 20 percent or more of paid-in capital or NT\$300 million; provided, this shall not apply to the following circumstances: omitted</p>	<p>VII. Where an asset transaction other than any of those referred to in the preceding six subparagraphs, a disposal of receivables by a financial institution, or an investment in the mainland China area reaches 20 percent or more of paid-in capital or NT\$300 million; provided, this shall not apply to the following circumstances: omitted</p>	
<p>Chapter IV Additional Provisions</p>		
<p>Article 31.</p>		
<p>For the calculation of 10 percent of total assets under these Regulations, the total assets stated in the most recent parent company's only financial report or individual financial report prepared under the Regulations Governing the Preparation of Financial Reports by Securities Issuers shall be used.</p> <p>In the case of a company whose shares have no par value or a par value other than NT\$10 for the calculation of transaction amounts of 20% of paid-in capital under these Regulations, 10% of equity attributable to owners of the parent shall be substituted; <u>The provision regarding the transaction amount of 5% of the paid-in capital shall be calculated as 2.5% of the equity attributable to the parent company’s owners.</u> The provision regarding the transaction amount requirement for paid-in capital of NT\$10 billion or more shall be calculated based on equity attributable to owners of the parent company of</p>	<p>For the calculation of 10 percent of total assets under these Regulations, the total assets stated in the most recent parent company's only financial report or individual financial report prepared under the Regulations Governing the Preparation of Financial Reports by Securities Issuers shall be used.</p> <p>In the case of a company whose shares have no par value or a par value other than NT\$10 for the calculation of transaction amounts of 20% of paid-in capital under these Regulations, 10% of equity attributable to owners of the parent shall be substituted; The provision regarding the transaction amount requirement for paid-in capital of NT\$10 billion or more shall be calculated based on equity attributable to owners of the parent company of NT\$20 billion.</p>	<p>In accordance with the announcement and reporting standard for companies with a paid-in capital of NT\$50 billion or more, as added in Paragraph 1, Paragraph 2 is hereby amended to specify that for companies whose shares have no par value or a par value per share other than NT\$10, the specific calculation methods for “5% of the paid-in capital” and “paid-in capital of NT\$50 billion” will be clearly defined to ensure consistent practical identification of the standard.</p>

Attachment VI

A Plus Biotechnology Co., Ltd.

Comparison Table of Amendments to the Procedures for Acquisition or Disposal of Assets

After Amendment	Current provisions	Description
NT\$20 billion. <u>The provision regarding the transaction amount reaching NT\$50 billion of paid-in capital shall be calculated based on the equity of NT\$100 billion attributable to the parent company's owners.</u>		
Article 34 Implementation		
<p>These Regulations were established on June 26, 2014.</p> <p>The 1st amendment was made on June 18, 2015.</p> <p>The 2nd amendment was made on June 22, 2017.</p> <p>The 3rd amendment was made on June 25, 2019.</p> <p>The 4th amendment was made on June 30, 2022.</p> <p>The 5th amendment was made on November 18, 2022.</p> <p><u>The 6th amendment was made on May 29, 2026.</u></p>	<p>These Regulations were established on June 26, 2014.</p> <p>The 1st amendment was made on June 18, 2015.</p> <p>The 2nd amendment was made on June 22, 2017.</p> <p>The 3rd amendment was made on June 25, 2019.</p> <p>The 4th amendment was made on June 30, 2022.</p> <p>The 5th amendment was made on November 18, 2022.</p>	Amendment dates added

Appendix I

A Plus Biotechnology Co., Ltd.

Rules and Procedures of Shareholders' Meeting

Article I. Goal

In order to establish a sound governance system for shareholders' meetings, enhance supervisory functions, and strengthen management capabilities, these Rules are established in accordance with Article 5 of the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.

Article II. Scope

The shareholders' meeting of the Company shall be conducted in accordance with these rules of procedure unless otherwise provided in laws and regulations or the Articles of Incorporation.

Article III. Convening of Shareholders' Meeting and Notice of Meeting

- I. Unless otherwise provided by law, the Company's shareholders' meeting shall be convened by the Board of Directors.
Where the Company convenes a shareholders' meeting by video conference, unless otherwise provided by the Regulations Governing the Administration of Shareholder Services of Public Companies, this shall be expressly provided in the Articles of Incorporation and resolved by the Board of Directors. The holding of a video shareholders' meeting shall require the attendance of more than two-thirds of the directors and the approval of a majority of the attending directors.
- II. Any change in the method of convening a shareholders' meeting shall be resolved by the Board of Directors, and such change shall be made at the latest before the notice of the shareholders' meeting is dispatched.
- III. The Company shall upload the notice of the general meeting, the proxy form, motions for ratification, discussion, election or discharge of directors, and relevant explanatory materials to the Market Observation Post System (MOPS) at least 30 days before the general meeting or at least 15 days before an extraordinary meeting. The Company shall upload the shareholders' meeting handbook and supplementary materials in electronic form to the Market Observation Post System (MOPS) at least 21 days before a regular shareholders' meeting or at least 15 days before an extraordinary shareholders' meeting. However, if the Company's paid-in capital as of the end of the most recent fiscal year reaches NT\$10 billion or more, or if the total shareholding ratio of foreign and Mainland Chinese investors recorded in the shareholder register for the most recent regular shareholders' meeting exceeds 30%, the

A Plus Biotechnology Co., Ltd.

Rules and Procedures of Shareholders' Meeting

electronic files shall be uploaded at least 30 days before the regular shareholders' meeting. At least 15 days before the general meeting, the Company shall prepare the meeting handbook and supplementary materials, making them available for shareholders to review at any time. These materials shall also be displayed at the Company and the professional stock agency appointed by the Company.

- IV. On the day of the shareholders' meeting, the Company shall provide shareholders with the handbook and supplementary materials in the following manner:
- (I) When a physical shareholders' meeting is convened, such materials shall be distributed on-site.
 - (II) When a video-assisted shareholders' meeting is convened, such materials shall be distributed on-site and transmitted electronically to the video conference platform.
 - (III) When a video shareholders' meeting is convened, such materials shall be transmitted electronically to the video conference platform.
- V. The notice and announcement shall specify the reasons for convening the meeting. With the consent of the recipient, the notice may be given by electronic means.
- VI. The election or discharge of directors, amendments to the Articles of Incorporation, capital reduction, application for termination of public offering, approval of directors' competition with the Company, capitalization of earnings, capitalization of reserves, dissolution, merger, spin-off, or any matter under Article 185, paragraph 1 of the Company Act, as well as matters under Article 26-1 and 43-6 of the Securities and Exchange Act, and Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers, shall be set forth in the notice of the reasons for convening and their essential contents explained. Such matters shall not be proposed as extempore motions.
- VII. If the reasons for convening specify a full re-election of directors and specify the date of assumption of office, the date of assumption may not be changed by extempore motion or other means after the re-election is completed at that meeting.
- VIII. Shareholders holding one percent or more of the total number of issued shares may propose in writing to the Company a proposal for discussion at a regular shareholders meeting, provided that only one matter shall be included

A Plus Biotechnology Co., Ltd.

Rules and Procedures of Shareholders' Meeting

in each shareholder's meeting, and no proposal containing more than one matter shall be included in the meeting. If a shareholder proposal falls under any of the circumstances set forth in Article 172-1, paragraph 4 of the Company Act, the Board of Directors may exclude it from the agenda.

- IX. Shareholders may submit proposals urging the Company to promote public interests or fulfill corporate social responsibility. The procedures shall follow Article 172-1 of the Company Act, and only one item may be submitted. Any proposal exceeding one item shall not be included in the agenda.
- X. The Company shall announce the motions proposed by the shareholders, the written or electronic means of accepting the motions, and the location and time period for accepting the motions before the book closure date before the convention of a regular session of the Shareholders Meeting; the period for accepting the motions shall not be less than ten days.
- XI. The motions proposed by the shareholders shall be limited to 300 words. Any motion exceeding 300 words will not be included in the agenda. The shareholders shall attend the general meeting in person or entrust a third party to attend the general meeting and participate in the discussion of the motions.
- XII. The Company shall notify the proposing shareholder of the result of the decision before the notice day of the shareholders' meeting, and list the proposals that conform to the provisions of this article in the meeting notice. For proposals not included in the agenda, the Board of Directors shall explain the reasons at the shareholders' meeting.

Article IV. Number of attendances

- I. A shareholder may appoint a proxy to attend a shareholders' meeting by issuing a power of attorney printed by the Company, specifying the scope of authorization.
- II. Each shareholder may execute only one proxy form and appoint only one agent. The proxy form shall be delivered to the Company five days before the date of the meeting. Where multiple proxy forms are submitted, the one first delivered shall prevail. However, if a declaration of revocation of the prior proxy is made, this shall not apply.
- III. After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in person or exercise voting rights in writing or electronically, the shareholder shall notify the Company in writing of the revocation of the proxy at least two days before the meeting. If the notice of

A Plus Biotechnology Co., Ltd.

Rules and Procedures of Shareholders' Meeting

revocation is submitted after the deadline, the voting rights exercised by the proxy shall prevail.

- IV. After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting by video conference, the shareholder shall notify the Company in writing of the revocation at least two days before the meeting. If the notice of revocation is submitted after the deadline, the voting rights exercised by the proxy shall prevail.

Article V. Principle for the Location and Time of the Shareholders' Meeting

- I. The venue for a shareholders' meeting shall be the premises of the Company, or a place convenient for shareholders' attendance and suitable for the meeting. The meeting shall not commence earlier than 9:00 a.m. or later than 3:00 p.m. The determination of the venue and time shall fully consider the opinions of the Independent Directors.
- II. The location of a shareholders' meeting of the Company held by video conference is not limited by the preceding paragraph.

Article VI. Preparation of Attendance Books and Related Documents

- I. The Company shall specify in the notice of meeting the time and place for shareholders, solicitors, and proxies (hereinafter referred to as shareholders) to register attendance, as well as other matters requiring attention.
- II. The time for shareholders to register attendance shall begin at least thirty minutes before the meeting. The registration location shall be clearly marked, and sufficient and appropriate personnel shall be assigned to handle registration. For shareholders' meetings convened by video conference, registration shall be conducted on the video conference platform beginning thirty minutes before the meeting. Shareholders who complete registration shall be deemed to have attended in person.
- III. Shareholders shall attend the meeting with an attendance certificate, sign-in card, or other proof of attendance. The Company may not arbitrarily require additional documents beyond those presented. Any solicitor of proxies shall also bring identification documents for verification.
- IV. The Company shall prepare a signature book for attending shareholders to sign, or attending shareholders may submit a sign-in card in lieu of signing.
- V. The Company shall provide shareholders attending the meeting with the handbook, annual report, attendance certificate, speaking slips, ballots, and

A Plus Biotechnology Co., Ltd.

Rules and Procedures of Shareholders' Meeting

- other meeting materials. Where there is an election of directors, ballots shall also be provided.
- VI. Where the shareholder is a government agency or legal person, there is no limit to the number of representatives attending. Any corporate entity that has been designated as a proxy can only appoint one representative to attend the shareholder meeting.
- VII. Shareholders, requesting parties, or proxies who wish to participate in a shareholders' meeting via video conference must submit an application to the Company for registration no later than two days prior to the meeting.
- VIII. If a shareholders' meeting is convened by video conference, the Company shall upload the agenda handbook, annual report and other relevant materials to the shareholders' meeting video conference platform at least 30 minutes before the start of the meeting, and keep the disclosure until the end of the meeting.

Article VI-I Matters to be Specified in the Notice of a Video Shareholders' Meeting

Where the Company convenes a shareholders' meeting by video conference, the notice of meeting shall specify the following matters:

- I. Methods by which shareholders may participate in the video conference and exercise their rights.
- II. Methods for handling disruptions of the video conference platform or participation by video due to natural disasters, incidents, or other force majeure, including at least the following:
 - (I) The time at which the disruption cannot be eliminated and the meeting must be postponed or continued, and the date of postponement or continuation.
 - (II) Shareholders who did not register to attend the original shareholders' meeting by video shall not participate in the postponed or continued meeting.
 - (III) Where a video-assisted shareholders' meeting cannot continue by video conference, and after deducting the number of shares represented by shareholders attending via video conference the remaining shares still meet the statutory quorum, the meeting shall continue. The shares represented by shareholders attending via video conference shall be included in the total number of shares represented, and those shareholders shall be deemed to have abstained from all proposals of the meeting.

