

Stock Code: 6564

ENIMMUNE

安特羅生物科技股份有限公司

Enimmune Corp.

**2024 Annual General Meeting of
Shareholders**

Agenda Handbook

Convening Method: Physical Shareholders' Meeting

Time: 9:00 AM, Wednesday, June 12, 2024

**Location: Wagor International Banquet Hall (No. 328, Junfu 18th Rd., Beitun
Dist., Taichung City)**

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Enimmune Corp.

Chapter 1 Procedures for the 2024 Annual General Meeting of Shareholders

I. Call the Meeting to Order

II. Chairman's Remarks

III. Reported Matters

IV. Acknowledged Matters

V. Election Matters

VI. Other Agenda Items

VII. Extemporaneous Motions

VIII. Adjournment

Enimmune Corp.

Chapter 2 Meeting Agenda of the 2024 Annual General Meeting of Shareholders

Time: 9:00 AM, Wednesday, June 12, 2024

Location: Wagor International Banquet Hall (No. 328, Junfu 18th Rd., Beitun Dist., Taichung City)

I. Call the Meeting to Order

II. Chairman's Remarks

III. Reported Matters

(I)2023 Business Report.

(II)2023 Annual Final Accounting Books and Statements audited by the Audit Committee.

(III)2023 Director Compensation Report.

(IV)Report on the amendment of “Rules of Procedure for the Board of Directors.”

IV.Acknowledged Matters

(I)Proposals of 2023 Business Report and Financial Statements.

(II)The Proposal of 2023 Loss Off-setting.

V.Discussion Matters

(I) Proposed amendments to the "Articles of Association".

(II)Proposed amendments to the “Rules of Procedures for Shareholders' Meeting s”.

(III)Application for listing its stocks on the Innovation Board

(IV)The company plans to conduct a cash capital increase for initial public offering on the Innovation Board and requests original shareholders to waive their preemptive subscription rights

VI.Extemporary Motions

VII.Adjournment

Chapter 3 Reported Matters

I. The 2023 Business Report, for your approval.

Explanation: For the 2023 Business Report, please refer to the
Attachment 1.

(Please refer to page 12-19 of the Handbook)

II. The 2023 Annual Final Accounting Books and Statements audited by the Audit Committee, for your approval.

Explanation: For the Audit Committee's Auditor's Report, please refer
to the Attachment 2.

(Please refer to page 20 of the Handbook)

III. The 2023 Director Compensation Report, for your approval.

Explanation:

- 1. The company's Articles of Association stipulate that, all directors are entitled to remuneration, the amount of which is authorized by the Board of Directors based on their individual level of involvement in the company's operations and the value of their contributions, taking into account the usual industry standards.**
- 2. The company's Articles of Association explicitly state that directors' remuneration shall not exceed 5% of the annual profit.**

3. In accordance with the "Director and Functional Committee Remuneration Payment Regulations" approved by the company's Board of Directors, the principles for directors' remuneration are as follows: (1) Independent directors and members of functional committees (appointed by the Board of Directors as members of functional committees) receive a fixed monthly remuneration and do not participate in the annual allocation of directors' remuneration; (2) Directors and members of functional committees are entitled to reimbursement for actual attendance at board meetings and functional committee meetings, calculated based on actual attendance.
4. For the directors' remuneration, please refer to the Attachment 3 of the Handbook.

(Please refer to page 21 of the Handbook)

VI. Report on the amendment of “Rules of Procedure for the Board of Directors”.

Explanation: Comparison table of revised articles please refer to the Attachment 4 of the Handbook.

(Please refer to page 22-23 of the Handbook)

Chapter 4 Acknowledged Matters

Proposal 1

Proposed by the Board of Directors

Subject: The Company's 2023 Business Report and Financial Statements are submitted for approval.

Explanation:

- I. The Financial Statements for the year 2023 (including balance sheets, statements of comprehensive income, statements of changes in equity, statements of cash flow, etc.) have been audited and certified by Ms. Mei-Lan Liu and Mr. Chien-Yeh Hsu, certified public accountants from PwC Taiwan. They have issued an unqualified audit report, which is on file, along with the Business Report, submitted for review by the Audit Committee.**
- II. For the 2023 Audit Report by certified public accountants and Financial Statements, please refer to the Attachment 5.**
(Please refer to page 24-45 of the Handbook)

Resolution:

Proposal 2

Proposed by the Board of Directors

Subject: The Company's 2023 Loss Off-setting Proposal is submitted for approval.

Explanation: The net loss after tax for 2023 was NT\$223,743,135, as detailed in the 2023 Loss Off-setting Proposal, attached as the Attachment 6.
(Please refer to page 46 of the Handbook)

Resolution:

Chapter 5 Discussion Matters

Proposal 1

Proposed by the Board of Directors

Subject: Proposed amendments to the "Articles of Association".

Explanation:

(I) The “Articles of Association” of the Company are planned to be amended to meet the requirements of Company’s needs.

For the Comparison Table Before and After Amendment, please refer to Attachment 7.

(Please refer page 47-48 of this Handbook.)

Resolution:

Proposal 2

Proposed by the Board of Directors

Subject: Proposed amendments to the “Rules of Procedures for Shareholders’ Meeting”.

Explanation:

(I) The “Rules of Procedure for Shareholders’ Meeting” of the Company are planned to be amended to meet the requirements of laws and Company’s needs. For the Comparison Table Before and After Amendment, Please refer to the Attachment 8.

(Please refer to Page 49-51 of the Handbook.

Resolution:

Proposal 3

Proposed by the Board of Directors

Subject: Application for listing the company's stocks on the Innovation Board.

Explanation:

- (I) For the purpose of long-term business development and growth, the company aims to attract outstanding professional talents and move towards public financing to achieve sustainable operations. The company intends to apply for listing on the Innovative Board of the Taiwan Stock Exchange at the appropriate time.**
- (II) The matters related to the application time for listing on the Innovative Board, etc., will be fully authorized to the Chairman of the Board.**

Resolution:

Proposal 4

Proposed by the Board of Directors

Subject: The company conducts a cash capital increase for initial public offering and requests original shareholders to waive their preemptive subscription rights.

Explanation:

- (I) In order to cooperate with the company's application for listing on the Innovative Board, in accordance with the**

provisions of Article 4 of the "Taipei Exchange Rules Governing the Review of Securities for Trading on the TPEx", it is intended to use the proceeds from a cash capital increase as the source for the initial public offering of shares for listing on the Innovative Board.

- (II) Regarding this cash capital increase, except for reserving 10%~15% of the shares for subscription by employees in accordance with Article 267 of the Company Act, the remaining shares will be offered to the public through the initial public offering for listing on the Innovative Board, with the original shareholders waiving their subscription rights. For the employee subscription portion that is waived or undersubscribed, the Chairman of the Board will be authorized to arrange for subscription by specific persons.**
- (III) The details of this capital increase, including the number of new shares to be issued, the issue conditions, the plan items and other relevant matters, may be adjusted and changed as required by laws and regulations, the approval of the competent authority, operational evaluation, or objective environmental factors. The Shareholders' Meeting is requested to authorize the Board of Directors to handle all matters related to this capital increase.**
- (IV) If there are any unfinished matters, the Shareholders' Meeting is requested to authorize the Board of Directors to handle all matters related to this capital increase."**

Resolution:

Chapter 6 Extemporaneous Motions

Adjournment

Chapter 7 Attachments

Attachments 1 2023 Business Report

2023 Business Report

Ladies and gentlemen, shareholders, greetings to all!

First and foremost, welcome everyone to this year’s shareholders’ meeting amidst your busy schedules. On behalf of the company, I would like to extend our deepest gratitude to all shareholders for your unwavering support and encouragement. Please find below the report on the operating status and future outlook goals for the fiscal year 2023:

I. The operating results for the fiscal year 2023

(I) The implementation results of the business plan for the fiscal year 2023

The company operates as a biopharmaceutical company, primarily engaged in the research, clinical execution, development, and sales of pharmaceuticals for human medical use. Our focus includes biopharmaceuticals, monoclonal antibodies, vaccines, and small molecule drugs. On February 8, 2023, the company obtained the Ministry of Health and Welfare’s drug license for “Enterovirus A71 Vaccine (EnVAX-A71)”. The vaccine was launched in Taiwan and sold out. The company is dedicated to deepening localization efforts domestically, strengthening connections with medical institutions, and promoting the prevention and treatment of Enterovirus vaccines, thus shouldering the mission of safeguarding children’s health. Concurrently, it is actively expanding into overseas markets, having signed an exclusive distribution contract with Vabiotech, the largest state-owned vaccine company in Vietnam, for the Enterovirus A71 vaccine product in Vietnam.

The company is currently listed on the Emerging Stock Market and continues to receive guidance from securities firms to achieve the goal of entering the capital market. To fulfill the ongoing requirements for investment in new product development in the future, the company plans to conduct a cash capital increase in the fiscal year 2024.

In terms of product development progress, the company’s first vaccine development product, the Enterovirus 71 Vaccine (EnVAX-A71), has passed the

examination and registration of new drug by the Taiwan Food and Drug Administration (TFDA) in 2023. It was officially launched in August 2023 and is intended for administration to infants and young children (2 months to 6 years old). The Phase III clinical trial conducted overseas was completed on June 28, 2023. The interim analysis in Vietnam is scheduled for the third quarter of 2024, with unblinding expected before the fourth quarter. The regulatory approval documents for the Enterovirus 71 Vaccine will now be handed over to our partner, Vabiotech. After communication with the competent authorities in Vietnam, the submission application will be formally submitted.

The new Japanese Encephalitis Virus (JEV) vaccine derived from cell culture process is currently under development. This product aims to replace the traditional Japanese Encephalitis vaccine prepared from mouse brains. The Japanese Encephalitis vaccine is routinely administered for preventive purposes domestically. It is suitable for infants, preschool children, and adults with insufficient antibody immune response. Animal testing has been completed, and currently, evaluations of the immunogenicity results are underway following the optimization of the production process.

The development of the Coxsackievirus A16 (CA16) vaccine has progressed with the initial selection of virus strains completed. At this stage, verification of the serum-free cell culture of virus strains and confirmation of cross-neutralization reactions are underway. Subsequently, pre-clinical studies will commence.

The company continues to sell quadrivalent influenza vaccines and Tetanus Toxoid vaccines to expand its vaccine product line and establish sales networks in the vaccine business. In addition, we are expanding into the medical device category by developing medical testing reagents. Since the outbreak of the COVID-19 pandemic, our company has acquired expertise in diagnostic reagents and possesses strong research and development capabilities as well as production platforms. Currently, we are developing rapid screening assays including *Helicobacter pylori* antigen rapid tests, Enterovirus EV71 antigen rapid detection assays, Dengue fever rapid tests, and so on. With the recent trend towards youthfulness and popularization in the medical aesthetics industry, our company has also ventured into the field of medical aesthetics. We have signed an exclusive distribution contract

with Inibio from South Korea for botulinum toxin products in Taiwan. In the future, we will establish a specialized marketing team for biopharmaceutical and strengthen our advanced biopharmaceutical product line.

Due to operational requirements and future development, our company will establish a subsidiary in Singapore named “ENIMMUNE-RMT BIOTECH PTE. LTD.”. This subsidiary will facilitate the entry of products such as the quadrivalent influenza vaccine, Enterovirus 71 Vaccine (EnVAX-A71), and Tetanus Toxoid vaccine into the regional market. This includes conducting clinical trials, obtaining drug approvals, and future market sales. The company’s initial focus will be on Southeast Asian markets, including Indonesia, Malaysia, and Singapore, among 11 other countries. By integrating upstream and downstream resources, we aim to strengthen cooperation and create a mutually beneficial situation in the Southeast Asian region.

Budget Execution Status

The company did not disclose financial forecasts for the fiscal year 2023, therefore there is no budget execution status available.

(II) Analysis of Financial Income, Expenditure Situation, and Profitability

Enimmune is currently still in the product development stage, with significant annual expenditures on research and clinical trials. As the sales team is being established and additional product offerings are being introduced, along with the expected profitability after obtaining the Enterovirus vaccine drug license, the financial structure is expected to gradually improve, thus creating profits for shareholders. The financial situation for the year 2023 is as follows, please refer to the financial statement.

