



# **OBI Pharma, Inc.**

## **2025 First Extraordinary General Shareholders' Meeting Meeting Handbook**

Date of the meeting:	9:00 am, October 20, 2025
Place of the meeting:	No. 508, Section 7, Zhongxiao East Road, Nangang District, Taipei City 115, Taiwan. (1F Conference Room, Taipei Bioinnovation Park)
The meeting will be held by means of:	Physical Shareholders' Meeting

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## **I. Meeting Procedure**

### **OBI Pharma, Inc.**

#### **Extraordinary General Meeting Meeting Procedure**

- i Opening Address
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## **II. Meeting Agenda**

### **OBI PHARMA, INC.**

#### **Notice of 2025 First Extraordinary General Shareholders' Meeting (SUMMARY TRANSLATION)**

The 2025 First Extraordinary General Shareholders' Meeting (the "Meeting") will be convened at 1F Conference Room, Taipei Bioinnovation Park (No. 508, Section 7, Zhongxiao East Road, Nangang District, Taipei City 115, Taiwan) at 9:00 am on October 20, 2025.

#### **AGENDA**

I. Chairman Address

II. Report Items

(1) Status of the first half of 2025 Sound Operating Plan of the Company

III. Discussion Items

(1) The Company proposed to conduct a capital reduction to offset accumulated losses.

IV. Extemporaneous Motions

V. Adjournment

## **i Report Items**

[The first case]

Cause: Implementation of sound business plans, it is hereby proposed for public identification.

Description: Please refer to Page 9, Attachment 1 of this manual for the implementation of sound business plans in the first half of 2025.

## ii Discussion Items

[The first case]	(Proposed by Board of Directors)
Cause:	Proposal for Discussion: Conduct capital reduction to offset accumulated losses.
Description:	<ol style="list-style-type: none"><li>1. In order to strengthen its financial structure, the Company proposed to conduct a capital reduction to offset accumulated losses.</li><li>2. Capital reduction amount and ratio: As of December 31, 2024, the Company reported accumulated losses of NT\$7,879,038,708. In accordance with relevant regulations, the Company will reduce its capital by NT\$1,315,796,870, canceling 131,579,687 outstanding common shares, and the capital reduction ratio is 50%. Meaning 500 shares will be canceled for every 1,000 shares held (i.e., shareholders will receive 500 new shares for every 1,000 original shares).</li><li>3. The total authorized capital of the Company is NT\$5,000,000,000, divided into 500,000,000 shares, with a par value of NT\$10 per share. The paid-in capital is NT\$2,631,593,740, with 263,159,374 shares issued. Based on each shareholder's holding ratio as recorded in the shareholders roster on the record date for replacement of shares, an estimated 500 shares will be reduced for every 1,000 shares held (i.e, shareholders will receive 500 new shares for every 1,000 original shares). For fractional shares that are less than one full share following the capital reduction, the shareholders may apply to the stock transfer agent of the Company, starting from five days prior to the book closure date until one day prior to the book closure date, to consolidate into full shares. Fractional shares that either shareholders forfeit to consolidate or fall short of full shares after consolidation will be paid in cash at par value, rounded to the nearest NT dollar. (In coordination with the book entry transfer system, for</li></ol>

shareholders who transfer via depository book entry, the aforementioned cash payment for fractional shares will be used to offset the transfer fees.) For all fractional shares that are less than one full share, the Chairperson is authorized to contact specific persons for purchase at par value.

4. The post-reduction paid-in capital will be NT\$1,315,796,870, with a par value of NT\$10 per share and a total of 131,579,687 shares outstanding. The rights and obligations of these new shares are the same as those of the original issued shares.
5. The new shares for replacement of this capital reduction to offset losses adopt non-physical issuance, and their rights and obligations are the same as those of the original issued shares. Subject to approval from the 2025 first extraordinary general shareholders' meeting and subsequent approval by the competent authority, the Chairperson is authorized to determine the record date of capital reduction, the plan for replacement of shares, the record date for replacement of shares, and other capital reduction related matters.
6. In the event of any subsequent changes to the Company's share capital that affect the number of outstanding shares and result in adjustments to the capital reduction ratio, or if amendments are required due to changes in the law or regulations, amendments requested by the competent authority, in response to objective circumstances, or other matters uncovered, the Chairperson is authorized by the 2025 first extraordinary general shareholders' meeting to determine such matters.

In accordance with Zheng-Bao-Fa-Zhi No. 1140003292 from Securities and Futures Investors Protection Center dated September 4, 2025, supplementary explanation is as follows:

1. Reason for the capital reduction:

In order to strengthen its financial structure and increase net asset value per share, the Company proposed to conduct a

capital reduction to offset accumulated losses.

2. Sound Operating Plan of the Company:

The Company's sound operating strategy is to continuously generate revenue through out-licensing its technology platforms and products, thereby supporting company operation and advancing research and development.

The Company's core business focuses on developing antibody-drug conjugates (ADCs) to address global unmet medical needs. In the short term, the Company plans to continue advancing clinical trials of projects such as OBI-992 and OBI-902. At the same time, through its proprietary Obrion™ technology portfolio—including GlycOBI® (driven by the bifunctional enzyme EndoSymeOBI®), HYPrOBI®, ThiOBI®, and GlycOBI DUO™—the Obrion™ offers versatile ADC development services with high precision and stability. The company is actively exploring early-stage licensing and global partnership opportunities.