A Plus Biotechnology Co., Ltd.

Rules and Procedures of Shareholders' Meeting

- (IV) The handling method where all proposals have already been resolved but extempore motions have not been addressed.
- III. Where the Company convenes a video shareholders' meeting, appropriate alternative measures shall be provided for shareholders who encounter difficulty in participating by video. Except as otherwise provided under Paragraph 6, Article 44-9 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall at least provide shareholders with connection equipment and necessary assistance, and specify the application period and other matters requiring attention.

Article VII. Chairperson and Attendees

- I. Where the shareholders' meeting is convened by the Board of Directors, the Chairman shall be the Chairman of the Board. Where the Chairman is on leave or unable to exercise his duties, he shall designate a director to act in his place; if no proxy is designated, the directors shall elect one among themselves to act as chairperson.
- II. Where the Chairman is a proxy director, such director must have served for more than six months and be familiar with the Company's financial and business affairs. The same applies where the Chairman is the representative of a legal person director.
- III. Where the shareholders' meeting is convened by the Board of Directors, it is advisable that the Chairman personally preside. A majority of the directors, at least one independent director, and at least one member from each functional committee shall attend in person. Attendance shall be recorded in the minutes of the shareholders' meeting.
- IV. If the shareholders' meeting is convened by a person with the power to convene other than a member of the board of directors, the convener shall be the Chairman of the meeting. If there are two or more conveners, one of them shall be elected to be the Chairman.
- V. The Company may designate the attorney-at-law, CPA or related personnel appointed by it to be present at a shareholders' meeting.

Article VIII. Recording of the Shareholders' Meeting

- I. The Company shall make continuous audio and video recordings of the entire process beginning with shareholders' registration, through the proceedings of the meeting, and the voting and counting process.

A Plus Biotechnology Co., Ltd.

Rules and Procedures of Shareholders' Meeting

- II. The aforementioned audiovisual data shall be retained for at least one year. However, if a shareholder files a lawsuit in accordance with Article 189 of the Company Act, the records shall be preserved until the conclusion of the lawsuit.
- III. If a shareholders' meeting is convened by videoconference, the Company shall keep records of shareholders' registration, attendance, questioning, voting, and the Company's vote counting results, and the videoconference shall be audio and video recorded throughout the entire process.
- IV. The information and audio recordings referred to in the preceding paragraph shall be properly kept by the Company during the period of existence, and the audio and video recordings shall be provided to the entrusted person handling the video conference affairs for their preservation.

Article IX. Legal Shareholder Attendance Shares

- I. Attendance at the shareholders' meeting shall be calculated on the basis of the number of shares held. Attendance at shareholders' meetings shall be calculated based on number of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in and the shares checked in on the virtual meeting platform, plus the number of shares whose voting rights are exercised by correspondence or electronically.
- II. The Chairman shall call the meeting to order at the appointed meeting time, and at the same time announce the number of non-voting shares and the number of shares attending the meeting.
- III. The Chairman shall call the meeting to order at the specified meeting time. However, when the attending shareholders do not represent a majority of the total number of issued shares, the Chairman may announce a meeting postponement, provided that the number of such postponements is no more than two, and the total time no more than one hour. If after two postponements the shareholders present still represent less than one-third of the total issued shares, the Chairman shall declare the meeting adjourned. Where the meeting is convened by video conference, the Company shall also announce the adjournment on the video platform.
- IV. Where after two postponements the shareholders present represent at least one-third of the total issued shares but less than a majority, a tentative

A Plus Biotechnology Co., Ltd.

Rules and Procedures of Shareholders' Meeting

resolution may be adopted in accordance with Article 175, paragraph 1 of the Company Act. The tentative resolution shall be notified to all shareholders, and another shareholders' meeting shall be convened within one month. Shareholders wishing to attend the reconvened meeting by video must re-register with the Company pursuant to Article 6.

- V. When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the Chairman may resubmit the tentative resolution for voting at the shareholders' meeting pursuant to Article 174 of the Company Act.

Article X. Discussion of Motions

- I. If a shareholders' meeting is convened by the Board of Directors, the meeting agenda shall be set by the Board of Directors. The relevant motions (including extempore motions and amendments to original motions) shall be put to a vote, and the meeting shall proceed in accordance with the scheduled agenda, which shall not be changed without a resolution of the shareholders' meeting.
- II. The provisions of the preceding paragraph apply *mutatis mutandis* to a shareholders' meeting convened by a party with the power to convene that is not the Board of Directors.
- III. The Chairman may not declare the meeting adjourned prior to completion of the meeting agenda (including extraordinary motions) of the preceding two paragraphs except by a resolution of the shareholders' meeting. If the Chairman declares the meeting adjourned in violation of the rules of procedure, the other members of the board of directors shall promptly assist the attending shareholders in electing a new Chairman in accordance with statutory procedures, and then continue the meeting based on the agreement of a majority of the votes represented by the attending shareholders.
- IV. The Chairman shall allow sufficient explanation and discussion of proposals, amendments, and extempore motions raised by shareholders. When the Chairman deems that discussion has reached the point at which a resolution can be made, the Chairman may declare the discussion closed and call for a vote, providing sufficient time for voting.

Article XI. Shareholder Statements

- I. Shareholders who wish to speak during the meeting must first produce an

A Plus Biotechnology Co., Ltd.

Rules and Procedures of Shareholders' Meeting

- opinion slip detailing the topic and shareholder account number (or conference pass serial number). The order of shareholders' comments shall be determined by the chairperson.
- II. An attending shareholder who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.
 - III. Without the consent of the Chairman, each shareholder who speaks on the same motion shall not speak more than twice, and the speech each time shall not exceed five minutes. If the shareholder's speech violates the rules above or exceeds the scope of the agenda item, the Chairman may terminate the speech.
 - IV. When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the Chairman and the speaking shareholder; the Chairman shall stop any violation.
 - V. When a juristic person shareholder appoints two or more representatives to attend a shareholders' meeting, only one of the representatives so appointed may speak on the same proposal.
 - VI. An attending shareholder has spoken, the Chairman may respond in person or direct relevant personnel to respond.
 - VII. If a shareholders' meeting is convened by video conference, shareholders participating by way of video conference may ask questions in text form on the video conference platform of the shareholders' meeting after the Chairman calls the meeting to order. Each question may not be asked more than twice for each proposal, no more than 200 words. The preceding paragraph does not apply.

Article XII. Calculation of Voting Shares and Abstention System

- I. Voting at a shareholders' meeting shall be calculated based on the number of shares.
- II. Shares held by shareholders without voting rights shall not be counted in the total number of issued shares when calculating resolutions of the shareholders' meeting.
- III. Where a shareholder has a personal interest in any agenda item that may be detrimental to the Company, such shareholder shall not participate in voting,

A Plus Biotechnology Co., Ltd.

Rules and Procedures of Shareholders' Meeting

nor may such shareholder act as proxy to exercise voting rights on behalf of another shareholder.

- IV. The number of shares for which voting rights may not be exercised under the preceding paragraph shall not be counted in the total number of voting rights represented by attending shareholders.
- V. Except for trust enterprises or stock agencies approved by the competent securities authority, where one person simultaneously acts as proxy for two or more shareholders, the voting rights represented by such proxy shall not exceed three percent of the total voting rights of issued shares. Any excess shall not be counted.

Article XIII. Exercise of Voting Rights and Resolutions

- I. Each share shall carry one voting right, except for restricted shares or shares without voting rights as set forth in Article 179, paragraph 2 of the Company Act.
- II. When the Company holds a shareholders' meeting, it shall adopt exercise of voting rights by electronic means and may adopt exercise of voting rights by correspondence; when voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders' meeting notice. Shareholders who exercise voting rights in writing or electronically shall be deemed to have attended the meeting in person. However, for extempore motions or amendments to original proposals at that meeting, such shareholders shall be deemed to have abstained. The Company is therefore advised to avoid proposing extempore motions or amendments to original proposals.
- III. Where voting rights are exercised in writing or electronically, the expression of intent shall be delivered to the Company no later than two days before the meeting. In case of duplicate submissions, the earliest one received shall prevail. However, where a declaration of revocation of the earlier submission is made, this limitation shall not apply.
- IV. After exercising voting rights in writing or electronically, if a shareholder intends to attend the meeting in person or by video, the shareholder shall revoke the earlier submission using the same method no later than two days before the meeting. Failure to revoke by the deadline shall result in the written or electronic voting rights prevailing. Where voting rights are exercised in writing or electronically and a proxy is also appointed to attend

A Plus Biotechnology Co., Ltd.

Rules and Procedures of Shareholders' Meeting

- the meeting, the voting rights exercised by the proxy at the meeting shall prevail.
- V. The voting of the motion shall be passed with the approval of a majority of the voting rights of the shareholders present, unless otherwise stipulated in the Company Act and the Articles of Incorporation of the Company. When voting, the chairperson or a designated person shall first announce the total number of voting rights represented by attending shareholders for each proposal. Shareholders shall then vote item by item. On the same day as the meeting, the results of votes for, against, and abstained shall be input into the Market Observation Post System (MOPS).
- VI. If there is an amendment or substitute to the same proposal, the Chairman shall determine the order of voting together with the original proposal. When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.
- VII. The vote monitoring and counting personnel for the motion voting shall be appointed by the chair, provided that the monitoring personnel shall be shareholders.
- VIII. The counting of votes for motions or elections at the shareholders' meeting shall be conducted publicly within the meeting venue, and the voting results, including the statistical weighting of the votes, shall be announced on the spot upon completion of the count, and a record shall be kept.
- IX. When the Company holds a video conference, shareholders participating via video conference shall vote on each motion and the election of directors through the video conference platform after the Chairman announces the meeting's commencement. Voting shall be completed before the Chairman announces the close of voting. Shareholders failing to vote within the specified timeframe will be deemed to have waived their votes.
- X. If the shareholders' meeting is convened by video conference, the votes shall be counted in one lump sum and the voting and election results shall be announced after the Chairman announces the close of voting.
- XI. When the Company holds a video conference shareholders' meeting, shareholders who have registered to attend via video conference in accordance with Article 6, and wish to attend the physical meeting in person, must revoke their registration using the same method as the original registration no later than two days before the meeting. Any revocation made after this deadline will result in attendance being limited to the video

A Plus Biotechnology Co., Ltd.

Rules and Procedures of Shareholders' Meeting

conference session only.

- XII. A shareholder who exercises his/her right to vote by way of a written or electronic means without revoking his/her declaration of intent and participates in the shareholders' meeting by video conferencing shall not exercise its voting right on the original proposal, propose any amendment to the original proposal, or exercise voting rights on an amendment to the original proposal except for extempore motions.

Article XIV. Elections

- I. If an election of directors is held at a shareholders' meeting, the election results, including the names of those elected as directors and the numbers of votes with which they were elected, and the names of those not elected as directors and the numbers of votes with which they were not elected, shall be announced on the spot in accordance with the applicable election and appointment rules adopted by the Company.
- II. The ballots shall be sealed and signed by the scrutineers, properly kept, and preserved for at least one year.
However, if a shareholder files a lawsuit in accordance with Article 189 of the Company Act, the records shall be preserved until the conclusion of the lawsuit.

Article XV. Shareholders' Meeting Minutes

- I. Resolutions at a shareholders' meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the Chairman of the meeting and shall be distributed to all shareholders of the company within twenty days after the close of the meeting. The preparation and distribution of meeting minutes may be effected electronically.
- II. Distribution of the meeting minutes may also be effected by announcement through the Market Observation Post System (MOPS).
- III. The minutes shall faithfully record the year, month, day, place of meeting, name of the chairperson, method of resolution, the essential points of the proceedings, and the voting results (including numbers of votes). Where directors are elected, the number of votes obtained by each candidate shall be disclosed. It shall be retained for the duration of the existence of the Company.
- IV. If the shareholders' meeting is convened by video conference, the minutes of

A Plus Biotechnology Co., Ltd.

