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