Unit: NT\$ thousand (except for loss per share in NT\$); %

Items 項目		2023	2022
Operating Revenue 營業收入		43,494	188,415
Operating Gross Profit (Loss) 營業毛利(損)		(108)	20,842
Operating Loss 營業損失		(220,043)	(286,416)
Net Loss After Tax 稅後淨損		(214,258)	(267,086)
Return on Assets (%) 資產報酬率(%)		(30.42)	(38.53)
Return on Equity (%) 股東權益報酬率(%)		(38.25)	(43.24)
To Paid-in Capital Ratio (%) 占實收資本比率(%)	Operating Loss 營業損失	(33.44)	(43.53)
	Net Loss After Tax 稅後淨損	(32.56)	(40.59)
Net Profit Margin (%) 純益率(%)		(492.62)	(141.75)
Loss per Share (NT\$) 每股虧損(元)		(3.04)	(3.88)

(III) Research and Development Status

Unit: NT\$ thousand

<div>Year 年度</div> <div>Items 項目</div>	2023
Research and Development Expenses 研究發展費用	139,271
Paid-in Capital Amount at the End of the Period 期末實收資本額	658,000
Percentage of Research and Development Expenses to Paid-in Capital at the End of the Period (%) 研究發展費用占期末實收資本額比例(%)	21.17%

II. Overview of the Business Plan for Fiscal Year 2024

- (I) Domestic market launch and overseas marketing strategy for the Enterovirus 71 Vaccine (EnVAX-A71).
- (II) Completion of Phase III clinical trial enrollment for Enterovirus 71 Vaccine (EnVAX-A71) in Vietnam.
- (III) Completion of process optimization for the new Japanese Encephalitis Virus Vaccine (JEV).
- (IV) Continued progress in the development of Coxsackievirus A16 (CA16) vaccine and other new drug projects.
- (V) Development of Enterovirus 71 antigen rapid detection kits, dengue fever antigen-antibody rapid detection kits, and other disease detection projects.
- (VI) Domestic drug license application and market launch for botulinum toxin and other advanced biopharmaceuticals.
- (VII) Continued expansion of business marketing network team. In addition to the sales of Enterovirus 71 Vaccine (EnVAX-A71), quadrivalent influenza vaccines for the

self-pay market, tetanus vaccines, and rapid screening reagents, the company will gradually introduce new products for sale.

III. Future Company Development Strategy

Enimmune is committed to promoting public health and emphasizes both prevention and treatment. In order to mitigate the threats posed by diseases, we focus on the prevention and control of various emerging infectious diseases. Through the accelerated development of new drugs and vaccines, we aim to enhance the overall health and quality of life. Additionally, we develop medical testing reagents to enhance the efficiency of domestic medical capacity utilization, and by introducing advanced biopharmaceuticals for medical aesthetics, we are expanding into the medical aesthetics market.

In terms of business strategy and positioning, we collaborate with domestic and international industry, government, academia, and research institutions to introduce high-potential new drug and vaccine technologies. Through alliance cooperation across the upstream, midstream, and downstream sectors, we leverage various resources within the industry chain to efficiently bring new drug products to market. Additionally, interim results of the new drug development process can be licensed externally or marketed globally after obtaining drug approvals.

IV. Impact of External Competitive Environment, Regulatory Environment, and Overall Business Environment

Impact of External Competitive Environment: The domestic biotechnology industry has flourished in recent years, with the government releasing numerous incentives, including the Act For The Development Of Biotech And New Pharmaceuticals Industry and the Biological Economic Industrial Development Project. However, domestic market demand is inherently limited, and investment capital is substantial with long payback periods. Therefore, Enimmune must expand into international markets for development, facing challenges from global competitors. Facing the external competitive environment, Enimmune must exercise caution in risk-sharing strategies such as selecting appropriate new drugs and professional divisions of labor, especially when choosing CRO (Contract Research Organization) or CMO (Contract Manufacturing Organization) companies.

Impact of Regulatory Environment: The conservative regulatory environment in Taiwan makes it challenging for some high-tech new drugs or medical devices to undergo the examination and registration process as well as enter the market. This process can be exhausting and resource-intensive, consuming a significant amount of energy and resources before entering the market. Expanding into international markets also requires addressing the varying levels of understanding and breakthroughs in pharmaceutical regulations across different countries. Enimmune must continuously adapt its development strategy to comply with changes in both international and domestic pharmaceutical regulations in order to meet the demands of the evolving regulatory environment.

In the post-COVID-19 era, there has been a global surge in awareness and emphasis on disease prevention, leading to the rise of the overall vaccine and testing industries. Additionally, the aging population worldwide has led to an increase in healthcare costs, prompting a reliance on biotechnology in medicine and preventive healthcare. Investment in vaccine and testing development, as well as research on new drugs, has become an inevitable trend. Due to the Taiwanese market's limited economic scale and relatively weak cost competitiveness, Enimmune adopts the most economical division of labor model. This means avoiding involvement in basic scientific research and refraining from investing large amounts of capital in machinery and equipment. Instead, Enimmune engages in international cooperation to integrate upstream, midstream, and downstream resources for the joint execution of manufacturing, non-clinical, and human clinical development trials for new vaccine and drug candidates. This maximizes research and development resources to meet international regulatory standards, thereby accelerating the drug approval process and expediting product launch.

Lastly, once again, we would like to express our sincere gratitude to all the shareholders, ladies and gentlemen, as well as dedicated colleagues, for their support and encouragement to our company. We hold the utmost respect for each and every one of you! And we wish everyone

good health and may everything go your way.

Chairman: Chung-Cheng Liu

General Manager: Vic Chang

Accounting Supervisor: Yu-Kang Lin

Enimmune Corp.

Audit Committee's Audit Report

The Board of Directors has submitted the Business Report, Financial Statements, and Loss Make-up Proposal for the fiscal year 2023 of the company. After completion of the audit by our Audit Committee, no significant issues were found. Therefore, in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, we hereby report the following for your examination.

Sincerely

2024 Annual General Meeting of Shareholders of Enimmune Corp.

Convener of the Audit Committee:

Chung-Chi Li

March 12, 2024

Attachments 3 The 2023 Directors' Remuneration (Including Independent Directors)

Remuneration to ordinary and independent directors (2023) Unit: NTD thousand; thousand shares

Title	Name	Remuneration to directors								The sum of A, B, C and D, and the percentage in net income after tax		Remuneration to directors serving as employees concurrently								The sum of A, B, C, D, E, F and G and the percentage in net income after tax		Remuneration from investees other than subsidiaries or from the parent company	
		Remuneration (A)		Severance pay and pension (B)		Remuneration to directors (C)		Business execution expense (D)				Salary, bonus and special allowances (E)		Severance pay and pension (F)		Remuneration to employees (G)							
		The Company	All companies included in the financial report	The Company	All companies included in the financial report	The Company	All companies included in the financial report	The Company	All companies included in the financial report	The Company	All companies included in the financial report	The Company	All companies included in the financial report	The Company	All companies included in the financial report	The Company	All companies included in the financial report	The Company	All companies included in the financial report				
Chairman	Representative of ADIMMUNE Corporation: Liu, Chung-Cheng	1,310	1,310					35		(0.01%)	(0.01%)												5,591
Director	Representative of ADIMMUNE Corporation: Pan, Fei	360	360	22	22					(0.01%)	(0.01%)												4,524
Director	Representative of ADIMMUNE Corporation: Chiu, Chin-Yi							35	35	(0.01%)	(0.01%)												5,385
Director	Representative of WenTang Investment Co., Ltd.: Chen, Chien-Jun							35	35	(0.01%)	(0.01%)												
Independent Director	Hsiao, Mei-Ling					600	600	35	35	(0.26%)	(0.26%)												
Independent Director	Lee, Chong-Chi					600	600	35	35	(0.26%)	(0.26%)												
Independent Director	Ma, Ta-Wei					600	600	35	35	(0.26%)	(0.26%)												

Attachments 4 Comparison Table of the “Rules of Procedure for the Board of Directors” Before and After Amendment

Enimmune Corporation

Comparison Table of the “Rules of Procedure for the Board of Directors” Before and After Amendment

After amendments	Before amendments	Explanation
<p>Article 12 (Relevant non-voting attneedees)</p> <p>When holding a meeting of the board of directors, a company may, as necessary for the agenda items of the meeting, notify personnel of relevant departments or subsidiaries to attend the meeting as nonvoting participants. When necessary, the company may also invite certificated public accounts, attorneys, or other professionals to attend as nonvoting participants and to make explanatory statements, provided that they shall leave the meeting when deliberation or voting takes place.</p> <p>When the meeting time is due and one-half all board directors are not present, the meeting chair may announce that the meeting time will be postponed on the same day, provided that no more than two postponements are made. If the quorum is still not met after two postponements, the chair may re-convene the meeting following the procedures provided in Article 3, paragraph 2.</p> <p>The term "all board directors " as used in the preceding paragraph and in Article 17, paragraph 2, subparagraph 2 shall be calculated as the number of directors then in office.</p>	<p>Article 12 (Relevant non-voting attneedees)</p> <p>When holding a meeting of the board of directors, a company may, as necessary for the agenda items of the meeting, notify personnel of relevant departments or subsidiaries to attend the meeting as nonvoting participants. When necessary, the company may also invite certificated public accounts, attorneys, or other professionals to attend as nonvoting participants and to make explanatory statements, provided that they shall leave the meeting when deliberation or voting takes place.</p> <p>When the meeting time is due and one-half all board directors are not present, the meeting chair may announce that the meeting time will be postponed, provided that no more than two postponements are made. If the quorum is still not met after two postponements, the chair may re-convene the meeting following the procedures provided in Article 3, paragraph 2.</p> <p>The term "all board directors " as used in the preceding paragraph and in Article 17, paragraph 2, subparagraph 2 shall be calculated as the number of directors then in office.</p>	<p>Amendments are made in accordance with Rules of Procedure for the Board of Directors</p>

After amendments	Before amendments	Explanation
<p>Article 13 (agenda items of the meeting deliberation)</p> <p>A board of directors meeting shall be conducted in accordance with the order of business on the agenda as specified in the meeting notice. However, the order may be changed with the approval of a majority of directors present at the meeting.</p> <p>The meeting chair may not declare the meeting closed without the approval of a majority of directors present at the meeting.</p> <p>If at any time during the proceedings of a board of directors meeting the directors sitting at the meeting are not more than half of the directors present at the meeting, then upon motion by the directors sitting at the meeting, the chair shall declare a suspension of the meeting, in which case the provisions of Article 12, paragraph 3 shall apply mutatis mutandis.</p> <p><u>During the proceedings of a board meeting, if the chair is unable to chair the meeting or fails to declare the meeting closed as provided in paragraph 2, the provisions of Article 11, paragraph 4 shall apply mutatis mutandis to the selection of the deputy to act in place thereof.</u></p>	<p>Article 13 (agenda items of the meeting deliberation)</p> <p>A board of directors meeting shall be conducted in accordance with the order of business on the agenda as specified in the meeting notice. However, the order may be changed with the approval of a majority of directors present at the meeting.</p> <p>The meeting chair may not declare the meeting closed without the approval of a majority of directors present at the meeting.</p> <p>If at any time during the proceedings of a board of directors meeting the directors sitting at the meeting are not more than half of the directors present at the meeting, then upon motion by the directors sitting at the meeting, the chair shall declare a suspension of the meeting, in which case the provisions of Article 12, paragraph 3 shall apply mutatis mutandis.</p>	<p>Amendments are made in accordance with Rules of Procedure for the Board of Directors</p>

Attachments 5 The Audit Report by Certified Public accountants and the 2023 Financial Statements

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of ENIMMUNE CORPORATION

Opinion

We have audited the accompanying consolidated balance sheets of ENIMMUNE CORPORATION and subsidiaries (the "Group") as at December 31, 2023 and 2022, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of material accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2023 and 2022, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations that came into effect as endorsed by the Financial Supervisory Commission.

Basic for opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the *Auditors' responsibilities for the audit of the consolidated financial statements* section of our report. We are independent of the Group in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. 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 are those matters that, in our professional judgment, were of most significance in our audit of the Group's 2023 consolidated financial statements. 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 for the Group's 2023 consolidated financial statements are stated as follows:

Impairment assessment of intangible asset - technology licensing

Description

Refer to Note 4(15) for accounting policies on impairment assessment of non-financial assets, Note 5 for uncertainty of impairment assessment of intangible assets - technology licensing, and Note 6(7) for details of significant accounts in intangible assets- technology licensing. As of December 31, 2023, the Group's intangible assets - technology licensing amounted to NTD 108,969 thousand, which accounted for 18.02% of the total assets in the consolidated financial statements.

The Group had assessed whether there was any impairment in the value-in-use of intangible assets - technology licensing based on external and internal information on the balance sheet date. As the assessment of the value-in-use of intangible assets involved subjective judgement of management and intangible assets were material to the Group's consolidated financial statements, we considered the impairment assessment of tangible assets - technology licensing as a key audit matter.

How our audit addressed the matter

We performed the following audit procedures in respect of the above key audit matter:

1. Obtained an understanding on the reasonableness of the process of estimating future cash flows for cash-generating unit on which management's evaluation of intangible impairment - technology licensing was based.
2. Discussed financial forecasts with management and assessed the reasonableness by comparing with historical results.
3. Evaluated the evaluation report commissioned by the management from an external appraisal company, including the following procedures:
 - (1) The expert's qualifications and expertise in the relevant field and his or her independence and competence.
 - (2) The purpose and scope of the review of the expert's opinion and that the measurement methods used are commonly used in the industry.
 - (3) Checked the setting of the parameters and formulas of the valuation model.
 - (4) Assessed the reasonableness of the material assumptions used in the model.

Other matter – Parent company only financial reports

We have audited and expressed an unqualified opinion on the parent company only financial statements of ENIMMUNE CORPORATION as at and for the years ended December 31, 2023 and 2022.

Responsibilities of management and those charged with governance for the consolidated financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting

Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations that came into effect as endorsed by the Financial Supervisory Commission, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance, including the audit committee, are responsible for overseeing the Group's financial reporting process.

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 auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Standards on Auditing of the Republic of China will always detect a material misstatement 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 consolidated financial statements.