The Company's long-term goal aims to adopt a product diversification strategy, such as enhancing the development of ADCs with targets already used in commercialized products (e.g., TROP2, Nectin-4). In addition, the Company is actively engaged in the development of bispecific ADCs, dual-payload ADCs, and novel ADCs that combine both approaches. This multi-pronged strategy, complemented by product lifecycle management, aims to expand the product portfolio. The Company will also continue to optimize the Obrion™ technology portfolio and explore its applications in various drug development fields. Through technical collaborations with potential licensing partners, the Company seeks to co-develop new products, diversify R&D risks and costs, and in turn create more opportunities in generating out-licensing revenue.

3. Implementation of Control Measures:

In order to implement the Sound Operating Plan and ensure

the effectiveness of its execution, the Company's management team conducts periodic analysis and progress tracking on the corporate goals. Based on actual implementation results, improvements and adjustments are made when necessary.

4. The Sound Operating Plan implementation status is reported to the Board of Directors on a quarterly basis and presented at the shareholders' meeting in the following fiscal year.

Resolution:

## **vi Extemporaneous Motions**

## **vii Adjournment**

**First Half of 2025  
Status of the Sound Operating Plan of the  
Company**

## OBI Pharma, Inc. and Subsidiaries

### Report on Implementation of Sound Business Plans

- Handled according to “companies shall quarterly submit the implementation of sound business plans to the Board of Directors for control and submit to Shareholders’ Meeting to report the execution effect, the execution situation shall be evaluated concretely and the opinions of underwriter shall be inquired” of the Jin-Guan-Zheng-Fa-Zi No. 1130355941 Letter issued by Financial Supervisory Commission on September 23, 2024.
- Differences between the numbers in the first half of 2025 financial statement of the Company and the numbers declared in sound business plans are described as follows:

Unit: NT\$ Thousand

Item/Year	First and Second Quarter of 2025			
	Number declared in sound business plans	Number in financial statement	Difference	Goal Completion Rate
Operating revenue	39,440	27,216	(12,224)	69%
Operating costs	72,422	66,625	(5,797)	92%
Gross profit (lose)	(32,982)	(39,409)	(6,427)	119%
Operating expenses				
Administrative expenses	177,776	159,199	(18,577)	90%
R&D expenses	1,007,394	996,403	(10,991)	99%
Total operating expenses	1,185,170	1,155,602	(29,568)	98%
Operating Income (loss)	(1,218,152)	(1,195,011)	23,141	98%
Non-operating income and expenses	(66,478)	(53,104)	13,374	80%
Income (Loss) before Tax	(1,284,630)	(1,248,115)	36,515	97%
Income tax benefit	3,386	(5,740)	(9,126)	(170%)
Income (Loss) for the year	(1,281,244)	(1,253,855)	27,389	98%

(1) Operating revenue:

The main reason lied in the fact that the revenue of subsidiary Amaran Biotech from the entrusted development and manufacturing services was lower than the originally declared amount.

(2) Operating expenses:

Administrative expenses were primarily lower than the reported amount, mainly due to reduced personnel costs. While the difference in R&D expenses is not considered significant.

(3) Non-operating income and expenses:

Net non-operating expenses were primarily lower than the reported amount, mainly due to refunds from clinical research organizations following close-out.

(4) Income tax (expense) benefit:

Actual income tax benefit was lower than the reported amount, primarily due to payment of the House and Land Transactions Income Tax and the Company is yet to receive tax refund of the Australian subsidiary for the current year.

Generally speaking, the R&D period of new biotechnological drugs is long, and drug administration agencies of each country might amend drug administration laws and regulations and the bottleneck might be encountered in the course of research and development of drugs, all such reasons might make the actual development schedule is not as planned, hence the difference is caused by the change of estimation basis. The Company has established good R&D management, and will carry out professional talents recruitment, cross-department integration, and project management through hierarchical structure, together with phased checking point, the project team will jointly assess the plan progress and output achievement, so as to manage all kinds of variables during the management of research and development.

## **Appendix 1**

### **OBI Pharma, Inc. Articles of Incorporation**

#### **Chapter 1: General Principles**

- Article 1: The Company is incorporated pursuant to the provisions on limited liability company in Company Act, the Chinese name is 台灣浩鼎生技股份有限公司, and the English name is OBI Pharma, Inc..
- Article 2: The operating businesses of the Company are as follows:
1. IG01010 Biotechnology service.
  2. F108021 Western medicine wholesale.
  3. F107070 Veterinary drug wholesale.
  4. F107080 Environmental drug wholesale.
  5. F208021 Western medicine retail.
  6. F207070 Veterinary drug retail.
  7. F207080 Environmental drug retail.
  8. F401010 International trade.
  9. I103060 Management consulting.
  10. IC01010 Drug inspection.
  11. IG02010 R&D service.
  12. F601010 Intellectual property right
  13. ZZ99999 Apart from the licensing businesses, business not prohibited or restricted by laws and decrees may be operated.
- Article 3: The company sets parent company in Taipei City, when necessary, branch may be incorporated both at home and abroad according to the resolution of the Board of Directors.
- Article 4: The announcement method of the Company shall be handled pursuant to Article 28 of the Company Act and provisions of competent authority in charge of securities.
- Article 5: The total reinvestment amount of the Company is not restricted by Article 13 of Company Act, which prescribed that the reinvestment shall not exceed forty percent of the paid-up capital; and external guarantee may be engaged in according to business needs, and it shall be executed according to endorsement procedures of the Company.

#### **Chapter 2 Shares**

- Article 6: The total capital of the Company is NT\$5 billion in 500 million shares with a par value of NT\$10 per share. The Board of Directors is authorized to issue the unissued shares in batches. Among the said total capital, NT\$400 million will be reserved for issuing employee stock option certificate, totally 40 million shares with a par value of NT\$10 per share, the Board of Directors is authorized to issue in batches as needed.