Rules and Procedures of Shareholders' Meeting

the meeting shall be prepared in accordance with the preceding paragraph, and shall also record the start and end time of the meeting, the method of convening, the name of the Chairman and the secretary, and the handling method and handling situation in the event of natural disasters, changes in circumstances, or other force majeure events that cause difficulties in using the video conference platform or participating via video conference.

- V. In addition to the provisions of the preceding paragraph, the Company shall also specify in the minutes of the video shareholders' meeting the substitute measures provided by shareholders who have difficulty attending the meeting via video.

Article XVI. Announcement to the Public

- I. Disclosure of the number of shares obtained through solicitation, shares represented by proxy agents, and shares represented by shareholders present in writing or electronically shall be included in a statistical table compiled by the Company on the day of the shareholders' meeting and in the format specified. The shareholders' meeting location shall feature a conspicuous display of this table. The aforementioned information shall be uploaded to the video conferencing platform for shareholders' meetings conducted via video conference by the Company a minimum of 30 minutes prior to the commencement of the meeting. The Company shall further disclose the information until the conclusion of the meeting.
- II. At the opening of a video shareholders' meeting, the total number of shares represented shall be disclosed on the video platform. Where, during the meeting, statistics of the number of shares and voting rights represented by shareholders are updated, such information shall likewise be disclosed.
- III. If matters put to a resolution at a shareholders' meeting constitute material information under applicable laws or regulations or under Taiwan Stock Exchange Corporation (Taipei Exchange) regulations, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.

Article XVII. Maintenance of Order at the Meeting Venue

- I. Staff handling affairs of the shareholders' meeting shall wear identification badges or armbands.
- II. The chair may direct the proctors or security personnel to help maintain the

A Plus Biotechnology Co., Ltd.

Rules and Procedures of Shareholders' Meeting

order of the meeting venue. Proctors or security personnel shall wear armbands or badges clearly indicating "Proctor."

- III. If the meeting place is equipped with sound amplifying equipment, the chair may terminate any shareholder's speech unless the shareholder is using the equipment set up by the company.
- IV. If a shareholder violates the rules of procedure and is not willing to be ordered by the chair to take corrective action, the chair may direct the picket or security personnel to escort the shareholder from the meeting venue.

Article XVIII. Recess and Continuation of Session

- I. During a shareholders' meeting, the chair may announce a break at his/her discretion. During a force majeure event, the chair may suspend the meeting temporarily and announce the meeting continued at his or her discretion.
- II. Where the venue cannot continue to be used before completion of the agenda (including extempore motions), the shareholders' meeting may resolve to reconvene at another venue.
- III. The shareholders' meeting may resolve, in accordance with Article 182 of the Company Act, to postpone or continue within five days.

Article XIX. Information Disclosure for Video Conferences

Upon the conclusion of the voting period on a video conferencing platform used for a shareholders' meeting, the Company is obligated to expeditiously disclose the outcomes of the vote as well as the results of each agenda item's election. After the Chairman declares the meeting adjourned, this disclosure must continue for a minimum of 15 minutes.

Article XX. Location of Chairperson and Record-keeper at Video Shareholders' Meetings

When the Company convenes a video shareholders' meeting, the Chairman and the recording personnel should be at the same location within the country. The Chairman should also announce the address of the location at the beginning of the meeting.

Article XXI. Handling of Disruptions

- I. Where a video shareholders' meeting is interrupted for thirty minutes or longer due to natural disaster, incident, or other force majeure before adjournment is declared, the meeting shall be postponed or continued within

A Plus Biotechnology Co., Ltd.

Rules and Procedures of Shareholders' Meeting

- five days. Article 182 of the Company Act shall not apply.
- II. In the event of the aforementioned meeting that should be adjourned or adjourned, shareholders who have not registered to participate in the original shareholders' meeting by video conference shall not participate in the adjourned or adjourned meeting.
 - III. Regarding the meeting that ought to be adjourned or postponed in accordance with the stipulations outlined in paragraph 1, the number of shares represented, the number of voting rights exercised, and the number of shares attended while the shareholder who was unable to participate in the adjourned or postponed meeting via video conference did so. The voting rights of shareholders present at the adjourned or postponed meeting shall be factored into the total number of shares, voting rights, and voting rights.
 - IV. When a shareholders' meeting is adjourned or resumed in accordance with paragraph 1, it is not necessary to rediscuss or resolve a proposal for which the voting has been completed and votes counted, and the voting results or the slate of elected directors have been announced.
 - V. If a video conference is convened by the Company and the video conference cannot be held under the circumstance specified in paragraph 1, if the total number of shares represented by the shareholders still reaches the legal limit determined by the video conference after deducting the number of shares attending the video conference. It is not necessary to postpone or continue the meeting in accordance with paragraph 1.
 - VI. If a shareholder participates in the shareholders' meeting by way of video conference on any matter that should be proceeded with the meeting in the preceding paragraph, the number of shares in attendance shall be counted in the total number of shares held by the shareholders in attendance, but the votes shall be deemed as their abstention on all proposals at the shareholders' meeting.
 - VII. Where the Company postpones or continues a meeting pursuant to the first paragraph, preparatory procedures shall be handled in accordance with Paragraph 7, Article 44-20 of the Regulations Governing the Administration of Shareholder Services of Public Companies, based on the original meeting date and applicable provisions.
 - VIII. The periods prescribed in Article 12, latter part; Article 13, paragraph 3 of the Rules for the Use of Proxies at Shareholders' Meetings of Public Companies; and Paragraph 2, Article 44-5; Article 44-5; and Paragraph 1,

A Plus Biotechnology Co., Ltd.

Rules and Procedures of Shareholders' Meeting

Article 44-17 of the Regulations Governing the Administration of Shareholder Services of Public Companies shall be based on the postponed or continued meeting date.

Article XXII. Handling of Digital Divide

When the Company convenes a shareholders' meeting via video conferencing, appropriate alternative measures shall be provided for shareholders who have difficulty attending the meeting virtually. Except as otherwise provided under Paragraph 6, Article 44-9 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall at least provide connection equipment and necessary assistance, and specify the application period and other relevant matters.

Article XXIII. Implementation

- I. The Rules shall be enforced upon approval by a shareholders' meeting. The same shall apply where the Rules are amended.
- II. These Rules were established on June 18, 2015.
The 1st amendment was made on November 18, 2022.
The 2nd amendment was made on June 30, 2023.

A Plus Biotechnology Co., Ltd.

Articles of Incorporation

Chapter 1 General Provisions

Article 1

The Company is organized in accordance with the Company Act and is named “A Plus Biotechnology Co., Ltd.”

Article 2

The business of the Company is as follows:

- I. F108031 Wholesale of Medical Devices.
- II. F108040 Wholesale of Cosmetics.
- III. F401010 International Trade.
- IV. CF01011 Medical Devices Manufacturing.
- V. ZZ99999 Except for the licensed business, the Company may conduct business that is not prohibited or restricted by law.

Article 3

The Company has its Headquarters in New Taipei City, and may establish branches domestically and overseas if necessary by resolution of the Board of Directors.

Article 4

The Company's announcement method is handled in accordance with Article 28 of the Company Act and the regulations of the Regulator.

Chapter 2 Shares

Article 5

The total capital of the Company is NT\$800 million, divided into 80 million shares, at a par value of NT\$10 per share. The unissued shares are authorized to be issued in installments by the Board of Directors.

The Company may issue employee stock warrants, and within the total number of shares referred to in the preceding paragraph, five million shares may be reserved for issuance of employee stock warrants, which may be issued in installments according to the resolution of the Board of Directors.

The Company's shares are registered in the name of the holder and signed or sealed by directors representing the Company, and issued after lawful certification. The Company may be exempted from printing share certificates, issuing other securities in physical form, but shall register with a centralized securities depository organization, issuing other securities in the same manner.

Article 5-1

If the Company issues employee stock warrants at an exercise price lower than the closing price of the Company's common stock on the date of issuance, the issuance shall require the presence of shareholders representing more than half of the total number of issued shares and the consent of at least two-thirds of the voting rights of the shareholders present.

If the Company transfers repurchased shares to employees at a price lower than the average repurchase price, such transfer shall require the presence of shareholders representing more than half of the total number of issued shares and the consent of at least two-thirds of the voting rights of the shareholders present at the most recent shareholders' meeting.

Article 5-2

The repurchase of treasury stocks, the issuance of employee stock warrants, the issuance of new shares for cash capital increase, and the issuance of new restricted employee shares by the Company may be transferred or issued to employees of controlled or subsidiary companies that meet certain criteria. The specific criteria shall be determined by the Board of Directors.

Article 6

Changes in the shareholders register shall not be made within 60 days prior to a regular shareholders' meeting, 30 days prior to a special shareholders' meeting, or 5 days prior to the record date fixed by the Company for distribution of dividends, bonuses, or other interests.

Article 6-1

The Company's stock affairs should be handled in accordance with the "Regulations Governing the Administration of Shareholder Services of Public Companies" and other relevant laws and regulations issued by the competent authority.

Chapter 3 Shareholders' Meeting

Article 7

Shareholders' meetings are of two types: regular and special. A regular shareholders' meeting shall be convened at least once a year by the Board of Directors within six months after the end of each fiscal year. Special shareholders' meetings shall be convened as necessary in accordance with the law.

Shareholders' meetings may be convened by means of video conference or other methods announced by the Ministry of Economic Affairs.

Notices of regular shareholders' meetings shall be given 30 days in advance, and notices of special shareholders' meetings shall be given 15 days in advance, stating the date, place, and purpose of the meeting. Notices may be given in writing or by electronic means, provided that shareholders holding less than 1,000 registered shares may be notified by public announcement.

Article 8

A shareholder may appoint a proxy to attend a shareholders' meeting by issuing a power of attorney printed by the Company, specifying the scope of authorization. The use of such proxies shall be governed by Articles 177 and 177-2 of the Company Act.

Except as provided in Articles 177, 177-2 of the Company Act and Article 25-1 of the Securities and Exchange Act, the use of proxies shall be conducted in accordance with the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies."

Article 9

Each shareholder of the Company is entitled to one vote per share held, except as otherwise restricted by the Company Act and relevant laws and regulations.

Article 10

Unless otherwise provided by the Company Act, resolutions at a shareholders' meeting shall be adopted by a majority of the shareholders present, who represent more than half of the total number of issued shares, and shall be executed based on the majority of the voting rights of the attending shareholders.

Resolutions at a shareholders' meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the Chairman of the meeting and shall be distributed to all shareholders of the company within twenty days after the close of the meeting.

The aforementioned distribution of the minutes of meeting on record may be made by public announcement.

The minutes shall state the year, month, day, place of the meeting, the name of the chairperson, the method of resolution, the substance of the proceedings, and the results, and shall be permanently preserved during the existence of the Company.

The attendance book and proxy forms shall be kept for at least one year. However, if a shareholder initiates a lawsuit in accordance with Article 189 of the Company Act, the recording shall be kept until the end of the lawsuit.

Article 11

After the Company's shares are listed on the Emerging Market, electronic means shall be included as one of the channels for shareholders to exercise voting rights. Shareholders may exercise voting rights electronically, and the method of exercise shall be specified in the notice of the shareholders' meeting.

Chapter 4 Directors and Audit Committee

Article 12

The Company shall have between five and nine Directors, with a term of three years. The election system shall be based on a candidate nomination system in accordance with Article 192-1 of the Company Act, whereby the Shareholders' Meeting shall

elect Directors from the list of candidates. Directors are eligible for re-election. In addition, pursuant to Articles 14-2 and 14-4 of the Securities and Exchange Act, no less than three Independent Directors shall be appointed from the aforementioned number of Directors, representing no less than one-fifth of the total number of Directors. The qualifications, nomination and election methods of independent directors and other matters to be followed shall be handled in accordance with the regulations of the Securities Regulator.