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgment and professional skepticism throughout the audit. We

also:

1. Identify and assess the risks of material misstatement of the consolidated 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 Group's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use 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 the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw 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 our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' 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 communication

Liu, Mei Lan

Hsu, Chien-Yeh

For and on behalf of PricewaterhouseCoopers, Taiwan

March 12, 2024

The accompanying consolidated financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying consolidated financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

ENIMMUNE CORPORATION AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2023 AND 2022
(Expressed in thousands of New Taiwan dollars)

Assets		Notes	December 31, 2023		December 31, 2022	
			AMOUNT	%	AMOUNT	%
Current assets						
1100	Cash and cash equivalents	6(1)	\$ 359,893	60	\$ 394,174	51
1136	Current financial assets at amortised cost	6(2) and 8	19,907	3	107,907	14
1150	Notes receivable, net	6(3)	15	-	620	-
1170	Accounts receivable, net	6(3)	11,902	2	4,598	1
1180	Accounts receivable due from related parties, net	7	-	-	-	-
1200	Other receivables	9	249	-	366	-
1210	Other receivables due from related parties	7	174	-	115	-
130X	Inventories	6(4)	15,701	3	60,477	8
1410	Prepayments	6(5) and 7	54,789	9	58,078	7
1470	Other current assets		2,584	-	1,534	-
11XX	Current Assets		465,214	77	627,869	81
Non-current assets						
1600	Property, plant and equipment	6(6)	3,279	1	4,092	-
1755	Right-of-use assets		2,596	-	4,428	1
1780	Intangible assets	6(7)	109,271	18	114,376	15
1900	Other non-current assets	8	24,467	4	24,325	3
15XX	Non-current assets		139,613	23	147,221	19
1XXX	Total assets		\$ 604,827	100	\$ 775,090	100

(Continued)

ENIMMUNE CORPORATION AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2023 AND 2022
(Expressed in thousands of New Taiwan dollars)

Liabilities and Equity		Notes	December 31, 2023		December 31, 2022	
			AMOUNT	%	AMOUNT	%
Current liabilities						
2100	Short-term borrowings	6(8)	\$ 40,000	7	\$ 20,000	3
2150	Notes payable		-	-	30	-
2170	Accounts payable		-	-	3,970	-
2180	Accounts payable to related parties	7	18,062	3	-	-
2200	Other payables		32,385	6	16,522	2
2220	Other payables to related parties	7	76,593	13	47,057	6
2280	Current lease liabilities		1,844	-	1,824	-
2320	Long-term liabilities, current portion	6(9)	2,131	-	2,106	-
2399	Other current liabilities, others		689	-	12,442	2
21XX	Current Liabilities		171,704	29	103,951	13
Non-current liabilities						
2540	Long-term borrowings	6(9)	984	-	3,114	1
2580	Non-current lease liabilities		775	-	2,618	-
25XX	Non-current liabilities		1,759	-	5,732	1
2XXX	Total Liabilities		173,463	29	109,683	14
Equity						
	Share capital	6(12)				
3110	Ordinary share		658,000	109	658,000	85
	Capital surplus	6(13)				
3200	Capital surplus		11,559	2	168,023	22
	Retained earnings	6(14)				
3350	Accumulated deficits to be covered		(344,926)	(57)	(281,332)	(37)
	Other equity					
3400	Other equity interest		(2,681)	(1)	(152)	-
31XX	Equity attributable to owners of parent		321,952	53	544,539	70
36XX	Non-controlling interests	4(3)	109,412	18	120,868	16
3XXX	Total equity		431,364	71	665,407	86
	Significant contingent liabilities and unrecognised contract commitments	9				
	Significant events after the balance sheet date	11				
3X2X	Total liabilities and equity		\$ 604,827	100	\$ 775,090	100

The accompanying notes are an integral part of these consolidated financial statements.

ENIMMUNE CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2023 AND 2022

(Expressed in thousands of New Taiwan dollars, except losses per share amounts)

			Year ended December 31			
			2023		2022	
Items	Notes		AMOUNT	%	AMOUNT	%
4000 Operating revenue	6(15) and 7		\$ 43,494	100	\$ 188,415	100
5000 Operating costs	6(4) and 7		(66,867)	(154)	(167,573)	(89)
5900 Gross (loss) profit			(23,373)	(54)	(20,842)	(11)
Operating expenses	6(7)(19) and 7					
6100 Selling expenses			(28,700)	(66)	(7,049)	(4)
6200 General and administrative expenses			(51,963)	(120)	(47,914)	(25)
6300 Research and development expenses			(139,271)	(320)	(247,376)	(131)
6450 Expected credit loss	12(2)		(168)	-	(4,919)	(3)
6000 Total operating expenses			(220,102)	(506)	(307,258)	(163)
6900 Operating loss			(243,475)	(560)	(286,416)	(152)
Non-operating income and expenses						
7100 Interest income	6(16)		1,937	4	1,289	-
7010 Other income	6(17) and 7		5,163	12	10,904	6
7020 Other gains and losses	6(18)		(338)	(1)	(7,452)	(4)
7050 Finance costs			(977)	(2)	(315)	-
7000 Total non-operating income and expenses			5,785	13	19,330	10
7900 Loss before income tax			(237,690)	(547)	(267,086)	(142)
7950 Income tax expense	6(20)		-	-	-	-
8200 Loss for the year			(\$ 237,690)	(547)	(\$ 267,086)	(142)
Other comprehensive income						
Components of other comprehensive income that will be reclassified to profit or loss						
8361 Exchange differences on translation			(\$ 38)	-	(\$ 4,836)	(2)
8360 Components of other comprehensive income that will be reclassified to profit or loss			(38)	-	(4,836)	(2)
8300 Other comprehensive loss			(\$ 38)	-	(\$ 4,836)	(2)
8500 Total comprehensive loss for the year			(\$ 237,728)	(547)	(\$ 271,922)	(144)
Loss attributable to:						
8610 Owners of the parent			(\$ 223,743)	(515)	(\$ 247,963)	(132)
8620 Non-controlling interest			(13,947)	(32)	(19,123)	(10)
Total			(\$ 237,690)	(547)	(\$ 267,086)	(142)
Comprehensive loss attributable to:						
8710 Owners of the parent			(\$ 226,272)	(521)	(\$ 248,115)	(131)
8720 Non-controlling interest			(11,456)	(26)	(23,807)	(13)
Total			(\$ 237,728)	(547)	(\$ 271,922)	(144)
Basic losses per share	6(21)					
9750 Basic losses per share			(\$ 3.40)		(\$ 3.88)	
Diluted losses per share	6(21)					
9850 Diluted losses per share			(\$ 3.40)		(\$ 3.88)	

The accompanying notes are an integral part of these consolidated financial statements.

ENIMMUNE CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2023 AND 2022
(Expressed in thousands of New Taiwan dollars)

	Equity attributable to owners of the parent							Non-controlling interest	Total equity
	Capital surplus					Total			
	Notes	Ordinary share	Share premium	Employee stock warrants	Accumulated deficits to be covered		Exchange differences on translation of foreign financial statements		
2022									
Balance at January 1		\$ 600,000	\$ 17,273	\$ -	(\$ 47,246)	\$ -	\$ 570,027	\$ -	\$ 570,027
Net loss for 2022		-	-	-	(247,963)	-	(247,963)	(19,123)	(267,086)
Other comprehensive loss for the year		-	-	-	-	(152)	(152)	(4,684)	(4,836)
Total comprehensive loss		-	-	-	(247,963)	(152)	(248,115)	(23,807)	(271,922)
Issuance of shares		58,000	162,353	-	-	-	220,353	-	220,353
Capital surplus used to offset accumulated deficits	6(14)	-	(17,273)	-	17,273	-	-	-	-
Share-based payments		-	199	5,471	(3,396)	-	2,274	-	2,274
Change in non-controlling interests	6(22)	-	-	-	-	-	-	144,675	144,675
Balance at December 31, 2022		\$ 658,000	\$ 162,552	\$ 5,471	(\$ 281,332)	(\$ 152)	\$ 544,539	\$ 120,868	\$ 665,407
2023									
Balance at January 1		\$ 658,000	\$ 162,552	\$ 5,471	(\$ 281,332)	(\$ 152)	\$ 544,539	\$ 120,868	\$ 665,407
Net loss for 2023		-	-	-	(223,743)	-	(223,743)	(13,947)	(237,690)
Other comprehensive (loss) income for the year		-	-	-	-	(2,529)	(2,529)	2,491	(38)
Total comprehensive loss		-	-	-	(223,743)	(2,529)	(226,272)	(11,456)	(237,728)
Capital surplus used to offset accumulated deficits	6(14)	-	(162,552)	(5,471)	168,023	-	-	-	-
Share-based payments	6(11)	-	-	11,559	(7,874)	-	3,685	-	3,685
Balance at December 31, 2023		\$ 658,000	\$ -	\$ 11,559	(\$ 344,926)	(\$ 2,681)	\$ 321,952	\$ 109,412	\$ 431,364

The accompanying notes are an integral part of these consolidated financial statements.

ENIMMUNE CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2023 AND 2022
(Expressed in thousands of New Taiwan dollars)

		Year ended December 31	
	Notes	2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES			
Loss before tax		(\$ 237,690)	(\$ 267,086)
Adjustments			
Adjustments to reconcile profit (loss)			
Depreciation charges (including depreciation charges on right-of-use assets)	6(19)	2,645	3,242
Amortisations	6(19)	5,105	5,105
Expected credit loss	12(2)	168	4,919
Interest expense		977	315
Interest income	6(16)	(1,937)	(1,289)
Share-based payments	6(11)	3,685	2,274
Unrealised foreign exchange gains		-	(249)
Changes in operating assets and liabilities			
Changes in operating assets			
Notes receivable		605	(620)
Accounts receivable		(7,472)	17,277
Accounts receivable due from related parties		-	180
Other receivables (including related parties)		58	(3,671)
Inventories		44,776	(8,477)
Prepayments		1,573	(1,464)
Other current assets		(1,050)	(165)
Changes in operating liabilities			
Notes payable		(30)	30
Accounts payable		(3,970)	3,609
Accounts payable to related parties		18,062	(10,000)
Other payables		15,834	(2,615)
Other payables to related parties		29,547	46,831
Other current liabilities, others		(10,037)	10,206
Cash outflow generated from operations		(139,151)	(201,648)
Interest received		1,937	1,289
Interest paid		(919)	(277)
Net cash flows used in operating activities		(138,133)	(200,636)
CASH FLOWS FROM INVESTING ACTIVITIES			
Decrease in current financial assets at amortised cost		88,000	123,493
Acquisition of property, plant and equipment		-	(347)
Increase in guarantee deposits paid		(142)	(23,210)
Net cash flows from investing activities		87,858	99,936
CASH FLOWS FROM FINANCING ACTIVITIES			
Repayments of long-term borrowings	6(23)	(2,105)	(2,087)
Payments of lease liabilities	6(23)	(1,863)	(1,864)
Proceeds from short-term borrowings	6(23)	20,000	20,000
Proceeds from issuing shares (net of issuance costs)	6(12)	-	220,353
Change in non-controlling interests	6(22)	-	144,675
Net cash flows from financing activities		16,032	381,077
Impact of changes in foreign exchange rate		(38)	(4,588)
Net (decrease) increase in cash and cash equivalents		(34,281)	275,789
Cash and cash equivalents at beginning of year		394,174	118,385
Cash and cash equivalents at end of year		\$ 359,893	\$ 394,174

The accompanying notes are an integral part of these consolidated financial statements.

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of ENIMMUNE CORPORATION

Opinion

We have audited the accompanying parent company only balance sheets of ENIMMUNE CORPORATION and its subsidiaries (the “Company”) as at December 31, 2023 and 2022, and the related parent company only statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the parent company only financial statements, including a summary of material accounting policies.

In our opinion, the accompanying parent company only financial statements present fairly, in all material respects, the parent company only financial position of Company as at December 31, 2023 and 2022, and its parent company only financial performance and its parent company only cash flows for the years then ended in conformity with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for opinion

We conducted our audits in accordance with the “Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants” and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the *Auditor’s responsibilities for the audit of the parent company only financial statements* section of our report. We are independent of Company in accordance with the Norm of Professional Ethics for Certified Public Accountants of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with the those requirements. 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 are those matters that, in our professional judgement, were of most significance in our audit of the Company's 2023 financial statements. These matters were addressed in the context of our audit of the parent company only financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters for the Company's 2023 parent company only financial statements are stated as follows:

Impairment assessment of intangible asset - technology licensing

Description

Refer to Note 4(14) for accounting policies on impairment assessment of non-financial assets, Note 5 for uncertainty of impairment assessment of intangible assets – technology licensing, and Note 6(8) for details of significant accounts in intangible assets- technology licensing. As of December 31, 2023, the Company's intangible assets - technology licensing amounted to NTD 108,969 thousand, which accounted for 26.01% of the total assets in the financial statements.

The Company had assessed whether there was any impairment in the value-in-use of intangible assets - technology licensing based on external and internal information on the balance sheet date. As the assessment of the value-in-use of intangible assets involved subjective judgement of management and intangible assets were material to the Company's financial statements, we considered the impairment assessment of tangible

assets - technology licensing as a key audit matter.