If the Company plans to issue employee stock option certificate with subscription price lower than the closing price of ordinary share on issuing date, pursuant to relevant provisions, it shall be agreed by more than two third of attending shareholders with voting rights in the Shareholders' Meeting attended by shareholders holding the majority of total outstanding shares, and it shall declare for handling in batches within one year as of the date of shareholders' resolution.

If the Corporation plans to buy back shares of the Corporation and transfer them to employees at the price lower than the average price in actual shares buyback, pursuant to relevant provisions, it shall be agreed by more than two third of attending shareholders with voting rights in the last Shareholders' Meeting attended by shareholders holding the majority of total outstanding shares before transfer.

The objects for the Company's issue of new shares for employee subscription, employee stock option certificate, restricted stock grants and transfer of treasury shares to employee may include the employees of controlling or subordinate companies that conforming to certain conditions.

Article 7: The shares of the Company are inscribed shares signed or sealed by the director representing the company, and they will be issued after certification pursuant to law. The shares issued by the Company may be exempted from printing share certificate, but they shall be registered in centralized securities depository enterprise.

Article 8: The change of record of shareholders list of the Company shall be stopped within sixty days before convening General Meeting, within thirty days before convening Interim Meeting, or within five days before the base date on which the Company decides to distribute dividend and bonus or other interests.

Article 9: Handling of stock affairs by the Company shall be subject to the "Guidelines for Handling Stock Affairs of Listed Company" issued by competent authority in charge of securities.

### Chapter 3 Shareholders' Meeting

Article 10: Shareholders' Meeting of the Company are divided into the following two types:

1. General Meeting, it shall be convened at least once a year and convened by the Board of Directors within six months after the end of every accounting year.
2. Interim Meeting, it may be convened pursuant to law when necessary.

The adoption of electronic voting by Shareholders' Meeting is listed as one of the channels for shareholders of the Company to exercise voting rights,

relevant operations thereof shall be subject to the regulations of competent authority.

Shareholders' Meetings of the Company may be convened in form of virtual meeting, or by other means announced by the central competent authority. If a Shareholders' Meeting is convened in form of virtual meeting, shareholders who participate in the meeting online will be deemed as attending the meeting in person.

Article 11: The meeting date, location and convening cause shall be notified to each shareholder 30 days before convening General Meeting and 15 days before convening Interim Meeting of the Company.

Article 12: When convening Shareholders' Meeting, the Chairman is the chairperson. When the Chairman cannot exercise its function and power when on leave or for a reason, its agency shall be handled pursuant to Article 208 of Company Act.

Article 13: When a shareholder cannot attend the Shareholders' Meeting for a reason, such shareholder may issue the power of attorney printed by the Company to specify the scope of authorization, and sign or seal it to appoint the agent to attend the Shareholders' Meeting. Apart from pursuant to Article 177 of Company Act, appointment of an agent by shareholders of the Company shall be made in accordance with the "Rules for Listed Company in Power of Attorney Application for Attending Shareholders' Meeting" issued by competent authority.

Article 14: Every share of shareholders of the Company has one voting right, except for the voting right is restricted or voting right is not available pursuant to Article 179 of Company Act.

Article 15: Unless otherwise prescribed by Company Law, the resolution of Shareholders' Meeting shall be agreed by more than half of the voting rights of attending shareholders representing more than half of the total outstanding shares.

Article 16: Resolution of Shareholders' Meeting shall be made into meeting minutes to be sign or sealed by the chairperson, and the preparation and distribution of meeting minutes shall be handled pursuant to Article 183 of Company Act.

#### Chapter 4 Director

Article 17: The Company sets 7 directors with 3 years of term of office, who will be elected by Shareholders' Meeting from the competent candidates, reappointment is acceptable if elected successively, if re-election is not carried out upon the expiration of director's term of office, the term of office of the concerned director will be extended until the re-elected director takes office; the election of directors of the Company will adopt candidate nomination system, and Shareholders' Meeting will elect directors from the list of candidates.

Among the director quota mentioned above, the quota of independent director shall not be no less than two and no less than one fifth of the board seats, regarding independent director's professional qualification, shareholding, part-time restriction, nomination and election method, and other matters shall be complied with, it shall be handled pursuant to relevant regulations of competent securities authority.

1 of Article 17: The Company sets Audit Committee pursuant to 4 of Article 14 of Securities Exchange Act, and the Audit Committee shall comprise of all independent directors.

Audit Committee or member of Audit Committee is responsible for executing the function and power of supervisor pursuant to Company Act, Securities Exchange Act and other legal provisions. Regarding the headcount, term of office, function and power, rules of procedure etc. of Audit Committee, it shall be otherwise formulated in Audit Committee Organizational Regulations.

The Company may otherwise set other functional committees, whose Organizational Regulations will be formulated by Board of Directors before implementation.

Article 18: The Board of Directors is organized by the directors, one Chairman and one Vice Chairman may be mutually elected in the meeting attended by more than two thirds of the directors and agreed by more than half of the attending directors, and the Chairman acts on behalf of the Company externally.

Article 19: The Chairman of the Company shall acts as the chairperson of the Board of Directors meeting, when the Chairman cannot exercise its function and power when on leave or for a reason, its agency shall be handled pursuant to Article 208 of Company Act.

The convening notice of Board of Directors shall be handled pursuant to Article 204 of Company Act, and it shall be made in writing, by email or fax.