Article 12-1

The Company has established an Audit Committee in accordance with the Securities and Exchange Act. The Audit Committee shall consist of all Independent Directors.

The duties and other compliance matters of the Audit Committee shall be handled in accordance with the Company Act, the Securities and Exchange Act, and other relevant laws and regulations and the Company's regulations.

The Company may establish various functional committees, and the organizational rules thereof shall be determined by the Board of Directors in accordance with relevant laws and regulations.

Article 13

The Board of Directors shall be organized by the Directors. With the attendance of more than two-thirds of the Directors and the consents of more than half of the Directors present, the Chairperson shall be elected among the Directors. The Chairman shall represent the Company externally.

Article 13-1

Unless otherwise provided by the Company Act, the Board of Directors shall be convened by the Chairperson. The convening of the Board of Directors shall state the reasons and shall notify each director seven days in advance. In case of emergency, the meeting may be called at any time. If the Board of Directors is held via video conference, directors participating in the video conference shall be deemed to have attended the meeting in person.

The Board of Directors may be notified in writing, by fax, or by e-mail.

Article 13-2

Unless otherwise provided by the Company Act, resolutions of the Board of Directors shall require the attendance of a majority of directors and the consent of a majority of the attending directors. A director unable to attend may appoint another director as proxy by issuing a power of attorney specifying the scope of authorization. Each director may accept only one such proxy.

Article 14

When the Chairperson is on leave or is otherwise unable to perform his/her duties, a proxy shall act on his/her behalf in accordance with Article 208 of the Company Act.

Article 15

The remuneration of all directors, regardless of operating profit or loss, shall be determined by the Board of Directors based on their participation in operations and the value of their contributions.

The Company shall establish a Remuneration Committee to evaluate the performance and remuneration of directors and managers, and submit the results to the Board of Directors for discussion.

Article 15-1

During their term of office, the Company may purchase liability insurance for directors to cover liabilities arising from the scope of their duties. The Board of Directors is authorized to handle insurance matters.

Chapter 5 Managers

Article 16

The Company may have managerial officers, whose appointment, dismissal and remuneration shall be handled in accordance with Article 29 of the Company Act.

Chapter 6 Accounting

Article 17

The fiscal year of the Company begins on January 1 and ends on December 31 of each year. At the end of each fiscal year, the Board of Directors shall prepare a business report, financial statements, and proposals for earnings distribution or loss appropriation, which shall be submitted to the regular shareholders' meeting for approval.

Article 18

If the Company has profits in a fiscal year, not less than 2% shall be allocated as employee remuneration (of which not less than 1% shall be distributed to entry-level employees) and no more than 5% as director remuneration. However, if the Company has accumulated losses, such losses shall first be covered.

The aforementioned employee compensation may be distributed in cash or stock and may include employees of the Company and employees of its subsidiaries who meet certain criteria.

The preceding two paragraphs shall be implemented by a special resolution of the Board of Directors and reported to the Shareholders' Meeting.

Article 18-1

If the Company has earnings in a fiscal year, such earnings shall first be used to pay taxes and to offset accumulated losses. 10% of the remaining earnings shall be set aside as legal reserve, unless the legal reserve has already reached the Company's paid-in capital. A special reserve may also be set aside or reversed in accordance with laws or operational needs. Any remaining earnings, together with undistributed

earnings from prior years, shall serve as the basis for distribution proposals. If dividends are to be distributed in the form of new shares, such proposals shall be submitted to the Shareholders' Meeting for approval before distribution. If dividends are to be distributed in cash, the proposal shall be approved by the Board of Directors and then reported to the Shareholders' Meeting.

The Company's dividend policy shall be based on the overall operating environment and industry characteristics, considering the Company's future financial structure and capital budget, and taking into account profitability, undistributed earnings, and capital surplus, to formulate an appropriate dividend distribution.

However, the total amount of dividends distributed in the year shall not be less than 5% of the distributable surplus.

The proportion of cash dividends shall not be less than 10% of the total dividends distributed in the year.

Article 19

The Company may, in accordance with Article 241 of the Company Act, authorize the Board of Directors, by special resolution, to distribute all or part of the legal reserve and capital surplus in cash and report to the Shareholders' Meeting; or to distribute by issuing new shares, subject to resolution of the Shareholders' Meeting.

Article 20

For business needs, the Company may provide external guarantees.

Article 20-1

The Company may make external investments exceeding 40% of its paid-in capital, which shall be executed by the Board of Directors.

Chapter 7 Supplementary Provisions

Article 21

Matters not provided for herein shall be handled in accordance with the Company Act and other relevant laws and regulations.

Article 22

These Articles of Incorporation were established on August 23, 2009.

The first amendment was made on January 15, 2010.

The second amendment was made on August 16, 2010.

The third amendment was made on September 27, 2010.

The fourth amendment was made on December 24, 2010.

The fifth amendment was made on April 28, 2011.

The sixth amendment was made on October 24, 2011.

The seventh amendment was made on November 22, 2011.

The eighth amendment was made on December 8, 2011.

The ninth amendment was made on June 7, 2012.

The tenth amendment was made on April 12, 2013.

The eleventh amendment was made on June 26, 2013.
The twelfth amendment was made on June 26, 2014.
The thirteenth amendment was made on June 18, 2015.
The fourteenth amendment was made on June 22, 2016.
The fifteenth amendment was made on June 30, 2020.
The sixteenth amendment was made on June 30, 2021.
The seventeenth amendment was made on November 18, 2022.
The eighteenth amendment was made on June 27, 2024.
The nineteenth amendment was made on June 30, 2025.

A Plus Biotechnology Co., Ltd.

Chairperson: Sih-Ming Li

A Plus Biotechnology Co., Ltd.

Sustainable Development Best Practice Principles (Before Amendment)

Chapter I General Provisions

Article I.

These Principles are established in accordance with the "Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies" to implement the Company's corporate social responsibility and to promote economic, environmental, and social progress, thereby achieving the goals of sustainable development.

Article II.

The scope of these Principles encompasses the overall operations and activities of the Company and its group enterprises.

While engaging in business operations, the Company shall actively practice sustainable development in line with international development trends and, through its corporate citizenship, enhance its contribution to the national economy, improve the quality of life for employees, the community, and society, and promote a competitive advantage grounded in sustainable development.

Article III.

In promoting sustainable development, the Company shall give due consideration to the rights and interests of its stakeholders and, while pursuing sustainable operations and profitability, prioritize environmental, social, and corporate governance (ESG) factors, and integrate them into the Company's management policies and operational activities.

The Company shall, in accordance with the principle of materiality, conduct risk assessments of environmental, social, and corporate governance issues pertaining to its operations and establish the relevant risk management policies or strategies.

Article IV.

The Company's implementation of sustainable development initiatives shall be governed by the following principles:

- i. Implement Corporate Governance.
- ii. Foster a Sustainable Environment.
- iii. Preserve Public Welfare.
- iv. Enhance Disclosure of Corporate Sustainable Development Information.

Article V.

The Company shall consider the correlation between domestic and international sustainable development trends and its core business operations, as well as the impact of the operations of the Company and its group enterprises on stakeholders, when formulating its sustainable development policies, systems, or

A Plus Biotechnology Co., Ltd.

Sustainable Development Best Practice Principles

(Before Amendment)

relevant management guidelines and concrete promotional plans. These shall be adopted by the Board of Directors and reported to the Shareholders' Meeting. When a shareholder proposes a motion on sustainable development, the Company's Board of Directors shall duly review and consider whether to include it on the agenda of the Shareholders' Meeting.

Chapter II Implementing Corporate Governance

Article VI.

The Company shall follow the "Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies," the "Ethical Corporate Management Best Practice Principles for TWSE/TPEX Listed Companies," and the "Reference Examples of Ethical Conduct Codes for TWSE/TPEX Listed Companies" to establish an effective governance framework and relevant ethical standards, thereby promoting sound corporate governance.

Article VII.

The directors of the Company shall exercise the due care of good administrators, urge the Company to practice sustainable development, and regularly review the effectiveness of those initiatives and make continuous improvements to ensure the implementation of the sustainable development policy.

When the Board of Directors promotes the Company's sustainable development goals, it shall fully consider the interests of stakeholders and include the following matters:

- i. Proposing a sustainable development mission or vision, and formulating sustainable development policies, systems, or relevant management guidelines.
- ii. Integrating sustainable development into the Company's operational activities and development direction, and ratifying concrete promotional plans for sustainable development.
- iii. Ensuring the timeliness and accuracy of the disclosure of sustainable development-related information.

The Company shall delegate to senior management the authority to address economic, environmental, and social issues arising from its operational activities, and such management shall report the handling status to the Board of Directors. The operational procedures and the responsible personnel for each related matter shall be specific and clear.

A Plus Biotechnology Co., Ltd.

Sustainable Development Best Practice Principles

(Before Amendment)

Article VIII.

The Company shall regularly hold training sessions to promote sustainable development, including matters specified in the second paragraph of the preceding Article.

Article IX.

To ensure sound management of sustainable development, the Company shall establish a governance structure for its promotion, and set up an exclusively (or concurrently) dedicated unit responsible for proposing and enforcing the sustainable development policies, systems, or relevant management guidelines and concrete promotional plans, and shall report regularly to the Board of Directors.

The Company shall establish reasonable remuneration policies to ensure that remuneration arrangements support the organization's strategic aims and align with stakeholders' interests. The employee performance evaluation system shall be integrated with the sustainable development policy, and clear and effective incentive and disciplinary systems shall be established.

Article X.

The Company shall respect the rights and interests of its stakeholders, identify them, and establish a dedicated Stakeholder Section on the Company's website. Through appropriate communication channels, the Company shall understand stakeholders' reasonable expectations and needs and respond appropriately to important sustainable development issues they are concerned about.

Chapter III Fostering a Sustainable Environment

Article XI.

The Company shall comply with environmental laws and regulations, relevant international guidelines, and other applicable requirements, appropriately protect the natural environment, and endeavor to achieve the goal of environmental sustainability in its operations and internal management.

Article XII.

The Company shall strive to improve energy efficiency and use renewable materials with low environmental impact, thereby enabling the sustainable use of the Earth's resources.

A Plus Biotechnology Co., Ltd.

Sustainable Development Best Practice Principles

(Before Amendment)

Article XIII.

The Company shall establish an appropriate environmental management system tailored to its industry's characteristics. The system shall include the following:

- i. Collecting sufficient and timely information to evaluate the impact of the Company's operational activities on the natural environment.
- ii. Establishing measurable environmental sustainability goals and periodically reviewing the continuity and relevance of their development.
- iii. Formulating implementation measures such as concrete plans or action programs, and regularly reviewing the effectiveness of their operation.

Article XIV.

The Company shall establish a dedicated environmental management unit or personnel to formulate, promote, and maintain relevant environmental management systems and concrete action programs, and shall regularly hold environmental education courses for management and employees.

Article XV.

The Company shall consider the impact of its operations on eco-efficiency, promote and advocate the concept of sustainable consumption, and engage in operational activities such as research and development (R&D), procurement, production, operations, and services in accordance with the following principles to reduce the impact of the Company's operations on the natural environment and humanity:

- i. Reducing the resource and energy consumption of products and services.
- ii. Reducing the emission of pollutants, toxins, and waste, and properly disposing of waste.
- iii. Improving the recyclability and reusability of raw materials or products.
- iv. Maximizing the sustainable use of renewable resources.
- v. Extending the durability of products.
- vi. Increasing the efficiency of products and services.

Article XVI.

To enhance water use efficiency, the Company shall utilize water resources properly and sustainably and establish relevant management measures.

The Company shall construct and strengthen relevant environmental protection and treatment facilities to prevent pollution of water, air, and land, and shall make the utmost effort to minimize adverse effects on human health and the environment by adopting the best feasible measures for pollution prevention and control.

A Plus Biotechnology Co., Ltd.