How our audit addressed the matter

We performed the following audit procedures in respect of the above key audit matter:

1. Obtained an understanding on the reasonableness of the process of estimating future cash flows for cash-generating unit on which management's evaluation of intangible impairment - technology licensing was based.
2. Discussed financial forecasts with management and assessed the reasonableness by comparing with historical results.
3. Evaluated the evaluation report commissioned by the management from an external appraisal company, including the following procedures:
 - (1) The expert's qualifications and expertise in the relevant field and his or her independence and competence.
 - (2) The purpose and scope of the review of the expert's opinion and that the measurement methods used are commonly used in the industry.
 - (3) Checked the setting of the parameters and formulas of the valuation model.
 - (4) Assessed the reasonableness of the material assumptions used in the model.

Responsibilities of management and those charged with governance for the parent company only financial statements

Management is responsible for the preparation and fair presentation of the parent company only financial statements in accordance with the "Regulations Governing the Preparation of Financial Reports by Securities Issuers" and for such internal control as management determines is necessary to enable the preparation of parent company only financial

statements that are free from material misstatement, whether due to fraud or error.

In preparing the parent company only financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance, including the audit committee, are responsible for overseeing the Company's financial reporting process.

Auditor's 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 that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Standards on Auditing of the Republic of China will always detect a material misstatement 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 reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use 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 the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the parent company only 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 our auditor's report. However, future events or conditions may cause the Company to cease to continue as a 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 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the parent company only financial statements of the current period and are therefore the key audit matters. 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 communication.

Liu, Mei Lan

Hsu, Chien-Yeh

For and on behalf of PricewaterhouseCoopers, Taiwan

May 12, 2024

The accompanying financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

ENIMMUNE CORPORATION
BALANCE SHEETS
DECEMBER 31, 2023 AND 2022
(Expressed in thousands of New Taiwan dollars, except as otherwise indicated)

Assets		Notes	December 31, 2023		December 31, 2022			
			AMOUNT	%	AMOUNT	%		
Current assets								
1100	Cash and cash equivalents	6(1)	\$	154,603	37	\$	177,522	30
1136	Current financial assets at amortised cost	6(2) and 8		19,907	5		107,907	18
1150	Notes receivable, net	6(3)		15	-		620	-
1170	Accounts receivable, net	6(3)		11,902	3		4,598	1
1180	Accounts receivable - related parties	7		-	-		-	-
1200	Other receivables	9		249	-		366	-
1210	Other receivables - related parties	7		677	-		441	-
130X	Inventories	6(4)		15,701	4		60,477	10
1410	Prepayments	6(5) and 7		54,733	13		58,078	10
1470	Other current assets			2,584	-		1,534	-
11XX	Current Assets			260,371	62		411,543	69
Non-current assets								
1550	Investments accounted for under equity method	6(6)		19,113	4		38,689	6
1600	Property, plant and equipment	6(7)		3,279	1		4,092	1
1755	Right-of-use assets			2,596	1		4,428	1
1780	Intangible assets	6(8)		109,271	26		114,376	19
1900	Other non-current assets	8		24,353	6		24,210	4
15XX	Non-current assets			158,612	38		185,795	31
1XXX	Total assets		\$	418,983	100	\$	597,338	100

(Continued)

ENIMMUNE CORPORATION
BALANCE SHEETS
DECEMBER 31, 2023 AND 2022
(Expressed in thousands of New Taiwan dollars, except as otherwise indicated)

Liabilities and Equity			December 31, 2023		December 31, 2022	
			AMOUNT	%	AMOUNT	%
Current liabilities						
2100	Current borrowings	6(9)	\$ 40,000	10	\$ 20,000	3
2150	Notes payable		-	-	30	-
2170	Accounts payable		-	-	3,970	1
2180	Accounts payable - related parties	7	18,062	4	-	-
2200	Other payables		32,353	8	16,522	3
2220	Other payables- related parties	7	193	-	223	-
2280	Current lease liabilities		1,844	-	1,824	-
2320	Long-term liabilities, current portion	6(10)	2,131	1	2,106	-
2399	Other current liabilities, others		689	-	2,392	1
21XX	Current Liabilities		95,272	23	47,067	8
Non-current liabilities						
2540	Long-term borrowings	6(10)	984	-	3,114	1
2580	Non-current lease liabilities		775	-	2,618	-
25XX	Non-current liabilities		1,759	-	5,732	1
2XXX	Total Liabilities		97,031	23	52,799	9
Equity						
	Share capital	6(13)				
3110	Share capital - common stock		658,000	157	658,000	110
	Capital surplus	6(14)				
3200	Capital surplus		11,559	3	168,023	28
	Retained earnings	6(15)				
3350	Accumulated deficit		(344,926)	(82)	(281,332)	(47)
	Other equity interest					
3400	Other equity interest		(2,681)	(1)	(152)	-
3XXX	Total equity		321,952	77	544,539	91
	Significant contingent liabilities and unrecognised contract commitments	9				
	Significant events after the balance sheet date	11				
3X2X	Total liabilities and equity		\$ 418,983	100	\$ 597,338	100

The accompanying notes are an integral part of these financial statements.

ENIMMUNE CORPORATION
STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2023 AND 2022

(Expressed in thousands of New Taiwan dollars, except as otherwise indicated)

			Year ended December 31			
			2023		2022	
Items	Notes		AMOUNT	%	AMOUNT	%
4000 Sales revenue	6(16) and 7		\$ 43,494	100	\$ 188,415	100
5000 Operating costs	6(4) and 7		(66,867)	(154)	(167,573)	(89)
5900 Gross loss from operations			(23,373)	(54)	(20,842)	(11)
Operating expenses	6(20) and 7					
6100 Selling expenses			(28,701)	(66)	(7,049)	(4)
6200 General and administrative expenses			(51,038)	(117)	(47,702)	(25)
6300 Research and development expenses			(109,390)	(252)	(101,233)	(54)
6450 Impairment loss (impairment gain and reversal of impairment loss) determined in accordance with IFRS 9	12(2)		(168)	-	(4,919)	(3)
6000 Total operating expenses			(189,297)	(435)	(160,903)	(86)
6900 Operating loss			(212,670)	(489)	(140,061)	(75)
Non-operating income and expenses						
7100 Interest income	6(17)		1,937	4	1,289	1
7010 Other income	6(18) and 7		5,163	12	10,904	6
7020 Other gains and losses	6(19)		(149)	-	4,289	2
7050 Finance costs			(977)	(2)	(315)	-
7070 Share of loss of associates and joint ventures accounted for using equity method, net	6(6)		(17,047)	(39)	(124,069)	(66)
7000 Total non-operating income and expenses			(11,073)	(25)	(107,902)	(57)
7900 Loss before income tax			(223,743)	(514)	(247,963)	(132)
7950 Income tax expense	6(21)		-	-	-	-
8200 Loss for the year			(\$ 223,743)	(514)	(\$ 247,963)	(132)
Other comprehensive income						
Components of other comprehensive income that will be reclassified to profit or loss						
8361 Exchange differences on translation	6(6)		(\$ 2,529)	(6)	(\$ 152)	-
8360 Components of other comprehensive income that will be reclassified to profit or loss			(2,529)	(6)	(152)	-
8300 Other comprehensive loss for the year			(\$ 2,529)	(6)	(\$ 152)	-
8500 Total comprehensive loss for the year			(\$ 226,272)	(520)	(\$ 248,115)	(132)
Basic losses per share	6(22)					
9750 Total basic losses per share			(\$ 3.40)		(\$ 3.88)	
Diluted losses per share	6(22)					
9850 Diluted losses per share			(\$ 3.40)		(\$ 3.88)	

The accompanying notes are an integral part of these financial statements.

ENIMMUNE CORPORATION
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2023 AND 2022
(Expressed in thousands of New Taiwan dollars)

	Notes	Capital surplus			Retained earnings			Total equity
		Share capital - common stock	Additional paid-in capital	Employee stock warrants	Others	Accumulated deficit	Exchange differences on translation of foreign financial statements	
<u>2022</u>								
Balance at January 1, 2022		\$ 600,000	\$ 17,273	\$ -	\$ -	(\$ 47,246)	\$ -	\$ 570,027
Net loss for the year		-	-	-	-	(247,963)	-	(247,963)
Other comprehensive loss for the year		-	-	-	-	-	(152)	(152)
Total comprehensive loss		-	-	-	-	(247,963)	(152)	(248,115)
Issuance of shares	6(13)	58,000	162,353	-	-	-	-	220,353
Capital surplus used to offset accumulated deficits	6(15)	-	(17,273)	-	-	17,273	-	-
Share-based payments	6(12)	-	199	5,471	-	(3,396)	-	2,274
Balance at December 31, 2022		\$ 658,000	\$ 162,552	\$ 5,471	\$ -	(\$ 281,332)	(\$ 152)	\$ 544,539
<u>2023</u>								
Balance at January 1, 2023		\$ 658,000	\$ 162,552	\$ 5,471	\$ -	(\$ 281,332)	(\$ 152)	\$ 544,539
Net loss for the year		-	-	-	-	(223,743)	-	(223,743)
Other comprehensive loss for the year		-	-	-	-	-	(2,529)	(2,529)
Total comprehensive loss		-	-	-	-	(223,743)	(2,529)	(226,272)
Capital surplus used to offset accumulated deficits	6(15)	-	(162,552)	(5,471)	-	168,023	-	-
Share-based payments	6(12)	-	-	11,559	-	(7,874)	-	3,685
Balance at December 31, 2023		\$ 658,000	\$ -	\$ 11,559	\$ -	(\$ 344,926)	(\$ 2,681)	\$ 321,952

The accompanying notes are an integral part of these financial statements.

ENIMMUNE CORPORATION
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2023 AND 2022
(Expressed in thousands of New Taiwan dollars)

		Year ended December 31	
	Notes	2023	2022
<u>CASH FLOWS FROM OPERATING ACTIVITIES</u>			
Loss before tax		(\$ 223,743)	(\$ 247,963)
Adjustments			
Adjustments to reconcile profit (loss)			
Depreciation (including depreciation charge of right-of-use assets)	6(20)	2,645	3,242
Amortisation	6(20)	5,105	5,105
Expected credit loss	12(2)	168	4,919
Share of loss (profit) of subsidiaries, associates and joint ventures accounted for using equity method	6(6)	17,047	124,069
Interest expense		977	315
Interest income	6(17)	(1,937)	(1,289)
Share-based payments	6(12)	3,685	2,274
Changes in operating assets and liabilities			
Changes in operating assets			
Notes receivable, net		605	(620)
Accounts receivable		(7,472)	17,277
Accounts receivable - related parties		-	180
Other receivables (including related parties)		(119)	(3,998)
Inventories		44,776	(8,477)
Prepayments		1,629	(1,464)
Other current assets		(1,050)	(165)
Changes in operating liabilities			
Notes receivable		(30)	30
Accounts payable		(3,970)	3,609
Accounts payable - related parties		18,062	(10,000)
Other payables		15,813	(2,615)
Other payables- related parties		(30)	(3)
Other current liabilities - Other		13	156
Cash outflow generated from operations		(127,826)	(115,418)
Interest received		1,937	1,289
Interest paid		(919)	(277)
Net cash flows used in operating activities		(126,808)	(114,406)
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Decrease in non-current financial assets at amortised cost		88,000	123,493
Acquisition of property, plant and equipment		-	(347)
Increase in investments accounted for using equity method		-	(162,910)
Increase in guarantee deposits paid		(143)	(23,095)
Net cash flows from (used in) investing activities		87,857	(62,859)
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
Repayment of long-term borrowings	6(23)	(2,105)	(2,087)
Payments of principal portion of lease liabilities	6(23)	(1,863)	(1,864)
Proceeds from short-term borrowings	6(23)	20,000	20,000
Proceeds from issuing shares (net of issuance costs)	6(13)	-	220,353
Net cash flows from financing activities		16,032	236,402
Net (decrease) increase in cash and cash equivalents		(22,919)	59,137
Cash and cash equivalents at beginning of year		177,522	118,385
Cash and cash equivalents at end of year		\$ 154,603	\$ 177,522

The accompanying notes are an integral part of these financial statements.

Attachments 6 The 2023 Loss Off-setting Statement

Enimmune Corp.