Article 20: Director may appoint other director to attend Board of Directors meeting on its behalf through written authorization, provided power of attorney shall be issued for every appointment to specify the scope of authorization, and the appointment is limited to one person.

Article 21: (Deleted)

Article 22: The Company may buy liability insurance for the director within its term of office for the compensation liability shall be borne within its executing business scope, and Board of Directors is authorized to determine the insurance amount and insuring matters thereof.

Article 23: For the remuneration of director, Remuneration Committee will determine according to its value of involvement in and contribution to company operation and by considering the normal industry payment standard, and then propose it to Board of Directors for resolution. The Company may determine the remuneration of independent director different from that of general director.

#### Chapter 5 Manager

Article 24: The Company may set the manager, whose appointment, dismissal and remuneration will be handled pursuant to Article 29 of Company Act.

#### Chapter 6 Accounting

Article 25: The accounting year of the Company starts from January 1 to December 31 of every year. After the end of every accounting year, the Board of Directors shall prepare (1) Business Report; (2) Financial Statements; (3) Proposals for surplus distribution or loss appropriation etc., and submit them to the Audit Committee for examination, and then propose them to the General Meeting for acknowledgment.

Article 26: If the Company has annual profit, it shall be allocated no less than two percent as employee remuneration and no more than two percent as director remuneration. But when the Company still has accumulated losses, it shall reserve the compensation amount in advance.

Of the employee remuneration mentioned above, no less than 10% shall be allocated to non-executive employees.

Employee remuneration will be paid in stock or cash, which shall be resolved by the consent of more than half of attending directors in the board meeting attended by more than two third of directors, and reported to the Shareholders' Meeting.

The object of issuing remuneration in stock or cash mentioned in preceding paragraph may include employees subordinated to the company and conforming to certain conditions, and the conditions and methods thereof will be stipulated by Board of Directors.

1 of Article 26: If the annual general final accounts of the Company have surplus, taxes shall be withheld and accumulated losses shall be covered first, and then 10% will be allocated as statutory surplus reserve, as for the rest thereof, apart from dividend distribution, if there is still surplus, shareholder dividend will be distributed according to the resolution of Shareholders' Meeting.

Article 27: The operating business of the Company belongs to capital intensive industry, and currently the Company is at the stage of operating growth and shall reserve surplus in respond to the funds needed for operating growth and investment, in principle, the Company will adopt balance dividend

policy, mutually matched with part stock dividend and part cash dividend, among them, the cash dividend shall not be lower than 10% of the total dividend issued. Provided the type and ratio of such surplus distribution shall be proposed to Board of Directors for drafting a proposal according to the actual profit and capital position of the current year, and then it shall be resolved in Shareholders' Meeting.

#### Chapter 7 Supplemental Provisions

- Article 28: Other matters not covered in this chapter shall be handled according to the provisions of Company Act and relevant laws and decrees.
- Article 29: This Articles of Incorporation was formulated on April 18, 2002.  
The first amendment on November 17, 2003.  
The second amendment on November 13, 2007.  
The third amendment on November 13, 2009.  
The fourth amendment on June 25, 2010.  
The fifth amendment on January 21, 2011.  
The sixth amendment on March 9, 2012.  
The seventh amendment on February 7, 2013.  
The eighth amendment on June 26, 2013.  
The ninth amendment on July 23, 2014.  
The tenth amendment on June 27, 2016.  
The eleventh amendment on June 27, 2019.  
The twelfth amendment on June 27, 2022.  
The thirteenth amendment on June 27, 2023.  
The fourteenth amendment on June 17, 2024.  
The fifteenth amendment on June 27, 2025.

OBI Pharma, Inc.

Chairman: Kung-Yee Liang

## **Appendix 2**

### **OBI Pharma, Inc. Procedure for Shareholder's Meetings**

- Article 1: In order to establish good Shareholders' Meeting governance system and sound supervision function of the Company, and strengthen management function, it is hereby formulated these Rules pursuant to Article 5 of Listed Company Governance Best Practice Principles to comply with.
- Article 2: Unless otherwise prescribed by laws and decrees or regulations, the Procedure for Shareholders Meetings of the Company shall be formulated according to these Rules.
- Article 3: Unless otherwise prescribed by laws and decrees, Shareholders' Meeting of the Company shall be convened by Board of Directors.

The convening of video session of shareholders' meeting, except as otherwise provided in the guidelines for issuing shares, shall be set out in the articles of association and approved by the board of directors, and the video session shall be implemented by the board of directors with the presence of more than two-thirds of the directors and the consent of a majority of the directors present.

Any change in the method of convening the shareholders' meeting of the Company shall be subject to a resolution of the board of directors and shall be made before the notice of the meeting is delivered.

Thirty days before convening General Meeting or fifteen days before convening Interim Meeting, the Company shall prepare the cause and description information of motions such as Shareholders' Meeting meeting notice, proxy form, relevant acknowledgment cases, discussion cases, director election or dismissal matters etc. into electronic file and send it to mops.twse.com.tw. And twenty-one days before convening General Meeting or fifteen days before convening Interim Meeting, the Company shall prepare Shareholders' Meeting meeting handbook and meeting updates into electronic file and send it to mops.twse.com.tw, if the paid-in capital of the Company reaches NT\$10 billion or more by the end of the latest fiscal year or the total shareholding ratio of foreign capital and mainland capital recorded in its shareholder register of the

listed company is more than 30% when convening general shareholders' meeting in the fiscal year, the electronic file shall be sent 30 days before the general meeting of shareholders. Fifteen days before convening Shareholders' Meeting, the Company shall properly prepare Shareholders' Meeting meeting handbook and meeting updates for shareholders' reading at any time, and they shall be displayed in the Company and the professional stock affairs agency appointed by the Company.