Sustainable Development Best Practice Principles

(Before Amendment)

Article XVII.

The Company shall assess the potential risks and opportunities of climate change for the enterprise, both present and future, and take relevant corresponding measures.

The Company shall use generally accepted domestic and international standards or guidelines to conduct and disclose its corporate greenhouse gas inventory. The scope shall preferably include:

- i. Direct Greenhouse Gas Emissions: Greenhouse gas emission sources owned or controlled by the Company.
- ii. Indirect Greenhouse Gas Emissions: Emissions resulting from the use of imported energy, such as electricity, heat, or steam.
- iii. Other Indirect Emissions: Emissions resulting from the Company's activities that are not energy-related indirect emissions but come from sources owned or controlled by other companies.

The Company shall compile statistics on greenhouse gas emissions, water consumption, and total waste weight, and establish policies for energy conservation, carbon and greenhouse gas reduction, water consumption reduction, and other waste management. The acquisition of carbon credits shall be integrated into the Company's carbon reduction strategy planning and promoted accordingly, to minimize the impact of the Company's operational activities on climate change.

Chapter IV Preserving Public Welfare

Article XVIII.

The Company shall comply with applicable laws and regulations and adhere to international human rights conventions, including those on gender equality, labor, and non-discrimination.

To fulfill its responsibility to protect human rights, the Company shall formulate relevant management policies and procedures, including:

- i. Proposing the enterprise's human rights policy or statement.
- ii. Assessing the impact of the Company's operational activities and internal management on human rights, and establishing corresponding handling procedures.
- iii. Regularly reviewing the effectiveness of the enterprise's human rights policy or

A Plus Biotechnology Co., Ltd.

Sustainable Development Best Practice Principles

(Before Amendment)

statement.

iv. When human rights violations are involved, disclose the procedures for addressing the stakeholders concerned.

The Company shall comply with internationally recognized labor rights, including freedom of association, the right to collective bargaining, care for vulnerable groups, prohibition of child labor, elimination of all forms of forced labor, and elimination of employment and occupation discrimination. The Company shall ensure that its human resource policies are free from discriminatory treatment based on gender, race, socio-economic class, age, marital or family status, etc., to implement equality and fairness in employment, employment conditions, compensation, benefits, training, evaluation, and promotion opportunities.

For matters that infringe on employees' rights and interests, the Company shall provide an effective and appropriate grievance mechanism, ensuring equality and transparency throughout the grievance process. The channels for grievance shall be clear, convenient, and unobstructed, and the Company shall respond to any employee's grievance in an appropriate manner.

Article XIX.

The Company shall provide employees with information to understand the labor laws of the country in which its operations are located and the rights they enjoy thereunder.

Article XX.

The Company shall provide employees with a safe and healthy work environment, including providing necessary health and first-aid facilities, and shall endeavor to minimize hazards to employees' safety and health to prevent occupational accidents.

The Company shall regularly conduct safety and health education and training for its employees.

Article XXI.

The Company shall create a positive environment for the career development of its employees and establish effective training programs for career competency development. The Company to establish industry-academia cooperation plans to cultivate potential talents for the industry.

The Company shall formulate and implement reasonable employee welfare measures (including compensation, leave, and other benefits), and appropriately

A Plus Biotechnology Co., Ltd.

Sustainable Development Best Practice Principles

(Before Amendment)

reflect operating performance or results in employee compensation, to ensure the recruitment, retention, and encouragement of human resources, thereby achieving the goals of sustainable operation.

Article XXII.

The Company shall establish channels for regular communication and dialogue with employees, granting them the right to obtain information and to express their opinions regarding the Company's operational management activities and decisions.

The Company shall respect the right of employee representatives to negotiate working conditions and shall provide employees with the necessary information and physical facilities to promote negotiation and cooperation among the employer, employees, and employee representatives.

The Company shall notify employees in a reasonable manner of operational changes that may significantly impact them.

Article XXII-I

The Company shall treat its customers or consumers of its products or services in a fair and reasonable manner. This includes principles such as fairness and good faith in contracting, duty of care and fiduciary duty, truthfulness in advertising and solicitation, fitness of products or services, notification and disclosure, commensuration between compensation and performance, complaint protection, and professionalism of sales personnel. The Company shall establish relevant implementation strategies and concrete measures.

Article XXIII.

The Company shall be responsible for its products and services and emphasize marketing ethics. Its processes for research and development (R&D), procurement, production, operations, and services shall ensure the transparency and safety of product and service information, and the Company shall formulate and disclose its consumer rights policy and implement it in its operational activities to prevent products or services from harming consumer rights, health, and safety.

Article XXIV.

The Company shall ensure the quality of its products and services in accordance with government regulations and relevant industry standards.

The Company shall comply with applicable laws, regulations, and international guidelines regarding customer health and safety, customer privacy, marketing,

A Plus Biotechnology Co., Ltd.

Sustainable Development Best Practice Principles

(Before Amendment)

and labeling of its products and services, and shall not engage in deception, misrepresentation, fraud, or any other act that undermines consumer trust or harms consumer rights.

Article XXV.

The Company shall assess and manage various risks that may cause business interruption, thereby mitigating the impact on consumers and society.

The Company shall provide transparent and effective consumer complaint procedures for its products and services, handle consumer complaints fairly and promptly, and shall comply with relevant laws and regulations, such as the Personal Data Protection Act, genuinely respecting consumer privacy rights and protecting personal data provided by consumers.

Article XXVI.

The Company shall assess the environmental and social impacts of procurement activities on the communities of the source of supply and collaborate with its suppliers to implement corporate social responsibility.

The Company shall establish a supplier management policy that requires suppliers to comply with relevant regulations on issues such as environmental protection, occupational safety and health, and labor and human rights. Before engaging in business transactions, the Company shall assess whether its suppliers have a record of adversely affecting the environment and society, and avoid transactions with those that conflict with the Company's corporate social responsibility policy.

When the Company signs contracts with its major suppliers, the content shall preferably include compliance with both parties' corporate social responsibility policies, and a clause allowing the Company to terminate or rescind the contract at any time if the supplier violates the policy and causes a significant impact on the environment and society of the source of supply community.

Article XXVII.

The Company shall assess the impact of its operations on the community and appropriately employ local personnel where the Company operates to enhance community identification.

The Company shall allocate resources to organizations that solve social or environmental problems through a business model, or participate in activities of civic organizations, charitable groups, and government agencies related to community development and education, through equity investment, commercial activities, donations, corporate volunteer services, or other public welfare

A Plus Biotechnology Co., Ltd.

Sustainable Development Best Practice Principles

(Before Amendment)

professional services, to promote community development.

Article XXVII-I

The Company shall continuously allocate resources to cultural and artistic activities or cultural and creative industries through donations, sponsorships, investments, procurement, strategic partnerships, corporate volunteer technical services, or other support models, to promote cultural development.

Chapter V Enhancing Disclosure of Corporate Sustainable Development Information

Article XXVIII.

The Company shall disclose information in accordance with relevant laws and regulations and the "Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies," and shall fully disclose relevant and reliable sustainable development information to enhance information transparency. The sustainable development-related information disclosed by the Company is as follows:

- i. Sustainable development policies, systems, or relevant management guidelines, and concrete promotional plans resolved by the Board of Directors.
- ii. The risks and impacts arising from the implementation of corporate governance, fostering a sustainable environment, and preserving public welfare on the Company's operations and financial status.
- iii. The promotion goals, measures, and implementation performance were formulated by the Company for sustainable development.
- iv. Key stakeholders and the issues they are concerned about.
- v. Disclosure of management and performance information regarding major environmental and social issues by key suppliers.
- vi. Other sustainable development-related information.

Article XXIX.

The Company shall adopt internationally widely recognized standards or guidelines when compiling its sustainability report to disclose the progress of sustainable development, and shall preferably obtain third-party assurance or verification to enhance information reliability.

The content shall preferably include:

- i. The implementation of sustainable development policies, systems, or relevant management guidelines, and concrete promotional plans.

A Plus Biotechnology Co., Ltd.

Sustainable Development Best Practice Principles

(Before Amendment)

- ii. Key stakeholders and the issues they are concerned about.
- iii. The execution performance and review of the Company's implementation of corporate governance, fostering a sustainable environment, preserving public welfare, and promoting economic development.
- iv. Future directions for improvement and goals.

Chapter VI Supplementary Provisions

Article XXX.

The Company shall continuously monitor the development of domestic and international sustainable development standards and changes in the business environment, and accordingly review and improve the Company's established sustainable development system to enhance the effectiveness of its sustainable development initiatives.

Article XXXI. Implementation

- i. These Principles shall be implemented after adoption by the Board of Directors and reported to the Shareholders' Meeting. The same shall apply to any amendments.
- ii. These Principles were established on April 10, 2023.

Procedures for Acquisition or Disposal of Assets(Before Amendment)

Chapter I General Principles

Article I. Purpose

These Procedures are adopted to provide a basis for the acquisition and disposal of assets, protect company assets, and implement public disclosure of information.

Article II. Legal Basis

These Regulations are adopted in accordance with the provisions of Article 36-1 of the Securities and Exchange Act ("the Act") and "Regulations Governing the Acquisition and Disposal of Assets by Public Companies"; provided, where financial laws or regulations provide otherwise, such provisions shall govern.

Article III. Scope of Assets

The term "assets" as used in these Procedures includes the following:

- i. Investments in stocks, government bonds, corporate bonds, and financial bonds, securities representing interest in a fund, depositary receipts, call (put) warrants, beneficial interest securities, and asset-backed securities.
- ii. Real property (including land, houses and buildings, investment property, and construction enterprise inventory) and equipment.
- iii. Memberships.
- iv. Patents, copyrights, trademarks, franchise rights, and other intangible assets.
- v. Right-of-use assets.
- vi. Claims of financial institutions (including receivables, bills purchased and discounted loans, and overdue receivables).
- vii. Derivatives.
- viii. Assets acquired or disposed of in connection with mergers, demergers, acquisitions, or transfer of shares in accordance with the law.
- ix. Other major assets.

Article IV. Definitions

- i. Derivatives: Forward contracts, options contracts, futures contracts, leverage contracts, or swap contracts, whose value is derived from a specified interest rate, financial instrument price, commodity price, foreign exchange rate, index of prices or rates, credit rating or credit index, or other variable; or hybrid contracts combining the above contracts; or hybrid contracts or structured products containing embedded derivatives. The term "forward contracts" does not include insurance contracts, performance contracts, after-sales service contracts, long-term leasing contracts, or long-term purchase (sales) contracts.

APlus Biotechnology Co., Ltd.

Procedures for Acquisition or Disposal of Assets(Before Amendment)

- ii. Assets acquired or disposed of through mergers, demergers, acquisitions, or transfer of shares in accordance with law: Refers to assets acquired or disposed of through mergers, demergers, or acquisitions conducted under the Business Mergers and Acquisitions Act, Financial Holding Company Act, Financial Institution Merger Act and other acts, or the transfer of shares from another company through the issuance of new shares of its own as the consideration therefor (hereinafter "transfer of shares") under Article 156-3 of the Company Act.
- iii. Related party or subsidiary: As defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers.
- iv. Professional appraiser: Refers to a real property appraiser or other person duly authorized by law to engage in the value appraisal of real property or equipment.
- v. Date of occurrence: Refers to the date of contract signing, date of payment, date of consignment trade, date of transfer, dates of boards of directors' resolutions, or other date that can confirm the counterpart and monetary amount of the transaction, whichever date is earlier; provided, for investment for which approval of the competent authority is required, the earlier of the above date or the date of receipt of approval by the competent authority shall apply.
- vi. Mainland China area investment: Refers to investments in the mainland China area approved by the Ministry of Economic Affairs Investment Commission or conducted in accordance with the provisions of the Regulations Governing Permission for Investment or Technical Cooperation in the Mainland Area.
- vii. Investment professional: Refers to financial holding companies, banks, insurance companies, bill finance companies, trust enterprises, securities firms operating proprietary trading or underwriting business, futures commission merchants operating proprietary trading business, securities investment trust enterprises, securities investment consulting enterprises, and fund management companies that are lawfully incorporated and are regulated by the competent financial authorities of the jurisdiction where they are located.
- viii. Securities exchange: "Domestic securities exchange" refers to the Taiwan Stock Exchange Corporation; "foreign securities exchange" refers to any organized securities exchange market that is regulated by the competent securities authorities of the jurisdiction where it is located.
- ix. Over-the-counter venue ("OTC venue", "OTC"): "Domestic OTC venue" refers to a venue for OTC trading provided by a securities firm in accordance with

APlus Biotechnology Co., Ltd.

