

A Plus Biotechnology Co., Ltd.

Regulations for Election of Directors

Article I

In order to ensure the fair, just, and open election of directors, these Regulations are enacted with reference to Articles 21 and 41 of the “Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.”

Article II

Unless otherwise provided by law or the Articles of Incorporation, the election of the Company’s directors shall be conducted in accordance with these Regulations.

Article III

The election of the Company's directors shall be based on the overall composition of the Board of Directors. The composition of the Board of Directors shall emphasize diversity. A diversity policy shall be established based on the Company’s operations, business model, and developmental needs, and should include, but not be limited to, the following two dimensions:

- I. Basic qualifications and values: balancing gender, age, nationality, and cultural background.
- II. Professional knowledge and skills: ensuring inclusion of directors from different professional backgrounds (such as law, accounting, industry, finance, marketing, or technology), with relevant expertise and industry experience.

The final decision shall be based on the strengths of each candidate and the contributions they can provide to the Board.

The members of the Board of Directors shall have the knowledge, skills and literacy required to perform their duties, and shall have the following abilities:

- I. Operational judgment.
- II. Accounting and financial analysis ability.
- III. Business management ability.
- IV. Crisis management.
- V. Industry knowledge.
- VI. An international market perspective.
- VII. Leadership ability.
- VIII. Decision-making ability.

More than half of the directors shall not have spousal or second-degree kinship relations with one another.

The Company’s Board of Directors shall consider performance evaluation results when adjusting the composition of the Board.

Article IV

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The qualifications of the independent directors of the Company shall comply with the provisions of Article 2, Article 3 and Article 4 of the “Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies.”

The election of independent directors shall comply with Articles 5 through 9 of the same Regulations, and shall also be conducted in accordance with Article 24 of the “Corporate Governance Best Practice Principles.”

Article V

The election of the Company’s independent directors shall be conducted in accordance with the candidate nomination system prescribed in Article 192-1 of the Company Act. The qualifications, educational and professional background, and whether any of the circumstances listed in Article 30 of the Company Act apply, shall be reviewed. No additional qualification documents may be arbitrarily required. The review results shall be provided to shareholders for their reference, in order to facilitate the election of suitable independent directors.

After the Company’s shares are listed on TWSE/TPEX, all directors shall be elected in accordance with the candidate nomination system described above.

If the number of directors falls below five due to dismissal or resignation, the Company shall hold a by-election at the next shareholders’ meeting. However, if vacancies reach one-third of the number of seats specified in the Articles of Incorporation, an extraordinary shareholders’ meeting shall be convened within 60 days of the occurrence to hold a by-election.

If the number of independent directors falls below the minimum required under Article 14-2, paragraph 1 of the Securities and Exchange Act, the Company shall hold a by-election at the next shareholders’ meeting. If all independent directors are dismissed, an extraordinary shareholders’ meeting shall be convened within 60 days to hold a by-election.

Article IV

The election of directors shall adopt the cumulative voting system. Each share carries voting rights equal to the number of directors to be elected, which may be concentrated for one candidate or allocated among several candidates.

Article VII

The Board of Directors shall prepare ballots equal in number to the directors to be elected, with the number of votes printed on each ballot, and distribute them to the

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shareholders attending the shareholders' meeting. The shareholder's attendance card number printed on the ballot may substitute for the voter's name.

Article VIII

The number of directors shall be as specified in the Articles of Incorporation. Independent and non-independent directors shall be elected separately. Those receiving the highest number of votes shall be elected in order until all positions are filled. If two or more candidates receive the same number of votes and exceed the number of available seats, the result shall be determined by drawing lots; absent candidates shall have lots drawn by the chair on their behalf.

Article IX

Before the election begins, the Chairman shall designate a certain number of scrutineers and vote counters from among the shareholders to perform the relevant duties. The ballot boxes shall be prepared by the Board of Directors and publicly checked by the scrutineers before voting commences.

Article X

If the candidate is a shareholder, the voter shall mark down the candidate's account name and shareholder account number in the candidate column on the ballot. If the candidate is not a shareholder, mark down the candidate's name and ID card number. However, when the candidate is a governmental organization or juristic-person shareholder, the name of the governmental organization or juristic-person shareholder shall be entered in the column for the candidate's account name in the ballot paper, or both the name of the governmental organization or juristic-person shareholder and the name of its representative may be entered. When there are multiple representatives, the names of each respective representative shall be entered.

Article XI

A ballot is invalid under any of the following circumstances:

- I. The ballot is not prepared by the Board of Directors.
- II. A blank ballot is placed in the ballot box.
- III. The writing is unclear and indecipherable or has been altered.
- IV. If the filled-in electee is a shareholder, the account name and shareholder account number are not consistent with the records in the shareholders' register; if the filled-in electee is not a shareholder, the name and uniform number are

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verified to be inconsistent.

- V. Other words or marks are entered in addition to the account name (name) or shareholder account number (ID number) and the number of votes allocated to the candidate.
- VI. The name of the candidate is the same as that of other shareholders but the shareholder account number or ID number is not filled in for identification.

Article XII

After voting ends, ballots shall be opened immediately and the chair shall publicly announce the results, including the list of directors elected and the number of votes each received.

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 XIII

The Company's Board of Directors shall issue notifications of election results to those elected as directors.

Article XIV

Miscellaneous

- I. These Regulations shall take effect after approval by the Board of Directors and adoption by the shareholders' meeting. The same shall apply to any amendments.
- II. These Regulations were established on June 18, 2015.
The 1st amendment was made on November 18, 2022