The handbook and meeting updates shall be provided to shareholders for reference in the following methods:

- I. Distribute at site when the shareholders' meeting is convened on the spot.
- II. Distribute at site and send electronic files to video meeting platform when video meeting is applied to assist.
- III. Send electronic files to video meeting platform when video meeting is convened.

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

Election or dismissal of directors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the Company by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new shares, the dissolution, merger, or demerger of the corporation, or any matter under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities Exchange Act, Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders meeting. None of the above matters may be raised by an extraordinary motion.

The reasons for convening a Board meeting have stated the general re-election of directors and date of their assumption of duty. After the re-election of the meeting is completed, the same meeting shall not alter

the date of their assumption of duty by extempore motions or other means.

A shareholder holding one percent or more of the total number of issued shares may submit to the Company a proposal for discussion at a regular shareholders meeting. The number of items so proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. When the circumstances of any subparagraph of Article 172-1, paragraph 4 of the Company Act apply to a proposal put forward by a shareholder, the Company may exclude it from the agenda. A shareholder may propose a recommendation for urging the Company to promote public interests or fulfill its social responsibilities, provided procedurally the number of items so proposed is limited only to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item will be included in the meeting agenda.

The Company shall announce the motion of accepted shareholder, acceptance place and acceptance period before the book closure day before convening General Meeting; and the acceptance period thereof shall not be less than ten days.

The motion proposed by a shareholder is limited to three hundred words, those exceeding three hundred words will not be included in proposal; the proposing shareholder shall personally or appoint other person to attend the General Meeting, and participate in the discussion of such motion.

The Company shall notify the proposing shareholder the handling result before the notice day of convening Shareholders' Meeting, and list the motion conforming to the provisions of this article in the meeting notice. For the shareholder's motion not listed in the proposal, Board of Directors shall describe the reasons therefor in the Shareholders' Meeting.

Article 4: Upon every Shareholder's Meeting, a shareholder may issue the power of attorney printed by the Company to specify the scope of authorization, so as to appoint the agent to attend the Shareholders' Meeting.

A shareholder is limited to issue one power of attorney to appoint one agent, and the power of attorney shall be served to the Company five

days before convening Shareholders' Meeting, in case of repeated power of attorney, the one served first shall prevail. Except for announcing the cancellation of previous appointment.

After the power of attorney has been served to the Company, if a shareholder intends to attend the Shareholders' Meeting in person or exercise its voting right in writing or electronic way, such shareholder shall serve written notice on canceling the power of attorney to the Company two days before convening the Shareholders' Meeting; or the voting right exercised by the attending entrusted agent shall prevail.

Article 5: The convening place of Shareholders' Meeting shall be at the place where the Company locates in or convenient for shareholders to attend and suitable for convening Shareholders' Meeting, and the meeting start time shall not be earlier than 9:00am in the morning or 3:00pm in the afternoon; full consideration shall be given to the opinions of independent director regarding the convening place and time.

The Company shall not be limited in place when convening video shareholders' meeting.

Article 6: The Company shall specify the accepted shareholder, solicitor and entrusted agency (hereinafter referred as Shareholders) reporting time, registration location, and other matters need attention in the meeting notice.

The accepted shareholder's reporting time as mentioned in preceding paragraph shall be at least thirty minutes before meeting start; the registration location shall be marked explicitly, and sufficient competent personnel shall be assigned for handling. Shareholders who register at the registration location of the platform 30 minutes before the video meeting shall be deemed as attending the meeting in person.

Shareholder shall attend Shareholders' Meeting with certificate of attendance, attendance sign card or other attendance certificates, for the supporting document presented by attending shareholder, the Company shall not arbitrarily otherwise ask for providing other supporting documents; solicitor of proxy solicitation shall bring identity supporting document for checking.

The Company shall furnish the attending shareholders with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in.

The Company shall furnish attending shareholders with the meeting agenda book, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors or supervisors, pre-printed ballots shall also be furnished.

When a shareholder is the government or legal person, representative attending Shareholders' Meeting is not limited to one person. When a legal person is entrusted to attend Shareholders' Meeting, it can only assign one representative to attend.

In case the shareholders' meeting is convened by video, and shareholders are required to register at the Company if attending by video 2 days before the meeting.

In case the shareholders' meeting is convened by video, the Company shall upload the meeting handbook, annual reports and other related information to the video platform at least 30 minutes before and meeting, and continue to demonstrate till the end of the meeting.

Article 7: In case the Company convene shareholders; meeting by video, the following items shall be listed on the notice:

I. The method to attend the video meeting and exercise shareholders' rights.

II. In case the video platform or the participation by video is malfunctioned for natural disasters, incidents or other force majeure, the disposal methods shall include at least:

(I) The malfunction continues to exist, please specify the delayed or extended date for the meeting.

(II) Shareholders who attended the video meeting without registering shall not attend the delayed or extended meeting.

(III) In convening video meeting, if it is not possible to resume, but the

total number of shareholders present at the meeting reach the statutory quota after deducting the number of shareholders attended by video, the shareholders' meeting shall proceed. And shareholders attending by video shall be deemed as waiver to all proposals.

(IV) The disposal method to no extemporary motions but all proposals have been closed.

III. In convening video meeting, proper alternative measures should be specified to provide to shareholders with difficulties. Except for the conditions regulated in Item 6 Paragraph 9 of Article 44 of Rules for Share Disposal of List Company, the Company shall provide at least connection facility and other necessary assist, and specify the time that shareholders conduct application and other matters to be noticed from the Company.