Procedures for Acquisition or Disposal of Assets(Before Amendment)

the Regulations Governing Securities Trading on the Taipei Exchange; "foreign OTC venue" refers to a venue at a financial institution that is regulated by the foreign competent authority and that is permitted to conduct securities business.

Article V. Independence Requirements and Qualifications

Professional appraisers and their officers, certified public accounts, attorneys, and securities underwriters that provide public companies with appraisal reports, certified public accountant's opinions, attorney's opinions, or underwriter's opinions, shall meet the following requirements:

- i. May not have previously received a final and unappealable sentence to imprisonment for 1 year or longer for a violation of the Act, the Company Act, the Banking Act of the Republic of China, the Insurance Act, the Financial Holding Company Act, or the Business Entity Accounting Act, or for fraud, breach of trust, embezzlement, forgery of documents, or occupational crime. However, this provision does not apply if 3 years have already passed since completion of service of the sentence, expiration of the period of a suspended sentence, or receipt of a pardon.
- ii. May not be a related party or de facto related party of any party to the transaction.
- iii. If the company is required to obtain appraisal reports from two or more professional appraisers, the different professional appraisers or appraisal officers may not be related parties or de facto related parties of each other.

When issuing an appraisal report or opinion, the personnel referred to in the preceding paragraph shall comply with the self-regulatory rules of the industry associations to which they belong and with the following

provisions:

- i. Prior to accepting a case, they shall prudently assess their own professional capabilities, practical experience, and independence.
- ii. When conducting a case, they shall appropriately plan and execute adequate working procedures in order to produce a conclusion and use the conclusion as the basis for issuing the report or opinion. The related working procedures, data collected, and conclusion shall be fully and accurately specified in the case working papers.
- iii. They shall undertake an item-by-item evaluation of the appropriateness and reasonableness of the sources of data used, the parameters, and the information, as the basis for issuance of the appraisal report or the opinion.
- iv. They shall issue a statement attesting to the professional competence and independence of the personnel who prepared the report or opinion, and that they have evaluated and found that the information used is appropriate and reasonable, and that they have complied with applicable laws and regulations.

APlus Biotechnology Co., Ltd.

Procedures for Acquisition or Disposal of Assets(Before Amendment)

Chapter II Disposition Procedures

Section I Establishment of Disposition Procedures

Article VI.

These Regulations shall be approved by more than half of all members of the Audit Committee. If any independent director has an opposing or reserved opinion, such opinion shall be recorded in the minutes of the meeting. The Regulations shall then be submitted to the Board of Directors for approval and subsequently to the shareholders' meeting for consent; the same shall apply to any amendments hereto. If a director expresses an objection that is documented in the minutes or a written statement, the Company shall submit such objection to the shareholders' meeting for discussion.

If the approval of more than half of all members of the Audit Committee as specified in the preceding paragraph is not obtained, the Regulations may be approved by two-thirds or more of all directors, and the resolution of the Audit Committee shall be recorded in the minutes of the Board of Directors meeting.

The terms "all members of the Audit Committee" and "all directors" as used in the preceding paragraph shall be calculated based on the number of members/directors actually in office.

Article VII. Total amounts of real property and right-of-use assets thereof or securities acquired by the company and each subsidiary for business use, and limits on individual securities are as follows:

- i. Total investment in securities and non-business real property: Shall not exceed the company's net worth.
- ii. Investment in non-business real property: Limited to 20% of net worth.
- iii. Investment in individual securities: Limited to 30% of net worth (except equity method investments which are limited to total net worth).

Article VIII. The acquisition or disposal of assets by the Company shall be approved by more than half of all members of the Audit Committee and subsequently submitted to the Board of Directors for a resolution. If any independent director expresses a dissenting or reserved opinion, such opinion shall be recorded in the minutes of the Board of Directors meeting. If the approval of more than half of all members of the Audit Committee as specified in the preceding paragraph is not obtained, the matter may be approved by two-thirds or more of all directors. In such a case, the resolution of the Audit Committee shall be recorded in the minutes of the Board of Directors meeting.

The terms "all members of the Audit Committee" and "all directors" as used in the preceding paragraphs shall be calculated based on the number of persons actually in office.

APlus Biotechnology Co., Ltd.

Procedures for Acquisition or Disposal of Assets(Before Amendment)

Section II Acquisition or Disposal of Assets

Article IX. Real Property, Equipment, or Right-of-use Assets

i. Assessment Procedures

(1) For the acquisition or disposal of real property or right-of-use assets thereof, the transaction terms and price shall be determined with reference to the publicly announced current value, appraised value, or actual transaction prices of neighboring real property and price negotiation results. A feasibility study shall be conducted covering the purpose and motivation for the acquisition or disposal, price and benefit analyses, and an analysis report shall be prepared and submitted to the authorized supervisor for approval.

(2) Engaging Experts to Provide Opinions

When the Company acquires or disposes of real property, equipment, or right-of-use assets thereof—except for transactions with domestic government agencies, construction on self-owned or leased land, or the acquisition or disposal of equipment or right-of-use assets thereof for operating use—if the transaction amount reaches 20 percent of the Company's paid-in capital or NT\$300 million or more, the Company shall obtain an appraisal report from a professional appraiser prior to the date of occurrence of the event and shall comply with the following provisions:

- a. Where, due to special circumstances, it is necessary to give a limited price, specified price, or special price as a reference basis for the transaction price, the transaction shall be submitted for approval in advance by the board of directors; the same procedure shall also be followed whenever there is any subsequent change to the terms and conditions of the transaction.
- b. Where the transaction amount is NT\$1 billion or more, appraisals from two or more professional appraisers shall be obtained.
- c. Where any one of the following circumstances applies with respect to the professional appraiser's appraisal results, unless all the appraisal results for the assets to be acquired are higher than the transaction amount, or all the appraisal results for the assets to be disposed of are lower than the transaction amount, a certified public accountant shall be engaged to render a specific opinion regarding the reason for the discrepancy and the appropriateness of the transaction price:
 - A. The discrepancy between the appraisal result and the transaction amount is 20 percent or more of the transaction amount.
 - B. The discrepancy between the appraisal results of two or more professional appraisers is 10 percent or more of the transaction amount.
- d. No more than 3 months may elapse between the date of the appraisal report issued by a professional appraiser and the contract execution date;

APlus Biotechnology Co., Ltd.

Procedures for Acquisition or Disposal of Assets(Before Amendment)

provided, where the publicly announced current value for the same period is used and not more than 6 months have elapsed, an opinion may still be issued by the original professional appraiser.

ii. Operating Procedures

When the Company acquires or disposes of real property, equipment, or right-of-use assets thereof, it shall evaluate the reasons for the acquisition or disposal, the subject matter, the counterparty, the transfer price, the terms of payment or receipt, and the basis for the price reference. For each investment or disposal case where the amount is NT\$30 million (inclusive) or less, the case shall be submitted for approval level by level in accordance with the "Table of Authority and Responsibility." If the amount exceeds NT\$30 million, it shall be subject to the approval of the Board of Directors. All other matters shall be handled in accordance with the provisions regarding the real property, plant, and equipment cycle under the Company's internal control system.

Article X. Acquisition or Disposal of Securities

i. Assessment Procedures

- (1) For the acquisition or disposal of securities, the Company shall, prior to the date of occurrence of the event, obtain the most recent financial statements of the target company audited or reviewed by a certified public accountant (CPA) as a reference for evaluating the transaction price. The price shall be determined in the following manner:
 - a. For the acquisition or disposal of securities that are already traded on a centralized trading market or at a securities business office (OTC), the price shall be determined by the market price at that time.
 - b. For the acquisition or disposal of securities that are not traded on a centralized trading market or at a securities business office, the Company shall consider the net worth per share, profitability, future development potential, market interest rates, coupon rates of bonds, and the creditworthiness of the debtor, and shall negotiate the price with reference to transaction prices at that time.
- (2) Engaging Experts to Provide Opinions
If the transaction amount of the Company's acquisition or disposal of securities reaches 20 percent of the Company's paid-in capital or NT\$300 million or more, the Company shall, prior to the date of occurrence of the event, engage a CPA to provide an opinion on the reasonableness of the transaction price. This requirement shall not apply, however, if the securities are publicly quoted in an active market or otherwise provided by the Financial Supervisory Commission (FSC).

ii. Operating Procedures

When the Company acquires or disposes of securities, it shall evaluate the reasons for the acquisition or disposal, the subject matter, the counterparty, the transfer price, the terms of

APlus Biotechnology Co., Ltd.

Procedures for Acquisition or Disposal of Assets(Before Amendment)

payment or receipt, and the basis for the price reference. For each investment or disposal case where the amount is NT\$30 million (inclusive) or less, the case shall be submitted for approval level by level in accordance with the "Table of Authority and Responsibility." If the amount exceeds NT\$30 million, it shall be subject to the approval of the Board of Directors. All other matters shall be handled in accordance with the provisions regarding the investment cycle under the Company's internal control system.

Article XI. Intangible Assets, Right-of-use Assets, or Memberships

i. Assessment Procedures

- a. For the acquisition or disposal of intangible assets, right-of-use assets thereof, or memberships, the Company shall consider the potential future benefits of the assets and their fair market value, and where necessary, refer to expert opinions to negotiate the transaction price with the counterparty.
- b. Engaging Experts to Provide Opinions Where the transaction amount of the Company's acquisition or disposal of intangible assets, right-of-use assets thereof, or memberships reaches 20 percent of the Company's paid-in capital or NT\$300 million or more—except for transactions with domestic government agencies—the Company shall, prior to the date of occurrence of the event, engage a CPA to provide an opinion on the reasonableness of the transaction price.

ii. Operating Procedures

When the Company acquires or disposes of intangible assets, right-of-use assets thereof, or memberships, it shall evaluate the reasons for the acquisition or disposal, the subject matter, the counterparty, the transfer price, the terms of payment or receipt, and the basis for the price reference. For each investment or disposal case where the amount is NT\$30 million (inclusive) or less, the case shall be submitted for approval level by level in accordance with the "Table of Authority and Responsibility." If the amount exceeds NT\$30 million, it shall be subject to the approval of the Board of Directors. All other matters shall be handled in accordance with the provisions regarding the investment cycle under the Company's internal control system.

Article XII. The calculation of the transaction amounts referred to in the preceding three articles shall be done in accordance with Article 28, paragraph 2 herein, and "within the preceding year" as used herein refers to the year preceding the date of occurrence of the current transaction. Items for which an appraisal report from a professional appraiser or a CPA's opinion has been obtained need not be counted toward the transaction amount.

Article XIII. Where the Company acquires or disposes of assets through court auction procedures, the evidentiary documentation issued by the court may be substituted for the appraisal report or CPA opinion.

APlus Biotechnology Co., Ltd.

Procedures for Acquisition or Disposal of Assets(Before Amendment)

Section III Related Party Transactions

Article XIV. When a Company engages in any acquisition or disposal of assets from or to a related party, in addition to ensuring that the necessary resolutions are adopted and the reasonableness of the transaction terms is appraised, if the transaction amount reaches 10 percent or more of the company's total assets, the company shall also obtain an appraisal report from a professional appraiser or a CPA's opinion in compliance with the provisions of the preceding Section and this Section.

The calculation of the transaction amount referred to in the preceding paragraph shall be made in accordance with Article 12 herein.

When judging whether a transaction counterparty is a related party, in addition to legal formalities, the substance of the relationship shall also be considered.