Loss Off-setting Statement

2023

Unit: New Taiwan Dollars

Items	Amount
Deficit to be offset at the beginning of the period	(113,309,540)
Add: Net loss after tax for the period	(223,743,135)
Less: Granting stock options to employees of the controlling company	(7,872,929)
Deficit to be offset at the end of the period	(344,925,604)

*Deficit reaches one-half of paid-in capital

Chairman: Liu, Chung-Cheng Managerial Officer: Chang, Che-Wei Accountant in charge: Lin, Yu-Kang

Attachments 7 Comparison Table of the “Articles of Association” Before and After Amendment

Enimmune Corporation

Comparison Table of the “Articles of Association” Before and After Amendment

After amendments	Before amendments	Explanation
<p>Article 2: The business operations of the company are as follows:</p> <p>1. IC01010 Pharmaceuticals Examining Services</p> <p>2.IG01010 Biotechnology Services</p> <p>3.F401010 International Trade</p> <p>4.F108021 Wholesale of Western Pharmaceutical</p> <p>5.F208021 Retail Sale of Western Pharmaceutical</p> <p>6.F108031 Wholesale of Medical Devices</p> <p>7.F208031 Retail Sale of Medical Apparatus</p> <p>8.CF01011 Medical Devices Manufacturing</p> <p>9.IG02010 Research Development Service</p> <p>10.F108040 Wholesale of Cosmetics</p> <p>11.F208040 Retail Sale of Cosmetics</p> <p>12.I199990 Other Consultancy</p> <p>13.C802990 Other Chemical Products Manufacturing</p> <p>14.F107990 Wholesale of Other Chemical Products</p> <p>15.F299990 Retail Sale of Other Products</p> <p>16.F199990 Other Wholesale Trade</p> <p>17.IZ99990 Other Industrial and Commercial Services</p> <p>18.ZZ99999, in addition to licensed businesses, may engage in activities not prohibited or restricted by law.</p>	<p>Article 2: The business operations of the company are as follows:</p> <p>1. IC01010 Pharmaceuticals Examining Services</p> <p>2.IG01010 Biotechnology Services</p> <p>3.F401010 International Trade</p> <p>4.F108021 Wholesale of Western Pharmaceutical</p> <p>5.F208021 Retail Sale of Western Pharmaceutical</p> <p>6.F108031 Wholesale of Medical Devices</p> <p>7.F208031 Retail Sale of Medical Apparatus</p> <p>8.IG02010 Research Development Service</p> <p>9.I199990 Other Consultancy</p> <p>10.C802990 Other Chemical Products Manufacturing</p> <p>11.F107990 Wholesale of Other Chemical Products</p> <p>12.F299990 Retail Sale of Other Products</p> <p>13.F199990 Other Wholesale Trade</p> <p>14.IZ99990 Other Industrial and Commercial Services</p> <p>15.ZZ99999, in addition to licensed businesses, may engage in activities not prohibited or restricted by law.</p>	<p>Amend in line</p> <p>With the business needs</p>
<p>Article 31</p> <p>Above omitted</p>	<p>Article 31</p> <p>Above omitted</p>	<p>The amendment</p>

<p>The eighth amendment was made on August 26, 2021. The ninth amendment was made on June 21, 2022. The tenth amendment was made on June 12, 2024.</p>	<p>The eighth amendment was made on August 26, 2021. The ninth amendment was made on June 21, 2022.</p>	<p>date is added</p>
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Attachments 8 Comparison Table of the “Rules of Procedures for Shareholders' Meeting” Before and After Amendment

Enimmune Corporation

Comparison Table of the “Rules of Procedures for Shareholders' Meeting” Before and After Amendment

After amendments	Before amendments	Explanation
<p>7.1</p> <p>The shareholders' meeting of the company shall be convened by the Board of Directors, unless otherwise stipulated by laws.</p> <p><u>The company convenes a shareholder meeting through video conferencing, in addition to the provisions of the guidelines for handling stock affairs of publicly traded companies, which should be stipulated in the articles of association, resolved by the board of directors. Furthermore, resolutions of a video shareholder meeting should be implemented upon the decision of the board of directors with the attendance of two-thirds or more of the directors and the agreement of the majority of attending directors.</u></p> <p>Omitted</p>	<p>7.1</p> <p>The shareholders' meeting of the company shall be convened by the Board of Directors, unless otherwise stipulated by laws.</p> <p>Omitted</p>	<p>Amendments are made in accordance with Rules of Procedure for Shareholders Meetings.</p>
<p>7.1</p> <p>The company shall, thirty days before the annual general meeting of shareholders or fifteen days before the extraordinary general meeting of shareholders, transmit electronically to the Market Observation Post System (MOPS) the notice of the shareholders' meeting, proxy letters, relevant reasons and explanatory materials regarding each agenda item such as acknowledged</p>	<p>7.1</p> <p>The company shall, thirty days before the annual general meeting of shareholders or fifteen days before the extraordinary general meeting of shareholders, transmit electronically to the Market Observation Post System (MOPS) the notice of the shareholders' meeting, proxy letters, relevant reasons and explanatory materials regarding each agenda item such as acknowledged</p>	<p>brought forward</p>

After amendments	Before amendments	Explanation
<p>matters, discussion matters, and the election or dismissal of directors. Furthermore, the company shall, twenty-one days before the annual general meeting of shareholders or fifteen days before the extraordinary general meeting of shareholders, transmit electronically to the Market Observation Post System (MOPS) the shareholders' meeting agenda and supplementary materials for the meeting. However, if the company's paid-in capital exceeds NT\$2 billion at the end of the most recent fiscal year, or if the total percentage of foreign and Mainland Chinese shareholders listed in the shareholders' registry at the most recent fiscal year's annual general meeting of shareholders exceeds 30%, the electronic transmission of the aforementioned files shall be completed thirty days before the annual general meeting of shareholders. Fifteen days before the shareholders' meeting, the company shall prepare the meeting agenda and supplementary materials for the meeting, available for shareholders to access at any time, and shall display them at the company and at the designated professional shareholder services agency.</p> <p>Omitted</p>	<p>matters, discussion matters, and the election or dismissal of directors. Furthermore, the company shall, twenty-one days before the annual general meeting of shareholders or fifteen days before the extraordinary general meeting of shareholders, transmit electronically to the Market Observation Post System (MOPS) the shareholders' meeting agenda and supplementary materials for the meeting. However, if the company's paid-in capital exceeds NT\$10 billion at the end of the most recent fiscal year, or if the total percentage of foreign and Mainland Chinese shareholders listed in the shareholders' registry at the most recent fiscal year's annual general meeting of shareholders exceeds 30%, the electronic transmission of the aforementioned files shall be completed thirty days before the annual general meeting of shareholders. Fifteen days before the shareholders' meeting, the company shall prepare the meeting agenda and supplementary materials for the meeting, available for shareholders to access at any time, and shall display them at the company and at the designated professional shareholder services agency.</p> <p>Omitted</p>	
<p>7.3.1</p> <p>This Corporation shall specify in its shareholders meeting notices the time during which shareholder attendance registrations will be accepted, the place to register for attendance, and</p>	<p>7.3.1</p> <p>This Corporation shall specify in its shareholders meeting notices the time during which shareholder attendance registrations will be accepted, the place to register for attendance, and</p>	<p>brought forward</p>

After amendments	Before amendments	Explanation
<p>other matters for attention.</p> <p>3. To convene a virtual-only shareholders meeting, appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders meeting online shall be specified. <u>Except for the situation stipulated in Article 44-9(6) of the Guidelines for Handling Stock Affairs of Publicly Traded Companies, at least the provision of shareholder connection equipment and necessary assistance should be provided, and it should specify the period for shareholders to apply to the company and other relevant matters to be noted.</u></p>	<p>other matters for attention.</p> <p>3. To convene a virtual-only shareholders meeting, appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders meeting online shall be specified.</p>	
<p>7.27</p> <p>When convening a virtual-only shareholders meeting, this Corporation shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders meeting online. <u>Except for the situation stipulated in Article 44-9(6) of the Guidelines for Handling Stock Affairs of Publicly Traded Companies, at least the provision of shareholder connection equipment and necessary assistance should be provided, and it should specify the period for shareholders to apply to the company and other relevant matters to be noted.</u></p>	<p>7.27</p> <p>When convening a virtual-only shareholders meeting, this Corporation shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders meeting online.</p>	<p>brought forward</p>

Appendix 1•Rules of Procedures for Shareholders' Meeting

Enimmune Corp.

Category Name	Financial Management Operations			Formulating Unit	The Finance Department
Document Name	Rules of Procedures for Shareholders' Meeting			Standard Book Number	FA-AMR007
Edition	05	Effective Date		Page Number	6-1
<div> <div>1.0 Purpose</div> <div>In order to ensure the smooth conduct of the shareholders' meeting of the company, these regulations are hereby formulated and shall be implemented.</div> </div> <div> <div>2.0 Scope of Application</div> <div>The shareholders' meeting of the company shall be conducted in accordance with these regulations, unless otherwise stipulated by laws or the Articles of Association.</div> </div> <div> <div>3.0 Reference Material</div> <div>None.</div> </div> <div> <div>4.0 Definition of Terms</div> <div>None.</div> </div> <div> <div>5.0 Responsibility</div> <div>None.</div> </div> <div> <div>6.0 Overview of Procedures</div> <div>None.</div> </div> <div> <div>7.0 Procedures</div> <div> <div>7.1 The shareholders' meeting of the company shall be convened by the Board of Directors, unless otherwise stipulated by laws.</div> <div>Any change in the method of convening the shareholders' meeting of the company shall be decided by the Board of Directors, and shall be made no later than before the dispatch of the notice of the shareholders' meeting.</div> <div>The company shall, thirty days before the annual general meeting of shareholders or fifteen days before the extraordinary general meeting of shareholders, transmit electronically to the Market Observation Post System (MOPS) the notice of the shareholders' meeting, proxy letters, relevant reasons and explanatory materials regarding each agenda item such as acknowledged matters, discussion matters, and the election or dismissal of directors. Furthermore, the company shall, twenty-one days before the annual general meeting of shareholders or fifteen days before the extraordinary general meeting of shareholders, transmit electronically to the Market Observation Post System (MOPS) the shareholders' meeting agenda and supplementary materials for the meeting. However, if the company's paid-in capital exceeds NT\$10 billion at the end of the most recent fiscal year, or if the total</div> </div> </div>					

Enimmune Corp.

Category Name	Financial Management Operations			Formulating Unit	The Finance Department
Document Name	Rules of Procedures for Shareholders' Meeting			Standard Book Number	FA-AMR007
Edition	05	Effective Date		Page Number	6-2
<p>percentage of foreign and Mainland Chinese shareholders listed in the shareholders' registry at the most recent fiscal year's annual general meeting of shareholders exceeds 30%, the electronic transmission of the aforementioned files shall be completed thirty days before the annual general meeting of shareholders. Fifteen days before the shareholders' meeting, the company shall prepare the meeting agenda and supplementary materials for the meeting, available for shareholders to access at any time, and shall display them at the company and at the designated professional shareholder services agency.</p> <p>On the day of the shareholders' meeting, the company shall provide the meeting agenda and supplementary materials for shareholders to access in the following manner:</p> <ol style="list-style-type: none"> I. During the physical shareholders' meeting, the agenda and supplementary materials shall be distributed on-site. II. During the video-assisted shareholders' meetings, the agenda and supplementary materials shall be distributed on-site and transmitted electronically to the video conferencing platform. III. During the video shareholders' meetings, the agenda and supplementary materials shall be transmitted electronically to the video conferencing platform. <p>The notice shall specify the purpose of the meeting; if agreed upon by the parties involved, the notice may be conducted electronically.</p> <p>The selection or dismissal of directors, amendment of Articles of Association, capital reduction, application for suspension of public issuance, director non-compete agreements, capitalization of profits, capitalization of reserves, company dissolution, merger, division, or any matters stipulated under Article 185, Paragraph 1 of the Company Act shall be listed in the meeting notice with their main content explained, and shall not be proposed as an extemporary motion. The main content of such matters may be posted on the website designated by the securities regulatory authority or the company, and the URL shall be included in the notice.</p> <p>The notice of the shareholders' meeting has clearly stated the comprehensive election of directors, including the date of assumption of office. Once the election is completed, the date of assumption of office cannot be changed through extemporary motions or any other means during the same meeting.</p> <p>Shareholders holding one percent or more of the total issued shares are entitled to propose agenda items for the company's annual general meeting of shareholders. However, only one proposal per shareholder shall be considered. Any additional proposals beyond one shall not be included in the agenda. Furthermore, the Board of Directors may choose not to include in the agenda any proposals submitted by shareholders, except in cases falling under any of the circumstances specified in</p>					

Enimmune Corp.

Category Name	Financial Management Operations			Formulating Unit	The Finance Department
Document Name	Rules of Procedures for Shareholders' Meeting			Standard Book Number	FA-AMR007
Edition	05	Effective Date		Page Number	6-3
<p>Article 172-1, Paragraph 4 of the Company Act. The company shall announce, before the suspension of stock transfer preceding the convening of the annual general meeting of shareholders, the acceptance of shareholder proposals, the methods of submission (written or electronic), the locations for submission, and the period for submission. The submission period shall not be less than ten days.</p> <p>Proposals submitted by shareholders are limited to three hundred words. Any proposal exceeding three hundred words shall not be included in the agenda. Shareholders submitting proposals should attend the annual general meeting of shareholders in person or delegate someone else to attend on their behalf and participate in the discussion of the proposal.</p> <p>The proposals submitted by shareholders in the preceding clause, aimed at urging the company to enhance public interest or fulfill social responsibilities, may still be included in the agenda by the Board of Directors.</p> <p>The company shall notify the proposing shareholders of the processing results before the date of the shareholders' meeting, and include in the meeting notice any proposals that comply with the requirements stated in this article. For any shareholder proposals not included in the agenda, the Board of Directors should provide an explanation during the shareholders' meeting to clarify the reasons for their exclusion.</p> <p>7.2 Shareholders may issue a proxy at each shareholders' meeting, specifying the scope of authorization and the proxy holder to attend the shareholders' meeting. However, if otherwise stipulated by the securities regulatory authority, such regulations shall prevail. A shareholder, limited to issuing one proxy, shall deliver the proxy to the company at least five days before the shareholders' meeting. In case of duplicate proxies, the one delivered first shall prevail. Nevertheless, this restriction does not apply to shareholders who have declared the revocation of their previous proxies. After delivering the proxy to the company, shareholders who wish to attend the shareholders' meeting in person or exercise their voting rights in writing or electronically shall notify the company in writing of the revocation of the proxy no later than two days before the shareholders' meeting. In the event of a late revocation, the voting rights exercised by the proxy holder shall prevail.</p> <p>After delivering the proxy to the company, shareholders who wish to attend the shareholders' meeting via video conferencing shall notify the company in writing of the revocation of the proxy no later than two days before the shareholders' meeting. In the event of a late revocation, the voting rights exercised by the proxy holder shall prevail.</p> <p>7.3 The venue for the company's shareholders' meeting shall be at the company's registered office or at a location convenient for shareholders to attend and suitable for the conduct of the shareholders' meeting. The meeting start time shall not be earlier</p>					

Enimmune Corp.