Article 8: If the Shareholders' Meeting is convened by Board of Directors, the President shall preside the meeting, and the Vice President shall preside the meeting when the President is on leave or unable to preside. If there is no Vice President or the Vice President also is on leave or unable to preside, the President will designate one managing director to preside; if the managing director is not available, designate one director to preside, if the President fails to designate the agent, the managing director or director will mutually designate one person to preside.

When a a director serves as chair, as referred to in the preceding paragraph, the director shall be one who has held that position for six months or more and who understands the financial and business conditions of the Company. The same shall be true for a representative of a juristic person director that serves as chair.

For the Shareholders' Meeting convened by Board of Directors, the Chairman should preside in person, and there should be more than half of directors in Board of Directors attending in person, and there should be at least one representative from all kinds of functional committees to attend, and the attending circumstance shall be recorded in the meeting minutes of Shareholders' Meeting.

If the Shareholders' Meeting is convened by other person who is entitled to convene other than the Board of Directors, such person who is entitled

to convene shall preside the meeting, when there are more than two such persons, one of them shall be mutually designated to preside.

The Company may assign the appointed lawyer, accounting or relevant personnel to attend the Shareholders' Meeting.

Article 9: The Company shall take sound recording or video recording for the entire meeting process of Shareholders' Meeting, and shall keep it for at least one year.

But if a shareholder files a lawsuit pursuant to Article 189 of Company Act, it shall be kept until the end of litigation.

In convening video meeting, the Company shall keep the record of shareholders' registration, check in, questions, voting and voting result, and conduct continuous video and audio recording.

The Company shall preserve the materials above and video and audio recording properly during its existing period, and entrust the video and audio recordings to video meeting professionals to preserve.

In convening video meeting, the Company should conduct video and audio recording on the background operation interface of the video meeting platform.

Article 10: The presence of shareholders' meeting shall be based on shares, which is calculated by adding shares in written or electronic voting to the shares in register book, payment register card and registered shares on the video meeting platform.

The chair shall call the meeting to order at the appointed meeting time and disclose information concerning the number of nonvoting shares and number of shares represented by shareholders attending the meeting.

When it is time for meeting, the chairperson shall immediately declare the meeting open, but if the attending shareholders are not representing the majority of total outstanding shares, the chairperson may announce to postpone the meeting, and its time of postponing is limited to two times. If attending shareholders are still not representing more than one third of the total outstanding shares after postponing for two times, the

chairperson will announce that the meeting fails to be convened for lack of a quorum. In convening video meeting, the Company should announce that the meeting fails to be convened for lack of a quorum.

If there is still lack of a quorum but attending shareholders are representing more than one third of the total outstanding shares after postponing for two times as mentioned in preceding paragraph, a tentative resolution may be made pursuant to Paragraph 1, Article 175 of Company Act, and the tentative resolution shall be notified to each shareholder to further convene Shareholders' Meeting within one month. In convening video meeting, shareholders should conduct registration again to the Company according to Article 6 if he want to attend by video.

Before the end of the current meeting, if the attending shareholders are representing the majority of total outstanding shares, the chairperson may make a tentative resolution, and propose it again pursuant to Article 174 of Company Act to Shareholders' Meeting for voting.

Article 11: If the Shareholders' Meeting is convened by Board of Directors, its agenda shall be determined by Board of Directors, the meeting shall be proceeded according to the scheduled agenda, and it shall not be changed unless by the resolution of Shareholders' Meeting.

If the Shareholders' Meeting is convened by other person who is entitled to convene other than the Board of Directors, the provisions in preceding paragraph shall apply.

Before the end of official business discussion (including temporary motions) in the scheduled agenda as prescribed in preceding two paragraphs, the chairperson may not arbitrarily declare meeting adjournment without resolution; if the chairperson declares the meeting adjournment by violating procedures, other members of Board of Directors shall immediately assist attending shareholders to elect one person as the chairperson with the consent of majority attending shareholders with voting rights pursuant to legal procedure to continue the meeting.

For the motion and amendment or temporary motions proposed by shareholders, the chairperson shall give opportunity for sufficient

description and discussion, when it is suitable for voting to decide, the chairperson may declare the stop of discussion and propose for voting to decide.

Article 12: Before giving a speech, an attending shareholder shall first fill in speech note to specify the speech topic, shareholder account number (or certificate of attendance number) and account name, and the chairperson will decide its speech order.

If an attending shareholder only submits speech note but does not give a speech, it shall be deemed as unspoken. In case of any discrepancy between speech contents and the record in speech note, the speech contents shall prevail.

For the same motion, the speech of every shareholder shall not exceed two times and no longer than five minutes per time; if the speech of a shareholder violates the regulation or is beyond scope of motion, the chairperson may stop its speech.

When an attending shareholder is giving a speech, unless agreed by the chairperson and speaking shareholder, other shareholders shall not interrupt the speech, and violator shall be stopped by the chairperson.

When a legal person shareholder assigns more than two representatives to attend the Shareholders' Meeting, the same motion can only be spoken by one representative.

After the speech of an attending shareholder, the chairperson shall personally or designate relevant personnel to reply.

In convening video meeting, shareholders attending by video are required to ask questions on the meeting platform in words during the period of the chairperson announcing the starting and the ending of the meeting. No more than 2 questions are allowed on 1 proposal with limit of 200 words each time. Not applicable for regulations of subparagraph 1 to 5.

The questions complying with the regulations shall be displayed on the platform for other shareholders to know.