Article XV. When a company intends to acquire or dispose of real property or right-of-use assets thereof from or to a related party, or when it intends to acquire or dispose of assets other than real property or right-of-use assets thereof from or to a related party and the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the company's total assets, or NT\$300 million or more, except in trading of domestic government bonds or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises, the company may not proceed to enter into a transaction contract or make a payment until the following matters have been approved by more than half of all members of the Audit Committee and resolved by the Board of Directors:

- i. The purpose, necessity and anticipated benefit of the acquisition or disposal of assets.
- ii. The reason for choosing the related party as a transaction counterparty.
- iii. With respect to the acquisition of real property or right-of-use assets thereof from a related party, information regarding the appraisal of the reasonableness of the preliminary transaction terms in accordance with Article 16 and Article 17.
- iv. The date and price at which the related party originally acquired the real property, the original transaction counterparty, and that transaction counterparty's relationship to the company and the related party.
- v. Monthly cash flow forecasts for the year commencing from the anticipated month of signing of the contract, and evaluation of the necessity of the transaction, and reasonableness of the funds utilization.
- vi. An appraisal report from a professional appraiser or a CPA's opinion obtained in compliance with the preceding article.

APlus Biotechnology Co., Ltd.

Procedures for Acquisition or Disposal of Assets(Before Amendment)

vii. Restrictive covenants and other important stipulations associated with the transaction. With respect to the types of transactions listed below, when to be conducted between a public company and its parent or subsidiaries, or between its subsidiaries in which it directly or indirectly holds 100 percent of the issued shares or authorized capital, the company's board of directors may, pursuant to Article 7, paragraph 1, subparagraph 3, delegate the board chairman to decide such matters when the transaction is within a certain amount and have the decisions subsequently submitted to and ratified by the next board of directors meeting:

- i. Acquisition or disposal of equipment or right-of-use assets thereof held for business use.
- ii. Acquisition or disposal of real property right-of-use assets held for business use.

Where the position of independent director has been created in accordance with the provisions of the Act, when a matter is submitted for discussion by the board of directors pursuant to paragraph 1, the board of directors shall take into full consideration each independent director's opinions. If an independent director objects to or expresses reservations about any matter, it shall be recorded in the minutes of the board of directors meeting.

Where an audit committee has been established in accordance with the provisions of the Act, the matters for which paragraph 1 requires recognition by the supervisors shall first be approved by one-half or more of all audit committee members and then submitted to the board of directors for a resolution, and shall be subject to the mutatis mutandis application of Article 6, paragraphs 4 and 5.

If a company or a subsidiary thereof that is not a domestic public company will have a transaction set out in paragraph 1 and the transaction amount will reach 10 percent or more of the public company's total assets, the public company shall submit the materials in all the subparagraphs of paragraph 1 to the shareholders meeting for approval before the transaction contract may be entered into and any payment made. However, this restriction does not apply to transactions between the public company and its parent company or subsidiaries or between its subsidiaries.

The calculation of the transaction amounts referred to in paragraph 1 and the preceding paragraph shall be made in accordance with Article 28, paragraph 2 herein, and "within the preceding year" as used herein refers to the year preceding the date of occurrence of the current transaction.

Items that have been approved by the shareholders' meeting or Audit Committee and board of Directors by the supervisors need not be counted

APlus Biotechnology Co., Ltd.

Procedures for Acquisition or Disposal of Assets(Before Amendment)

toward the transaction amount.

Article XVI. A company that acquires real property or right-of-use assets thereof from a related party shall evaluate the reasonableness of the transaction costs by the following means:

- i. Based upon the related party's transaction price plus necessary interest on funding and the costs to be duly borne by the buyer. "Necessary interest on funding" is imputed as the weighted average interest rate on borrowing in the year the company purchases the property; provided, it may not be higher than the maximum non-financial industry lending rate announced by the Ministry of Finance.
- ii. Total loan value appraisal from a financial institution where the related party has previously created a mortgage on the property as security for a loan; provided, the actual cumulative amount loaned by the financial institution shall have been 70 percent or more of the financial institution's appraised loan value of the property and the period of the loan shall have been 1 year or more. However, this shall not apply where the financial institution is a related party of one of the transaction's counterparties.

Where land and structures thereupon are combined as a single property purchased or leased in one transaction, the transaction costs for the land and the structures may be separately appraised in accordance with either of the means listed in the preceding paragraph.

A company that acquires real property or right-of-use assets thereof from a related party and appraises the cost of the real property or right-of-use assets thereof in accordance with the preceding two paragraphs shall also engage a CPA to check the appraisal and render a specific opinion.

Where a company acquires real property or right-of-use assets thereof from a related party and one of the following circumstances exists, the acquisition shall be conducted in accordance with the preceding article, and the preceding three paragraphs do not apply:

- i. The related party acquired the real property or right-of-use assets thereof through inheritance or as a gift.
- ii. More than 5 years will have elapsed from the time the related party signed the contract to obtain the real property or right-of-use assets thereof to the signing date for the current transaction.
- iii. The real property is acquired through the signing of a joint development contract with the related party, or through engaging a related party to build real property, either on the company's own land or on rented land.

APlus Biotechnology Co., Ltd.

Procedures for Acquisition or Disposal of Assets(Before Amendment)

iv. The real property right-of-use assets for business use are acquired by the public company with its parent or subsidiaries, or by its subsidiaries in which it directly or indirectly holds 100 percent of the issued shares or authorized capital.

Article XVII. When the results of a company's appraisal are conducted in accordance with paragraph 1 and paragraph 2 of the preceding Article are uniformly lower than the transaction price, the matter shall be handled in compliance with Article 18. However, where the following circumstances exist, objective evidence has been submitted and specific opinions on reasonableness have been obtained from a professional real property appraiser and a CPA have been obtained, this restriction shall not apply:

- i. Where the related party acquired undeveloped land or leased land for development, it may submit proof of compliance with one of the following conditions:
 - a. Where undeveloped land is appraised in accordance with the means in the preceding Article, and structures according to the related party's construction cost plus reasonable construction profit is valued in excess of the actual transaction price. The "Reasonable construction profit" shall be deemed the average gross operating profit margin of the related party's construction division over the most recent 3 years or the gross profit margin for the construction industry for the most recent period as announced by the Ministry of Finance, whichever is lower.
 - b. Completed transactions by unrelated parties within the preceding year involving other floors of the same property or neighboring or closely valued parcels of land, where the land area and transaction terms are similar after the calculation of reasonable price discrepancies in floor or area land prices in accordance with the standard property market sale or leasing practices.
- ii. Where a public company is acquiring real property, or obtaining real property right-of-use assets through leasing, from a related party, provides evidence that the terms of the transaction are similar to the terms of completed transactions involving neighboring or closely valued parcels of land of a similar size by unrelated parties within the preceding year. Completed transactions involving neighboring or closely valued parcels of land in the preceding paragraph, in principle, refers to parcels on the same or an adjacent block and within a distance of no more than 500 meters or parcels close in publicly announced current value; transactions involving similarly sized parcels, in principle, refers to transactions completed by unrelated parties for parcels with a land area of no less than 50 percent of the property in the planned transaction; within the preceding year

APlus Biotechnology Co., Ltd.

Procedures for Acquisition or Disposal of Assets(Before Amendment)

refers to the year preceding the date of occurrence of the acquisition of the real property or the obtainment of the right-of-use assets thereof.

Article XVIII. Where a company acquires real property or right-of-use assets

thereof from a related party and the results of appraisals conducted in accordance with the preceding two articles are uniformly lower than the transaction price, the following steps shall be taken:

- i. A special reserve shall be set aside in accordance with Article 41, paragraph 1 of the Act against the difference between the real property transaction price and the appraised cost, and may not be distributed or used for capital increase or issuance of bonus shares. Where a company uses the equity method to account for its investment in another company, then the special reserve called for under Article 41, paragraph of the Act shall be set aside pro rata in a proportion consistent with the share of company's equity stake in the other company.
- ii. Supervisors shall comply with Article 218 of the Company Act. Where an audit committee has been established in accordance with the provisions of the Act, the preceding part of this subparagraph shall apply mutatis mutandis to the independent director members of the audit committee.
- iii. Actions taken pursuant to the preceding two subparagraphs shall be reported to a shareholders' meeting, and the details of the transaction shall be disclosed in the annual report and any investment prospectus.

A company that has set aside a special reserve under the preceding paragraph may not utilize the special reserve until it has recognized a loss on the decline in market value of the assets it purchased or leased at a premium, or they have been disposed of, or the leasing contract has been terminated, or adequate compensation has been made, or the status quo ante has been restored, or there is other evidence confirming that there was nothing unreasonable about the transaction, and the FSC has given its consent. When a company obtains real property or right-of-use assets thereof from a related party, it shall also comply with the preceding two paragraphs if there is other evidence indicating that the acquisition was not an arms-length transaction.

Section IV Engaging in Derivatives Trading

Article XIX. The Company and its subsidiaries do not engage in the acquisition or disposal of distressed debt of financial institutions or in derivative transactions. Should the Company intend to engage in such transactions in the future, the assessment and operating procedures thereof shall be formulated and submitted to the Board of Directors for approval prior to implementation.

APlus Biotechnology Co., Ltd.

Procedures for Acquisition or Disposal of Assets(Before Amendment)

Section V Mergers and Consolidations, Splits, Acquisitions, and Assignment of Shares

Article XX. A company that conducts a merger, demerger, acquisition, or transfer of shares, prior to convening the board of directors to resolve on the matter, shall engage a CPA, attorney, or securities underwriter to give an opinion on the reasonableness of the share exchange ratio, acquisition price, or distribution of cash or other property to shareholders, and submit it to the board of directors for deliberation and passage. However, the requirement of obtaining an aforesaid opinion on reasonableness issued by an expert may be exempted in the case of a merger by a company of a subsidiary in which it directly or indirectly holds 100 percent of the issued shares or authorized capital, and in the case of a merger between subsidiaries in which the public company directly or indirectly holds 100 percent of the respective subsidiaries issued shares or authorized capital.

Article XXI. A company participating in a merger, demerger, acquisition, or transfer of shares shall prepare a public report to shareholders detailing important contractual content and matters relevant to the merger, demerger, or acquisition prior to the shareholders' meeting and include it along with the expert opinion referred to in paragraph 1 of the preceding Article when sending shareholders notification of the shareholders' meeting for reference in deciding whether to approve the merger, demerger, or acquisition. Provided, where a provision of another act exempts a company from convening a shareholders' meeting to approve the merger, demerger, or acquisition, this restriction shall not apply.

Where the shareholders' meeting of any one of the companies participating in a merger, demerger, or acquisition fails to convene or pass a resolution due to lack of a quorum, insufficient votes, or other legal restriction, or the proposal is rejected, the companies participating in the merger, demerger or acquisition shall immediately publicly explain the reason, the follow-up measures, and the preliminary date of the next shareholders' meeting.

Article XXII. A company participating in a merger, demerger, or acquisition shall convene a board of directors meeting and shareholders meeting on the day of the transaction to resolve matters relevant to the merger, demerger, or acquisition, unless another act provides otherwise or the FSC is notified in advance of extraordinary circumstances and grants consent.

A company participating in a transfer of shares shall call a board of directors meeting on the day of the transaction, unless another act

APlus Biotechnology Co., Ltd.

Procedures for Acquisition or Disposal of Assets(Before Amendment)

provides otherwise or the FSC is notified in advance of extraordinary circumstances and grants consent.

When participating in a merger, demerger, acquisition, or transfer of another company's shares, a company that is listed on an exchange or has its shares traded on the OTC market shall prepare a full written record of the following information and retain it for 5 years for reference:

- i. Basic identification data for personnel: Including the occupational titles, names, and national ID numbers (or passport numbers in the case of foreign nationals) of all persons involved in the planning or implementation of any merger, demerger, acquisition, or transfer of another company's shares prior to disclosure of the information.
- ii. Dates of material events: Including the signing of any letter of intent or a memorandum of understanding, the hiring of a financial or legal advisor, the execution of a contract, and the convening of a board of directors meeting.
- iii. Important documents and minutes: Including merger, demerger, acquisition, and share transfer plans, any letter of intent or memorandum of understanding, material contracts, and minutes of the board of directors meetings.