Category Name	Financial Management Operations			Formulating Unit	The Finance Department
Document Name	Rules of Procedures for Shareholders' Meeting			Standard Book Number	FA-AMR007
Edition	05	Effective Date		Page Number	6-4
<p>than 9:00 AM or later than 3:00 PM. The venue and timing of the meeting shall take into full consideration the opinions of independent directors.</p> <p>The restriction on the meeting venue stated in the preceding clause does not apply when the company convenes a video shareholders' meeting.</p> <p>The company shall include in the meeting notice the registration time and location for shareholders, solicitors, and proxy agents (hereinafter referred to as shareholders), as well as any other matters that require attention.</p> <p>For physical shareholders' meetings, the registration time for shareholders should be at least thirty minutes before the meeting starts; for video shareholders' meetings, shareholders who register on the video conferencing platform at least thirty minutes before the meeting will be considered as attending the meeting in person. The registration location should be clearly marked and staffed by sufficient and competent personnel.</p> <p>Shareholders should attend the shareholders' meeting with their attendance certificate, attendance sign-in card, or other attendance documents. The company shall not arbitrarily add requirements for providing additional proof of identity for shareholders based on the attendance documents they rely on. The solicitor of proxies should bring along identification documents for verification.</p> <p>The company shall provide a sign-in book for shareholders to sign in at the meeting, or shareholders may submit sign-in cards for attendance on their behalf.</p> <p>The company should provide shareholders attending the shareholders' meeting with agenda handbooks, annual reports, attendance certificates, speech slips, ballot papers, and other meeting materials. In the case of director elections, separate election ballots should be provided.</p> <p>When the government or a judicial person is a shareholder, there is no restriction on the number of representatives who may attend the shareholders' meeting. When a judicial person is entrusted to attend a shareholders' meeting, only one representative may be appointed to attend on its behalf.</p> <p>For shareholders who wish to attend the shareholders' meeting via video conference, registration with the company shall be made at least two days before the meeting.</p> <p>For shareholders' meetings conducted via video conference, the company shall upload the agenda handbook, annual reports, and other relevant materials to the video conferencing platform at least thirty minutes before the meeting starts, and continue to disclose them until the end of the meeting.</p> <p>7.3.1 The company shall include the following items in the meeting notice in the case when the company conducted a shareholder meeting via video conference:</p>					

Enimmune Corp.

Category Name	Financial Management Operations			Formulating Unit	The Finance Department
Document Name	Rules of Procedures for Shareholders' Meeting			Standard Book Number	FA-AMR007
Edition	05	Effective Date		Page Number	6-5
<p>I. Participation and Exercise of Rights for Shareholders in Video Conferencing Meetings.</p> <p>II. In the event of natural disasters, emergencies, or other force majeure circumstances causing obstacles to the video conferencing platform or participation via video, the handling measures should include at least the following:</p> <p>(I) In the event that the aforementioned obstacles persist and cannot be resolved, necessitating either the postponement or continuation of the meeting, the time or the date for the meeting or its continuation shall be determined.</p> <p>(II) Shareholders who have not registered for participation via video conferencing in the original shareholders' meeting shall not be permitted to participate in the postponed or continued meeting.</p> <p>(III) In the event of a video-assisted shareholders' meeting, if the video conference cannot be continued, and after deducting the shares represented by those who participated via video conferencing, if the total shares represented still meet the quorum required for the shareholders' meeting, the meeting shall proceed. Shareholders participating via video conferencing shall have their shares counted towards the total shares represented. However, on all matters and proposals discussed during the meeting, those participating via video conferencing shall be deemed to have abstained.</p> <p>(IV) In the event that all agenda items have been declared with results and no extemporary motions have been raised, the meeting shall proceed to adjournment.</p> <p>III. In convening a video shareholders' meeting, appropriate alternative measures for shareholders who encounter difficulties in participating via video conferencing shall be specified.</p> <p>7.4 If the shareholders' meeting is convened by the Board of Directors, the chairman of the meeting shall be the chairman of the board. In the event that the chairman is absent or unable to fulfill their duties due to reasons, the vice chairman shall act as the proxy. If there is no vice chairman or if the vice chairman is also absent or unable to fulfill their duties due to reasons, the chairman shall designate one executive director to act as the proxy. If there is no executive director appointed, one director shall be designated as the proxy. If the chairman does not appoint a proxy, the executive directors or directors shall mutually nominate one person to act as the proxy.</p>					

Enimmune Corp.

Category Name	Financial Management Operations			Formulating Unit	The Finance Department
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<p>In the event that the chairman is represented by an executive director or a director proxy, the appointed individual shall have served in their position for at least six months and possess a thorough understanding of the company's financial and operational status. The same principle applies if the chairman is represented by the legal representative of a corporate director.</p> <p>For shareholders' meetings convened by the Board of Directors, it is advisable for the chairman to personally preside over the meeting. Additionally, it is recommended that more than half of the directors of the board attend in person, and at least one representative from various functional committees should also be present. The attendance of these individuals should be documented in the minutes of the shareholders' meeting. If the shareholders' meeting is convened by a person or entity other than the Board of Directors, the chairman shall be appointed by the convening authority. In cases where there are two or more convening authorities, they should mutually nominate one person to serve as the chairman.</p> <p>7.5 The company may designate its appointed lawyers, accountants, or relevant personnel to attend the shareholders' meeting.</p> <p>7.6 The company shall commence continuous and uninterrupted audio and video recording from the commencement of the shareholders' registration process until the conclusion of the meeting, including the proceedings of the registration process, the meeting, the voting, and vote counting process.</p> <p>The aforementioned audiovisual data shall be retained for a minimum of one year. However, if shareholders file a lawsuit in accordance with Article 189 of the Company Act, the ballots shall be preserved until the conclusion of the lawsuit.</p> <p>For shareholders' meetings conducted via video conference, the company shall maintain records of shareholder registration, sign-in, inquiries, voting, and vote counting. Furthermore, the entire video conference will be continuously recorded and filmed without interruption.</p> <p>The aforementioned data and audiovisual recordings shall be properly preserved by the company throughout their retention period. Additionally, the audio and video recordings shall be provided to the entrusted party responsible for managing video conference affairs for safekeeping.</p> <p>In the case of shareholders' meetings conducted via video conference, it is advisable for the company to record the audio and video of the operations conducted on the backend interface of the video conferencing platform.</p> <p>7.7 Shareholders should attend shareholder meetings based on their shareholding. The number of shares present shall be calculated based on the sign-in book or submitted sign-in cards, the number of shares reported through the video conferencing platform,</p>					

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<p>and additionally, the number of shares for which voting rights were exercised in written or electronic form.</p> <p>At the scheduled meeting time, the chairman shall announce the commencement of the meeting and simultaneously disclose relevant information such as the number of shares without voting rights and the total number of shares represented. However, if the chairman notes the absence of shareholders representing more than half of the total issued shares, the chairman may announce a postponement of the meeting. Such postponement shall be limited to two instances, and the total cumulative delay shall not exceed one hour. Should the meeting be postponed twice and still fail to achieve the attendance of shareholders representing more than one-third of the total issued shares, the chairman shall declare the meeting adjourned. If the shareholders' meeting is conducted via video conference, the company shall also announce the adjournment on the shareholders' meeting video conferencing platform.</p> <p>Should the meeting be postponed twice and still fail to achieve the required attendance, yet there are shareholders representing more than one-third of the total issued shares present, the company may proceed to make a tentative resolution in accordance with Article 175, Paragraph 1 of the Company Act. Furthermore, the company shall notify all shareholders of the tentative resolution and convene another shareholders' meeting within one month. If the shareholders' meeting is conducted via video conference, shareholders who wish to attend via video conference shall re-register with the company according to section 7.3.</p> <p>Should the number of shares represented by attending shareholders reach more than half of the total issued shares before the conclusion of the current meeting, the chairman may resubmit the resolution made as a tentative resolution according to Article 174 of the Company Act for a vote at the shareholders' meeting.</p> <p>7.8 If the shareholders' meeting is convened by the Board of Directors, the agenda shall be determined by the Board of Directors. All relevant proposals (including extemporary motions and amendments to original proposals) shall be voted on individually. The meeting shall proceed according to the scheduled agenda, which shall not be altered without a resolution by the shareholders' meeting.</p> <p>If the shareholders' meeting is convened by a person or entity other than the Board of Directors, the provisions of the preceding clause shall apply mutatis mutandis.</p> <p>The agenda set forth in the preceding two clauses shall not be adjourned by the chairman without a resolution before the conclusion of the proceedings (including extemporary motions). In the event that the chairman violates the rules of procedures by prematurely adjourning the meeting, other members of the Board of Directors shall promptly assist the attending shareholders in accordance with the statutory procedures</p>					

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<p>to elect, with the consent of more than half of the voting rights present, a new chairman to continue the meeting.</p> <p>The chairman shall provide ample explanation and discussion opportunities for proposals, as well as any amendments or extemporary motions put forward by shareholders. When deemed appropriate for voting, the chairman may announce the cessation of discussion, proceed to voting, and allocate sufficient time for voting.</p> <p>7.9 Prior to speaking at the shareholders' meeting, it is essential that shareholders must complete a speech slip, which should include the purpose of their speech, their shareholder account number (or attendance card number), and their name. The chairman will then determine the order of speeches.</p> <p>Shareholders who are present but only submit a speech slip without actually speaking shall be considered as not having spoken. If the content of the speech differs from what is stated on the speech slip, the content of the speech shall take precedence.</p> <p>During a shareholder's speech, other shareholders shall not speak or disrupt unless they have obtained consent from the chairman and the speaking shareholder. The chairman shall intervene to stop any violations of this regulation.</p> <p>7.10 Each shareholder's speech on the same agenda item shall not exceed two times without the chairman's consent, and each speech shall not exceed five minutes each time. The chairman may intervene to stop a shareholder's speech if it violates the aforementioned provisions or exceeds the scope of the agenda item.</p> <p>7.11 When a corporate shareholder appoints two or more representatives to attend the shareholders' meeting, only one representative s allowed to speak on the same agenda item.</p> <p>7.12 Following the shareholders' speech, the chairman may personally respond or designate relevant personnel to provide a response.</p> <p>For shareholders participating in the shareholders' meeting via video conference, they may submit written questions on the video conferencing platform from the announcement of the meeting's commencement until its adjournment. Each shareholder may ask questions on each agenda item up to two times, with a limit of 200 words per question. This provision does not apply to the first to fifth regulations. If the questions submitted in accordance with the preceding clause do not violate regulations or exceed the scope of the agenda item, they should be disclosed on the shareholders' meeting video conferencing platform for transparency and awareness.</p> <p>7.13 (Deleted)</p> <p>7.14 The chairman shall appoint scrutineers and vote counters for the resolution of agenda items, with the scrutineers being shareholders.</p>					

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<p>7.15 During the meeting, the chairman may announce breaks at their discretion. In the event of unforeseeable circumstances, the chairman may temporarily suspend the meeting and announce the time for resuming the meeting as appropriate.</p> <p>If the venue designated for the shareholders' meeting becomes unavailable before the conclusion of the proceedings (including extemporary motions), the meeting may resolve to relocate to another venue to continue the meeting.</p> <p>The shareholders' meeting may, in accordance with the Article 182 of the Company Act, decide to adjourn or continue the meeting within five days.</p> <p>7.16 (Deleted)</p> <p>7.17 (Deleted)</p> <p>7.18 Personnel responsible for conducting the shareholders' meeting shall wear identification badges or armbands. The chairman may instruct disciplinary personnel (or security personnel) to assist in maintaining order at the venue. When disciplinary personnel (or security personnel) are present to assist in maintaining order, they should wear armbands with the word "Disciplinary Personnel" clearly marked on them. If amplification devices are available at the venue, the chairman may prohibit shareholders from using equipment not provided by the company to speak. Shareholders who violate the rules of procedures, refuse to comply with the chairman's correction, or disrupt the progress of the meeting despite being cautioned, may be directed by the chairman to leave the venue with the assistance of disciplinary personnel or security personnel.</p> <p>7.19 Voting at shareholders' meetings shall be calculated based on the number of shares held by each shareholder. As per the resolution of the shareholders' meeting, the shares held by shareholders without voting rights shall not be counted towards the total issued shares. Shareholders who have a conflict of interest with respect to matters discussed at the meeting, posing potential harm to the interests of the company, are prohibited from voting or acting as proxies to exercise voting rights on behalf of other shareholders. The shares for which voting rights cannot be exercised, as per the preceding clause, shall not be included in the total voting rights of the attending shareholders. Unless authorized by the securities regulatory authority, trust businesses or stock agency institutions, when one individual represents two or more shareholders, the voting rights represented by the proxy shall not exceed three percent of the total voting rights of the issued shares. Any voting rights exceeding this limit will not be considered.</p> <p>7.20 Each share held by a shareholder carries one voting right; however, this rule does not apply to shares subject to restrictions or those listed in Article 179, Paragraph 2 of the Company Act.</p>					