Article 13: The voting of Shareholders' Meeting shall be subject to the calculation of shares.

For the resolution of Shareholders' Meeting, the number of shares of shareholders without voting right will not be calculated into the total number of outstanding shares.

In respect of meeting matters, if a shareholder itself has interested relationship and thereby is suspected of damaging the interests of the Company, such shareholder shall not join in the voting, nor exercise voting right on behalf of other shareholders.

The number of shares cannot exercise voting right as prescribed in preceding paragraph will not be calculated into the number of voting rights of attending shareholders.

Except for trust enterprise or the stock affairs agency approved by competent authority in charge of securities, and one person is appointed by more than two shareholders, the agency voting right thereof shall not exceed three percent of the total outstanding shares with voting right, and the exceeding voting right will not be calculated.

Article 14: Shareholders have one voting right per share; except for those shares restricted or without voting right as listed in Paragraph 2, Article 179 of Company Act.

Upon convening Shareholders' Meeting, the Company may exercise its voting right in writing or electronic way; when exercising voting right in writing or electronic way, the exercising method thereof shall be specified in Shareholders' Meeting convening notice. Shareholders exercising voting right in writing or electronic way shall be deemed as attending Shareholders' Meeting in person. But it shall be deemed as waiver regarding the amendment of temporary motions and original proposals of such Shareholders' Meeting, hence the Company should avoid proposing the amendment of temporary motions and original proposals.

If the voting right in preceding paragraph is exercised in writing or electronic way, the declaration of intention thereof shall be served to the company two days before convening Shareholders' Meeting, in case of

repeated declarations of intention, the one served first shall prevail. Except for announcing the cancellation of previous declaration of intention.

After a shareholder has exercised voting right in writing or electronic way, if intends to attend the Shareholders' Meeting in person or by video, such shareholder shall cancel the preceding declaration of intention on exercising voting right in the same way as exercising voting right two days before convening Shareholders' Meeting, or the voting right exercised in writing or electronic way shall prevail. If a shareholder exercises voting right in writing or electronic way and entrusts an agent through power of attorney to attend the Shareholders' Meeting, the voting right exercised by the attending entrusted agent shall prevail.

Except as otherwise provided in the Company Act and in the Company's articles of incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.

When there is an amendment or replacement for the same proposal, the chairperson will decide its voting order together with the original proposal. If one of the proposals has been passed, the other proposals will be deemed as overruled, and voting therefor will no longer be necessary.

The scrutinizing and counting personnel of proposal voting will be designated by the chairperson, but the scrutinizing personnel shall be of shareholder identity.

The counting shall be open in the place of Shareholders' Meeting, the voting result shall be reported at the scene, and the record thereof shall be made.

In convening video meeting, shareholders attending by video are

required to conduct proposal voting and election on the video platform after the chairperson announces the starting of the meeting, and finish the voting before the chairperson announces the ending of voting. The overtime voting shall be deemed as a waiver.

In convening video meeting, count the votes after the chairperson announces the ending of voting, and announce the results of proposals and elections.

In convening video meeting, shareholders have been registered to attend by video as regulated in Article 6. If the shareholder intends to attend the Shareholders' Meeting in person, such shareholder shall cancel the preceding declaration of intention on exercising voting right in the same way as exercising voting right two days before convening Shareholders' Meeting. Shareholders with delayed cancellation shall attend the meeting by video only.

If a shareholder exercises voting right in writing or electronic way without canceling his declaration of intention and attends the meeting by video, he shall not vote for the proposal or bring out amendments to proposals or vote for the amendments to proposals except for extemporary motions.

Article 15: Cordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names of those elected as directors and the numbers of votes with which they were elected, and the names of directors not elected and number of votes they received.

The ballot of election matters mentioned in preceding paragraph shall be kept properly after sealed and signed by scrutinizing personnel, and it shall be kept for at least one year. But if a shareholder files a lawsuit pursuant to Article 189 of Company Act, it shall be kept until the end of litigation.

Article 16: Matters relating to the resolutions of a Shareholders' Meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form.

The Company may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the MOPS.

The minutes shall be recorded actually according to the meeting date, location, name of chairperson, resolution method, essentials of discussion process and its results (include statistics), during the duration of the Company, it shall be kept permanently.

In convening video meeting, besides the items regulated to be recorded, the following items should be included, which is the starting and finishing time of the meeting, convening means, names of the chairperson and recorder, and the disposal methods and results in case the video platform or the participation by video is malfunctioned for natural disasters, incidents or other force majeure.

In convening video meeting, besides the items regulated to be recorded, it is required to specify the alternative measures for shareholders with difficulties by video.

Article 17: For the number of shares obtained by solicitor and the number of shares represented by entrusted agent, and the shares that exercised voting right in writing or electronic way, the Company shall prepare statistical table according to the prescribed form on the date of convening Shareholders' Meeting, and it shall be clearly revealed in the place of Shareholders' Meeting. In case the shareholders' meeting is convened by video, the Company shall upload the information above to the video platform at least 30 minutes before and meeting, and continue to demonstrate till the end of the meeting.

In case the shareholders' meeting is convened by video, before the starting of the meeting, the total shares attending shall be revealed on the video platform. And it is suitable to new shares number and votes in the meeting.

For the resolution matter of Shareholders' Meeting, if it is significant information pursuant to the provisions of laws and decrees and the provisions of Taiwan Stock Exchange Corporation (Juridical Person ROC GreTai Securities Market), the Company shall transmit the contents to mops.twse.com.tw within the specified time.