When participating in a merger, demerger, acquisition, or transfer of another company's shares, a company that is listed on an exchange or has its shares traded on the OTC market shall, within 2 days counting inclusively from the date of passage of a resolution by the board of directors, report (in the prescribed format and via the Internet-based information system) the information set out in subparagraphs 1 and 2 of the preceding paragraph to the FSC for recordation.

Where any of the companies participating in a merger, demerger, acquisition, or transfer of another company's shares, is neither listed on an exchange nor has its shares traded on an OTC market, the company(s) so listed or traded shall sign an agreement with such company whereby the latter is required to abide by the provisions of the preceding two paragraphs.

Article XXIII. Every person participating in or privy to the plan for merger, demerger, acquisition, or transfer of shares, shall issue a written undertaking of confidentiality and may not disclose the content of the plan prior to public disclosure of the information and may not trade in their own name or under the name of another person, in any stock or other equity security of any company related to the plan for merger, demerger, acquisition, or transfer of shares.

APlus Biotechnology Co., Ltd.

Procedures for Acquisition or Disposal of Assets(Before Amendment)

- Article XXIV. Companies participating in a merger, demerger, acquisition, or transfer of shares may not arbitrarily alter the share exchange ratio or acquisition price unless under the below-listed circumstances, and shall stipulate the circumstances permitting alteration in the contract for the merger, demerger, acquisition, or transfer of shares:
- i. Cash capital increase, issuance of convertible corporate bonds, or the issuance of bonus shares, issuance of corporate bonds with warrants, preferred shares with warrants, stock warrants, or other equity-based securities.
 - ii. An action, such as the disposal of major assets, that affects the company's financial operations.
 - iii. An event, such as a major disaster or major change in technology, that affects shareholder equity or share price.
 - iv. An adjustment where any of the companies participating in the merger, demerger, acquisition, or transfer of shares from another company, buys back treasury stock.
 - v. An increase or decrease in the number of entities or companies participating in the merger, demerger, acquisition, or transfer of shares.
 - vi. Other terms/conditions that the contract stipulates may be altered and that have been publicly disclosed.

- Article XXV. The contract for participation by a public company in a merger, demerger, acquisition, or transfer of shares shall record the rights and obligations of the companies participating in the merger, demerger, acquisition, or transfer of shares, and shall also record the following:
- i. Handling of breach of contract.
 - ii. Principles for the handling of equity-type securities previously issued or treasury stock previously bought back by any company that is extinguished in a merger or that is demerged.
 - iii. The amount of treasury stock that participating companies are permitted under law to buy back after the record date of calculation of the share exchange ratio, and the principles for handling thereof.
 - iv. The manner of handling changes in the number of participating entities or companies.
 - v. Preliminary progress schedule for plan execution, and anticipated completion date.
 - vi. Scheduled date for convening the legally mandated shareholders meeting if the plan exceeds the deadline without completion, and the relevant procedures.

APlus Biotechnology Co., Ltd.

Procedures for Acquisition or Disposal of Assets(Before Amendment)

Article XXVI. After public disclosure of the information, if any company participating in the merger, demerger, acquisition, or share transfer intends to further carry out a merger, demerger, acquisition, or share transfer with another company, all of the participating companies shall carry out anew the procedures or legal actions that had originally been completed toward the merger, demerger, acquisition, or share transfer; except that where the number of participating companies is decreased and a participating company's shareholders meeting has adopted a resolution authorizing the board of directors to alter the limits of authority, such participating company may be exempted from calling another shareholders' meeting to resolve on the matter anew.

Article XXVII. Where any of the companies participating in a merger, demerger, acquisition, or transfer of shares is not a public company, the public company(s) shall sign an agreement with the non-public company whereby the latter is required to abide by the provisions of Article 22, Article 23, and the preceding article.

Chapter III Public Disclosure of Information

Article XXVIII. Under any of the following circumstances, a public company acquiring or disposing of assets shall publicly announce and report the relevant information on the FSC's designated website in the appropriate format as prescribed by regulations within 2 days, counting inclusively from the date of the occurrence of the event:

- i. Acquisition or disposal of real property or right-of-use assets there of from or to a related party, or the acquisition or disposal of assets other than real property or right-of-use assets thereof from or to a related party where the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the company's total assets, or NT\$300 million or more; provided, this shall not apply to the trading of domestic government bonds or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.
- ii. Merger, demerger, acquisition, or transfer of shares.
- iii. Losses from derivatives trading reaching the limits on aggregate losses or losses on individual contracts set out in the procedures adopted by the company.
- iv. Where equipment or right-of-use assets thereof for business use are acquired or disposed of, and furthermore, the transaction counterparty is not a related party, and the transaction amount meets any of the following

APlus Biotechnology Co., Ltd.

Procedures for Acquisition or Disposal of Assets(Before Amendment)

criteria:

- (1) For a public company whose paid-in capital is less than NT\$10 billion, the transaction amount reaches NT\$500 million or more.
 - (2) For a public company whose paid-in capital is NT\$10 billion or more but less than NT\$50 billion, the transaction amount reaches NT\$1 billion or more.
- v. Acquisition or disposal by a public company in the construction business of real property or right-of-use assets thereof for construction use, and furthermore, the transaction counterparty is not a related party, and the transaction amount reaches NT\$500 million; among such cases, if the public company has paid-in capital of NT\$10 billion or more, and it is disposing of real property from a completed construction project that it constructed itself, and furthermore, the transaction counterparty is not a related party, then the threshold shall be a transaction amount reaching NT\$1 billion or more.
- vi. Where land is acquired under an arrangement to engage others to build on the company's own land, engaging others to build on rented land, joint construction and allocation of housing units, joint construction and allocation of ownership percentages, or joint construction and separate sale, and furthermore, the transaction counterparty is not a related party, and the amount the company expects to invest in the transaction reaches NT\$500 million.
- vii. Where an asset transaction other than any of those referred to in the preceding six subparagraphs, a disposal of receivables by a financial institution, or an investment in the mainland China area reaches 20 percent or more of paid-in capital or NT\$300 million; provided, this shall not apply to the following circumstances:
- (1) Trading of domestic government bonds or foreign government bonds with a rating that is not lower than the sovereign rating of Taiwan.
 - (2) Where done by professional investors, securities trading on securities exchanges or OTC markets, or subscription of foreign government bonds, or of ordinary corporate bonds or general bank debentures without equity characteristics (excluding subordinated debt) that are offered and issued in the primary market, or subscription or redemption of securities investment trust funds or futures trust funds, or subscription or redemption of exchange traded notes, or subscription by a securities firm of securities as necessitated by its undertaking business or as an advisory recommending a securities firm for an emerging stock company, in accordance

APlus Biotechnology Co., Ltd.

Procedures for Acquisition or Disposal of Assets(Before Amendment)

with the rules of the Taipei Exchange.

- (3) Trading of bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.

The amount of transactions above shall be calculated as follows:

- (1) The amount of any individual transaction.
- (2) The cumulative transaction amount of acquisitions and disposals of the same type of underlying asset with the same transaction counterparty within the preceding year.
- (3) The cumulative transaction amount of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of real property or right-of-use assets thereof within the same development project within the preceding year.
- (4) The cumulative transaction amount of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of the same security within the preceding year.

"Within the preceding year" as used in the preceding paragraph refers to the year preceding the date of occurrence of the current transaction. Items duly announced in accordance with these Regulations need not be counted toward the transaction amount.

A company shall compile monthly reports on the status of derivatives trading engaged in up to the end of the preceding month by the company and any subsidiaries that are not domestic public companies and enter the information in the prescribed format into the information reporting website designated by the FSC by the 10th day of each month.

When a company, at the time of public announcement, makes an error or omission in an item required by regulations to be publicly announced and so is required to correct it, all the items shall be publicly announced again and reported in their entirety within two days, counting inclusively from the date of knowing of such error or omission.

A company acquiring or disposing of assets shall keep all relevant contracts, meeting minutes, log books, appraisal reports and CPA, attorney, and securities underwriter opinions at the company, where they shall be retained for 5 years except where another act provides otherwise.

Article XXIX. Where any of the following circumstances occurs with respect to a transaction that a company has already publicly announced and reported in accordance with the preceding article, a public report of relevant information shall be made on the information reporting website

APlus Biotechnology Co., Ltd.

Procedures for Acquisition or Disposal of Assets(Before Amendment)

designated by the FSC within 2 days, counting inclusively from the date of occurrence of the event:

- i. Change, termination, or rescission of a contract signed in regard to the original transaction.
- ii. The merger, demerger, acquisition, or transfer of shares is not completed by the scheduled date set forth in the contract.
- iii. Change to the originally publicly announced and reported information.

Chapter IV Additional Provisions

Article XXX. Management of the Acquisition or Disposal of Assets by Subsidiaries

- i. Subsidiaries of the Company shall, in accordance with relevant regulations, formulate and implement their own "Procedures for the Acquisition or Disposal of Assets."
- ii. Where a subsidiary of the Company is not a domestic public company, and any acquisition or disposal of assets by such subsidiary is subject to the public announcement and filing requirements, the Company shall handle such public announcement and filing on behalf of the subsidiary.
- iii. For the purpose of the requirement under Article 28, Paragraph 1 regarding public announcement and filing thresholds of 20 percent of paid-in capital or 10 percent of total assets, the "paid-in capital" or "total assets" of the Company shall be the standard applicable to the aforementioned subsidiary.

Article XXXI. For the calculation of 10 percent of total assets under these Regulations, the total assets stated in the most recent parent company's only financial report or individual financial report prepared under the Regulations Governing the Preparation of Financial Reports by Securities Issuers shall be used.

In the case of a company whose shares have no par value or a par value other than NT\$10 for the calculation of transaction amounts of 20% of paid-in capital under these Regulations, 10% of equity attributable to owners of the parent shall be substituted; The provision regarding the transaction amount requirement for paid-in capital of NT\$10 billion or more shall be calculated based on equity attributable to owners of the parent company of NT\$20 billion.

Article XXXII. Penalties

Any employee of the Company or its subsidiaries who handles the acquisition or disposal of assets in violation of these "Procedures" shall be reported for performance evaluation in accordance with the personnel management regulations of the Company or its subsidiaries, and shall be subject to disciplinary action depending on the severity of the circumstances.

Article XXXIII. Miscellaneous

The Company and its subsidiaries shall not waive their right to participate in future capital increases of any wholly-owned (100% owned) subsidiary in any given year.

APlus Biotechnology Co., Ltd.

Procedures for Acquisition or Disposal of Assets(Before Amendment)

Article XXXIV. Implementation

These Procedures were established on June 26, 2014.

First amendment on June 18, 2015.

Second amendment on June 22, 2017.

Third amendment on June 25, 2019.

Fourth amendment on June 30, 2022.

Fifth amendment on November 18, 2022.

Shareholding of Directors

Directors' individual and aggregate shareholding status as of the book closure date (March 31, 2026) prior to this shareholders' meeting is as follows:

Job title	Name	Number of shareholdings	Shareholding Percentage
Chairman	Ho-Ming Investment Co., Ltd. Representative: Sih-Ming Li	721,000	2.09
Director	Weikai International Limited Representative: Hsiang-Wei Lo	1,643,809	4.75
Director	Kai-Hsing Wu	4,070,679	11.77
Director	Jing Hong Capital Co., Ltd. Representative: Yu-Hung Chen	517,000	1.50
Independent Director	Wen-Chun Hung	0	0
Independent Director	Hsiao-Wen Wang	0	0
Independent Director	Kuo-Chi Lin	0	0
Number of shares held by all directors		6,952,488	20.11

Note 1: Total shares issued on March 31, 2026, were 34,571,000 shares.

Note 2: The minimum shareholding requirement for all directors is 3,600,000 shares, and as of March 31, 2026, all directors held 6,952,488 shares.