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<p>When convening shareholders' meetings, the company should adopt electronic means and may allow shareholders to exercise their voting rights in writing. The method of exercising voting rights in writing or electronically should be specified in the notice of the shareholders' meeting. Shareholders who exercise their voting rights in writing or electronically shall be deemed to be personally present at the shareholders' meeting. However, regarding extemporary motions and amendments to original proposals made at that particular shareholders' meeting, shareholders who exercise their voting rights in writing or electronically shall be considered as abstaining. Therefore, the company should avoid proposing extemporary motions and amendments to original proposals at the meeting.</p> <p>Shareholders who wish to exercise their voting rights in writing or electronically should deliver their expressions of intent to the company at least two days before the shareholders' meeting. In case of conflicting expressions of intent, the one received first shall prevail. However, this restriction does not apply to shareholders who have declared the revocation of their previous expressions of intent.</p> <p>If a shareholder wishes to attend the shareholders' meeting in person or via video conference after exercising their voting rights in writing or electronically, they must revoke their previous expression of intent to exercise voting rights in the same manner as exercising the voting rights, no later than two days before the shareholders' meeting. If the revocation is made after the deadline, the voting rights exercised in writing or electronically shall prevail. If a shareholder exercises their voting rights in writing or electronically and authorizes a proxy through a proxy letter to attend the shareholders' meeting, the voting rights exercised by the appointed proxy shall prevail.</p> <p>The resolution of agenda items shall be passed with the consent of more than half of the voting rights of the attending shareholders, unless otherwise stipulated by the Company Act or the company's Articles of Association. During voting, the chairman or designated personnel shall announce the total voting rights of the attending shareholders for each agenda item. Shareholders shall then vote on each agenda item individually, and the results of the shareholders' agreement, objection, or abstention shall be recorded and submitted to the Market Observation Post System (MOPS) on the same day as the shareholders' meeting.</p> <p>When there are amendments or alternative proposals for the same agenda item, the chairman shall determine the voting order by combining them with the original proposal. If one of the proposals has already been passed, the other proposals are deemed rejected, and there is no need for further voting.</p> <p>The chairman shall appoint scrutineers and vote counters for the resolution of agenda items, with the scrutineers being shareholders.</p>					

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<p>The vote counting process for resolutions or elections at the shareholders' meeting should be conducted openly within the meeting venue. After the counting is completed, the results, including the total voting rights, should be announced on the spot, and a record should be made.</p> <p>In the event of the company convening a shareholders' meeting via video conference, shareholders participating via video conference should conduct voting on various agenda items and election proposals through the video conferencing platform upon the chairman's announcement of the meeting's commencement. The voting should be completed before the chairman announces the end of the voting period, and any votes submitted after this period shall be deemed abstentions.</p> <p>For shareholders' meetings conducted via video conference, a single vote should be held after the chairman announces the end of voting, and the results of the voting and elections should be announced.</p> <p>In the event that the company convenes a video-assisted shareholders' meeting, shareholders who have registered to attend via video wish to attend the physical shareholders' meeting in person must withdraw their registration in the same manner as the initial registration at least two days before the meeting. Failure to withdraw within the specified period will result in attendance only being permitted via video conference.</p> <p>If a shareholder has exercised their voting rights in writing or electronically and has not revoked their expression of intent, and they also participate in the shareholders' meeting via video conference, they shall not exercise their voting rights again on the original agenda item or propose amendments to the original agenda item, except for extemporary motions.</p> <p>7.21 During the election of directors at the shareholders' meeting, the relevant appointment regulations set by the company should be followed. The election results, including the list of elected directors with their respective voting rights, along with the list of directors and supervisors not elected and their received voting rights, should be announced on the spot.</p> <p>The voting ballots for the aforementioned election matters shall be sealed and signed by the scrutineers, then properly preserved. They should be kept for at least one year. However, if shareholders file a lawsuit in accordance with Article 189 of the Company Act, the ballots shall be preserved until the conclusion of the lawsuit.</p> <p>7.22 Decisions made at the shareholders' meeting shall be documented in minutes, which shall be signed or stamped by the chairman and distributed to each shareholder within twenty days following the meeting. The preparation and distribution of the minutes can be carried out electronically.</p>					

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<p>The distribution of the aforementioned minutes may be done by announcing through the Market Observation Post System (MOPS).</p> <p>The minutes should accurately record the year, month, day, location, chairman's name, method of decision-making, key points of the proceedings, and voting results (including the total number of votes). In the case of director elections, the number of votes received by each candidate should be disclosed. During the company's existence, the records should be permanently retained.</p> <p>In the case of a shareholders' meeting conducted via video conference, in addition to the aforementioned requirements, the minutes should also include the following details: the start and end time of the meeting, the method of convening the meeting, the names of the chairman and the recorder, as well as the procedures and outcomes for addressing any obstacles that may arise due to natural disasters, emergencies, or other force majeure events affecting the video conferencing platform or participation via video conferencing.</p> <p>In convening a virtual shareholders' meeting, in addition to the aforementioned requirements, the minutes should also clearly state the alternative measures provided for shareholders who encounter difficulties in participating via video conferencing.</p> <p>7.23 The solicited shares, shares represented by proxies, and shares represented by shareholders attending in writing or electronically should be compiled into a statistical table by the company in accordance with the prescribed format. This table should be prominently displayed at the shareholders' meeting venue on the day of the meeting. In the case of a virtual shareholders' meeting, the company should upload this information to the shareholders' meeting video conferencing platform at least thirty minutes before the start of the meeting and continue to disclose it until the meeting concludes.</p> <p>When announcing the commencement of the virtual shareholders' meeting, the total number of shares represented by attending shareholders should be disclosed on the video conferencing platform. If there are any additional statistics regarding the total number of shares represented by attending shareholders and the voting rights during the meeting, they should also be disclosed.</p> <p>The resolutions of the shareholders' meeting, if involving significant information as required by laws and regulations or by the Taiwan Stock Exchange Corporation (or Taipei Exchange), should be transmitted to the Market Observation Post System (MOPS) within the prescribed timeframe.</p> <p>7.24 For a shareholders' meeting conducted via video conference, the company should promptly disclose the voting results and election outcomes on the video conferencing platform after the voting concludes. This disclosure should comply with the</p>					

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<p>regulations and continue for at least fifteen minutes after the chairman adjourns the meeting.</p> <p>7.25 When the company convenes a virtual shareholders' meeting, the chairman and the recording personnel should be physically present at the same location within the country. Additionally, the chairman should announce the address of the location at the beginning of the meeting.</p> <p>7.26 For a shareholders' meeting convened via video conference, the company may conduct a simple connectivity test for shareholders before the meeting and provide real-time assistance during the meeting to address any technical communication issues.</p> <p>For a shareholders' meeting convened via video conference, the chairperson should, upon announcing the commencement of the meeting, additionally announce that except for circumstances exempted from postponement or continuation of the meeting under Article 44-20, Paragraph 4 of the Regulations Governing the Administration of Shareholder Services of Public Companies, in the event of a disruption lasting more than thirty minutes due to natural disasters, emergencies, or other force majeure events affecting the video conferencing platform or participation via video conference, the meeting will be postponed or continued within five days. This provision supersedes Article 182 of the Company Act.</p> <p>Shareholders who did not register for participation via video conference in the original shareholders' meeting are not allowed to participate in the postponed or continued meeting as stipulated in the preceding clause.</p> <p>According to the provisions in the second clause, shareholders who have registered to participate via video conference in the original shareholders' meeting and completed the sign-in process but did not participate in the postponed or continued meeting shall have their attended shares, exercised voting rights, and election rights counted towards the total shares, voting rights, and election rights of shareholders attending the postponed or continued meeting.</p> <p>According to the provisions in the second clause, when handling the postponement or continuation of a shareholders' meeting, matters for which voting and counting have been completed, and for which the voting results or the list of elected directors and supervisors have been announced, do not need to be discussed or resolved again.</p> <p>In the event that a video-assisted shareholders' meeting encounters circumstances preventing the continuation of the video conference as described in the second clause, if after deducting the attendance of shareholders participating via video, the total shares represented still meet the statutory quorum required for the meeting to proceed, the shareholders' meeting should continue without the need to postpone or continue the session as stipulated in the second clause.</p>					

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<p>In the event described above where the meeting continues, the attendance of shareholders participating via video conference should be counted towards the total shares represented by attending shareholders. However, for all agenda items of that particular shareholders' meeting, these shareholders participating via video conference are considered to have abstained from voting.</p> <p>In accordance with the provisions of Regulations Governing the Administration of Shareholder Services of Public Companies Article 44-20, Paragraph 7, when the company decides to postpone or continue the shareholders' meeting as described in the second clause, it should follow the prescribed procedures outlined in the aforementioned regulations, including the necessary preparatory work based on the original shareholders' meeting date and the requirements specified in the relevant provisions.</p> <p>The shareholders' meeting date for postponement or continuation should be handled in accordance with the provisions of Article 12, the latter part, and Article 13, Paragraph 3 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, as well as Article 44-5, Paragraph 2, Article 44-15, and Article 44-17, Paragraph 1 of the Regulations Governing the Administration of Shareholder Services of Public Companies, as specified in the second clause.</p> <p>7.27 In convening a video shareholders' meeting, appropriate alternative measures for shareholders who encounter difficulties in participating via video conference shall be provided by the company.</p> <p>8.0 Safety and Environmental Protection</p> <p>None.</p> <p>9.0 Attachments</p> <p>9.1 These procedures shall be implemented upon approval by the shareholders' meeting, and the same applies to any amendments made to it.</p>					

Articles of Association of Enimmune Corp.

Chapter 1 General Provisions

Article 1: The company is organized in accordance with the provisions of the Company Act as a limited company, and is named "安特羅生物科技股份有限公司" in Chinese, and "ENIMMUNE CORPORATION" in English.

Article 2: The business operations of the company are as follows:

1. IC01010 Pharmaceuticals Examining Services
2. IG01010 Biotechnology Services
3. F401010 International Trade
4. F108021 Wholesale of Western Pharmaceutical
5. F208021 Retail Sale of Western Pharmaceutical
6. F108031 Wholesale of Medical Devices
7. F208031 Retail Sale of Medical Apparatus
8. IG02010 Research Development Service
9. I199990 Other Consultancy
10. C802990 Other Chemical Products Manufacturing
11. F107990 Wholesale of Other Chemical Products
12. F299990 Retail Sale of Other Products
13. F199990 Other Wholesale Trade
14. IZ99990 Other Industrial and Commercial Services
15. ZZ99999, in addition to licensed businesses, may engage in activities not prohibited or restricted by law.

Article 3: The company is headquartered in Taipei City. When necessary, and upon resolution by the Board of Directors and approval from the competent authority, the company may establish branch offices at appropriate locations domestically and internationally.

Article 4: The company may provide guarantees to third parties as necessary for its business operations, and shall execute the procedures for endorsement and guarantees in accordance with the company's policies and procedures.

Chapter 2 Shares

Article 5: The authorized capital of the company is NT\$1,200,000,000, divided into 120,000,000 shares with a par value of NT\$10 per share, which may be issued in installments. Within the total capital mentioned above, NT\$90,000,000 is reserved, divided into 9,000,000 shares, for the exercise of stock options by employees through stock option certificates, which may be issued in installments.

The issuance of stock option certificates at a price lower than the closing price of the company's common stock on the issuance date in Japan, or the transfer of treasury stock to employees at a price lower than the actual repurchase price, shall require the presence of more than half of the total number of shareholders representing the issued shares and the consent of two-thirds or more of the voting rights of the shareholders present at the meeting.

If the company wishes to withdraw from public offering, apart from obtaining approval from the Board of Directors, the procedures for withdrawing from public offering shall be carried out only after obtaining approval through a resolution passed at a shareholders' meeting in accordance with Article 156-2 of the Company Act.

- Article 5-1: The company, in accordance with the Company Act, may repurchase treasury stocks for transfer to employees, issue stock option certificates to employees, restrict the rights of employees for new shares, and reserve 10% to 15% of the shares for purchase by company employees in cash increases. The recipients of these allocations may include employees of controlling or subsidiary companies who meet the conditions set by the Board of Directors.
- Article 6: The total amount of investments made by the company is not subject to the restriction stated in Article 13 of the Company Act, which prohibits investments exceeding 40% of the paid-in capital.
- Article 7: The company's stocks are registered shares and shall be numbered. They are signed or stamped by the directors representing the company and issued after being certified by the competent authority or the designated registration institution. While the shares issued by the company may be issued without printing stock certificates, it is still necessary that they should be registered with a securities central depository institution.
- Article 8: Share transfers and changes in the shareholder registry shall be suspended sixty days prior to the annual general meeting of shareholders, thirty days prior to any extraordinary general meeting of shareholders, or five days prior to the record date for the distribution of dividends, bonuses, or other benefits determined by the company.
- Article 9: For the convenience of stock affairs operations, the company complies with the regulations set forth in the Regulations Governing the Administration of Shareholder Services of Public Companies issued by the securities regulatory authority.