Article 18: Meeting affairs personnel handling Shareholders' Meeting shall wear ID or arm-badge.

The chairperson may command picketer or security guard to assist to maintain meeting place order. When assisting in maintaining order on the spot, picketer or security guard shall wear the arm-badge with "Picketer" character or ID.

If the meeting place is equipped with amplification system, when a shareholder does not use the equipment configured by the Company to give a speech, the chairperson may stop it.

If a shareholder violates rules of procedure and disobeys the correction by chairperson, interrupting the proceeding of meeting and disobeying after being stopped, the chairperson may command picketer or security guard to ask such shareholder to leave the meeting place.

Article 19: During the meeting, the chairperson may announce the rest at appropriate time, in case of force majeure circumstance, the chairperson may judge to temporarily stop the meeting, and announce the time for meeting continuation as the case may be.

Before the end of official business discussion (including extemporary motions) in the agenda scheduled by Shareholders' Meeting, if the meeting place is not available for continuous use at that time, Shareholders' Meeting may make a resolution to find another place to continue the meeting.

Shareholders' Meeting may make a resolution to postpone or continue the assembly within five days pursuant to Article 182 of Company Act.

Article 20: In case the shareholders' meeting is convened by video, the Company shall reveal the voting results of proposals and elections in real time on the video platform after the voting is finished, and continue to reveal it at least 15 minutes after the chairperson announces the ending of the meeting.

Article 21: In convening video meeting, the chairperson and the recorder are required to be the same location at home, and the chairperson shall

announce the address at the starting of the meeting.

Article 22: In convening video meeting, the Company shall conduct connection test for shareholders before the meeting, and provide related service before and during the meeting so as to tackle communication problems.

In convening video meeting, the chairperson shall announce the starting of the meeting and separately announce the date of delayed or extended meeting within 5 days after the malfunction for over 30 minutes, caused by natural disasters, incidents or other force majeure, except for the conditions regulated in Item 4 Paragraph 20 of Article 44 of Rules for Share Disposal of List Company, before the ending of the meeting, which is not applicable to the provision of Article 182 of the Company Law.

Unregistered shareholders attending the meeting by video shall not attend the delayed or extended meeting.

If a delayed or extended meeting is convened, for registered shareholders attending by video and not attending the delayed or extended meeting, such shareholders' shares number, voting rights and election right exercised at former meeting shall be counted into the total share number, voting right and election right of the delayed or extended meeting.

If a delayed or extended meeting is convened, proposals that have been announced the results and director election name list shall not proceed to discuss again and resolve.

In convening video meeting, if it is not possible to resume, but the total number of shareholders present at the meeting reach the statutory quota after deducting the number of shareholders attended by video, the shareholders' meeting shall proceed. And a delayed or extended meeting is not necessary.

In case of the aforesaid conditions, the shares number of shareholders, attending by video, shall be counted into the total shares attending the meeting. But it shall be deemed as a waiver of the proposals of the meeting.

If a delayed or extended meeting is convened, related preparation work shall be conducted according to the provision of Item 7 Paragraph 20

Article 44 of Rules for Share Disposal of List Company and the original meeting date.

According to the regulated period in back part of Article 12 and Paragraph 3 Article 13 of Rules for Power of Attorney Applied in Listed Company's Shareholders' Meeting, Item 2 Paragraph 5 Article 44, Paragraph 15 Article 44 and Item 1 Paragraph 17 Article 44 of Rules for Share Disposal of List Company, the Company shall delay or extend the meeting.

Article 23: In convening video meeting, the Company shall provide proper alternative measures for shareholders who is hard to attend by video, at least the connection facilities and necessary help except for the conditions regulated in Item 6 Paragraph 9 Article 44 of Rules for Share Disposal of List Company, and specify the period and matters to be noticed that shareholders conduct applications from the Company.

Article 24: These Rules will be implemented after the approval of Shareholders' Meeting, and the same shall apply upon amendment.  
These Rules was first formulated and passed by on March 9, 2012.  
The first amendment on June 26, 2013.  
The second amendment on July 23, 2014.  
The third amendment on June 3, 2015.  
The fourth amendment on June 27, 2016.  
The fifth amendment on June 22, 2020.  
The sixth amendment on July 16, 2021.  
The seventh amendment will be made on June 27, 2023.

## Appendix 3

### OBI Pharma, Inc. Shareholdings of All Directors

1. The paid-up capital of the Company is NT\$ 2,631,593,740 only, the total outstanding shares are 263,159,374 shares.
2. Subject to the provisions of Article 26 of Securities and Exchange Act and Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies
  - (1). The total shareholdings of all non-independent directors of the Company shall not be less than 12,000,000 shares of outstanding shares of the Company.
  - (2). The Company sets Audit Committee, hence the statutory shareholding of supervisor is not applicable.
3. As at the book closure day of this General Meeting, the shareholdings of directors of the Company recorded in shareholders list are as follows:

Title	Name	Number of shareholding	Shareholding ratio
Chairman	Kung-Yee Liang	-	-
Director	Yi Tai Investment Co., Ltd. Representative: Wan-Fang Ting	25,765,032	9.79%
Director	Yi Tai Investment Co., Ltd. Representative: Tamon Tseng		
Director	Yi Tai Investment Co., Ltd. Representative: Heidi Wang		
Independent Director	Howard S. Lee	-	-
Independent Director	Chin-Ting Chiu	-	-
Independent Director	CHEN, TAI-TSANG	-	-
Shareholdings of all independent directors		25,765,032	9.79%

Notes: The book closure period of this Extraordinary General Meeting is from September 21, 2025 to October 20, 2025.