Chapter 3 Shareholders' Meeting

- Article 10: The shareholders' meeting of the company is divided into the following two types:
- I. The annual general meeting of shareholders shall be convened within six months after the end of each fiscal year.
 - II. The extraordinary general meeting of shareholders shall be convened when necessary in accordance with relevant laws and regulations.
- Shareholders' meetings are convened by the Board of Directors unless otherwise specified by the Company Act.
- The procedures for convening both the annual general meeting and the extraordinary general meeting of shareholders shall be conducted in accordance with the provisions of the Company Act, Securities and Exchange Act, and relevant laws and regulations. The meeting notice shall specify the date, location, as well as the purpose of the meeting. With the consent of the shareholders, notices for shareholders' meetings may be issued electronically. For shareholders holding less than one thousand shares of registered stock, meeting notices may be provided through public announcement.

- Article 11: The shareholders' meeting is convened by the Board of Directors, and during the meeting, the chairman of the board presides as the chairman. When the chairman of the board is on leave or unable to perform their duties for any reason, the chairman may designate another director to act as a proxy. If the chairman fails to designate a proxy, the directors shall collectively appoint one among themselves to act as a proxy. If the meeting is convened by individuals other than the Board of Directors, the chairman shall be assumed by the convenor. In the case of multiple convenors, they shall mutually select one person to act as the chairman.
- Article 11-1: The shareholders' meeting of the company may be conducted through video conferencing or any other method announced by the central competent authority.
- Article 12: In the event that shareholders are unable to attend a shareholders' meeting due to reasons, they may issue a proxy letter issued by the company, specifying the scope of authorization, and sign or stamp it to authorize a representative to attend on their behalf. The use of proxy letters shall be governed by the regulations set forth by the competent authority, in addition to the provisions of Article 177, 177-2 of the Company Act, and Article 25-1 of the Securities and Exchange Act, as well as the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies issued by the competent authority.
- Article 13: Each shareholder of the company, except for shares specified under Article 179 and Article 197-1 of the Company Act which do not carry voting rights, shall have one voting right per share.
- During shareholders' meetings, electronic means serve as one of the channels for shareholders to exercise voting rights. Shareholders may exercise their voting rights in writing or electronically. The method of exercising voting rights in writing or electronically shall be specified in the notice of the shareholders' meeting. Shareholders who exercise their voting rights in writing or electronically shall be deemed to be present at the shareholders' meeting in person. Nevertheless, the extemporary motions and amendments to the original proposal presented at the shareholders' meeting are deemed to be abstentions.
- Article 14: Resolutions of the shareholders' meeting shall be carried out with the approval of over 50% of the shareholders representing the total number of issued shares, and with the approval of over 50% of the voting rights of the attending shareholders, unless otherwise stipulated by the Company Act.
- Article 15: Decisions made at the shareholders' meeting shall be documented in minutes, which shall be signed or stamped by the chairman of the shareholders' meeting and distributed to each shareholder within twenty days following the meeting. The preparation and distribution of the aforementioned minutes shall be carried out in accordance with Article 183 of the Company Act.

Article 16: The company has a Board of Directors comprised of seven to eleven members, who are appointed through a candidate nomination system. Their term of office is three years, and they are elected by the shareholders' meeting from the list of candidates using a cumulative voting method. Directors can be re-elected consecutively. The company may, upon resolution by the Board of Directors, purchase liability insurance for directors and executives to cover the compensation liability within the scope of their business operations during their term of office. In the aforementioned Board of Directors, the number of independent directors shall not be less than two and shall not be less than one-fifth of the total number of directors. The qualifications, shareholding, restrictions on concurrent positions, nomination and election procedures, and other matters related to independent directors shall be conducted in accordance with the regulations set forth by the securities regulatory authority.

In accordance with Article 14-4 of the Securities Exchange Act, the company establishes an Audit Committee responsible for exercising the duties of supervisors as stipulated in the Company Act, the Securities Exchange Act, and other laws and regulations.

The Audit Committee is composed of all independent directors, and the relevant organizational regulations are determined and established by the Board of Directors.

Article 17: The Board of Directors shall elect a chairman by mutual consent, with the presence of at least two-thirds of the directors and the agreement of more than half of the attending directors. The chairman of the board represents the company externally.

Article 18: The notice for convening a Board of Directors' meeting should specify the agenda and be sent to each director at least seven days in advance. However, in case of emergency, it may be convened at any time. The Board of Directors' meeting may be convened through written notices, fax, and email. Unless otherwise specified by the Company Act, the Board of Directors' meetings are convened by the chairman. Resolutions of the Board of Directors shall be made with the attendance of over 50% of the directors, and with the approval of over 50% of the attending directors, unless otherwise stipulated by the Company Act.

Article 19: Decisions made by the Board of Directors shall be documented in minutes, which shall be signed or stamped by the chairman and distributed to each director within twenty days following the meeting. The minutes of the meeting, along with the attendance register of directors and proxy letters for proxy attendance, shall be kept together by the company.

Article 20: The chairman of the board serves as the chairman of the Board of Directors. In the event that the chairman is on leave or unable to exercise their duties due to reasons, their proxy shall be handled in accordance with Article 208 of the Company Act. Directors who are unable to attend may delegate another director to act as their proxy, and such proxies shall be governed by Article 205 of the Company Act.

The Board of Directors may conduct meetings via video conferencing. Directors participating in the meeting via video conferencing are considered to be present in person.

- Article 21: I. The remuneration of directors of the company is determined by the Board of Directors in accordance with the general standards prevailing in the industry. The company establishes a Remuneration Committee to assess the performance and remuneration of directors and executives.
- II. Independent directors of the company are entitled to receive reasonable remuneration distinct from that of regular directors. Furthermore, the remuneration of independent directors may be determined through relevant statutory procedures as a fixed monthly remuneration, without participating in the annual profit-based remuneration distribution of the company.
- Article 22: The company may appoint executives, and their appointment, dismissal, and remuneration shall be in accordance with the provisions outlined in Article 29 of the Company Act.
- Article 23: The Board of Directors of the company may choose to establish functional committees such as audit, remuneration, or others as needed for business operations, in compliance with the law. The Audit Committee, as stipulated in Article 14-4 of the Securities Exchange Act, shall be composed of all independent directors, with a minimum of three members. One member shall serve as the convener, and at least one member should possess accounting or financial expertise. The responsibilities, organizational regulations, exercise of authority, and other matters to be complied with by the Audit Committee shall be managed in accordance with the provisions of the Company Act, Securities and Exchange Act, and other relevant laws and regulations, as well as the company's Articles of Association. Resolutions of the Audit Committee shall require the consent of more than half of all members. Upon the implementation of this provision, the relevant articles concerning supervisors shall be replaced by the Audit Committee.

Chapter 5 Accounting

- Article 24: The company's fiscal year runs from January 1 to December 31. Financial statements shall be prepared at the end of each fiscal year.
- Article 25: In accordance with Article 228 of the Company Act, the company shall, at the end of each fiscal year, have the Board of Directors prepare the following documents. These documents shall be submitted to the Audit Committee for examination at least thirty days before the shareholders' annual general meeting and shall be accompanied by a report issued by the Audit Committee for approval by the annual general meeting of shareholders.
- I. Business Report.
- II. Financial Statements.
- III. Proposal for Profit Distribution or Loss Off-setting.
- Article 26: The distribution of dividends and bonuses shall be made based on the proportion of shares held by each shareholder. Dividends and bonuses shall not be distributed in the case when the company has no profits.

Article 27: The company shall allocate between 5% to 10% of the pre-tax profits for the current period, before deducting employee and director remuneration, as employee remuneration. The allocation of director remuneration shall not exceed 5%. However, when the company has accumulated losses (including the adjusted undistributed surplus earnings), an amount shall be reserved in advance for offsetting.

Employee remuneration, as mentioned above, may be provided in the form of stocks or cash, and the recipients may include employees of controlling or subsidiary companies who meet the conditions set by the Board of Directors. The aforementioned director remuneration may only be provided in the form of cash.

The preceding two provisions shall be enacted by a resolution of the Board of Directors with the presence of at least two-thirds of the directors, and the agreement of more than half of the attending directors, and shall be reported to the shareholders' meeting.

If the Board of Directors resolves to provide employee remuneration in the form of stocks, they may simultaneously decide to issue new shares or repurchase company shares for this purpose.

If the company has net profit after tax for the current fiscal year, it shall first offset the accumulated losses (including adjusted undistributed surplus earnings) and then set aside 10% as legal reserve in accordance with the law. However, this requirement does not apply if the cumulative legal reserve has reached the total paid-in capital of the company. In accordance with statutory requirements or regulations set by competent authorities, allocations or reversals shall be made to the special reserve. The retained profits, together with the undistributed earnings at the beginning of the period (including adjusted undistributed surplus earnings), shall be proposed by the Board of Directors in a profit distribution proposal, which shall be submitted to the shareholders' meeting for resolution on the distribution of dividends to shareholders.

The dividend distribution policy of the company, given that its industry is currently in a growth phase, shall consider factors such as the current and future investment environment, capital requirements, domestic and international competition, and capital budgeting. This policy shall balance the interests of shareholders, dividend distribution, and the company's long-term financial planning. Annually, dividends shall be distributed at a rate not less than 20% of the distributable profits, provided that the accumulated distributable profits are less than 10% of the paid-in capital, in which case dividends may not be distributed. When distributing dividends to shareholders, it may be done in the form of stocks or cash, with cash dividends not less than 10% of the total dividend distribution for the current year.

Article 28: The distribution of dividends to shareholders shall be limited to those recorded on the shareholder register five days prior to the record date for determining dividend and bonus distribution.

- Article 29: The company's organizational regulations and operational guidelines shall be separately established.
- Article 30: Any matters not addressed in the Articles of Association shall be handled in accordance with the provisions of the Company Act and relevant laws and regulations.
- Article 31: This Articles of Association was established with the consent of the initiators on January 2, 2014. The first amendment was made on March 11, 2014, the second amendment on July 21, 2014, and the third amendment on May 19, 2015. The fourth amendment was made on June 29, 2016. The fourth amendment was made on June 21, 2019. The sixth amendment was made on June 17, 2020. The seventh amendment was made on October 27, 2020. The eighth amendment was made on August 26, 2021. The ninth amendment was made on June 21, 2022.

Enimmune Corp.

Chairman: Chung-Cheng Liu

Enimmune Corp.

Category Name	The main regulations of the management rules			Formulating Unit	The Finance Department
Document Name	Procedures for Election of Directors			Standard Book Number	FA-MMS008
Edition	03	Effective Date		Page Number	4-1
Article 1	To ensure fair, impartial, and transparent selection of directors, we have established this procedure in accordance with Articles 21 and 41 of the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.				
Article 2	The appointment of directors of the company shall be conducted in accordance with this procedure, except where otherwise provided by laws or Articles of Association.				
Article 3	<p>The appointment of directors of the company shall take into account the overall composition of the Board of Directors. The composition of the Board of Directors should take into account diversification and establish suitable diversification policies that align with its operations, business model, and development requirements. These standards should encompass, but not be restricted to, the following two key aspects:</p> <ol style="list-style-type: none"> I. Basic criteria and values: gender, age, nationality, and culture, among others. II. Professional knowledge and skills: professional backgrounds (such as law, accounting, industry expertise, finance, marketing, or technology), professional skills, and industry experience, among others. <p>Board members should generally possess the knowledge, skills, and qualities necessary to perform their duties. The overall competencies that they should possess are as follows:</p> <ol style="list-style-type: none"> I. Ability to make operational judgments. II. Proficiency in accounting and financial analysis. III. Capabilities in management and leadership. IV. Skills in crisis management. V. Industry knowledge. VI. International market insight. VII. Leadership skills. VIII. Decision-making abilities. <p>There should be more than half of the seats among directors, and no individual shall have a spousal or direct relative relationship within the second degree of kinship with another director.</p>				

Enimmune Corp.

Category Name	The main regulations of the management rules			Formulating Unit	The Finance Department
Document Name	Procedures for Election of Directors			Standard Book Number	FA-MMS008
Edition	03	Effective Date		Page Number	4-2
<p>The composition of the Board of Directors of the company should be considered for adjustment based on the results of performance evaluations.</p>					
Article 4	(Deleted)				
Article 5	<p>The qualifications of independent directors of the company shall comply with the provisions of Articles 2, 3, and 4 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies.</p> <p>The appointment of independent directors of the company shall comply with the provisions of Articles 5, 6, 7, 8, and 9 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies, and shall be carried out in accordance with Article 24 of the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.</p>				
Article 6	<p>The election of directors of this company shall be conducted in accordance with the candidate nomination system procedures stipulated in Article 192-1 of the Company Act. This involves reviewing the qualifications, educational and professional backgrounds of director candidates, as well as any circumstances listed in Article 30 of the Company Act. Additional documentary proof of qualifications shall not be arbitrarily added, and the results of the review shall be provided to shareholders for reference in selecting suitable directors.</p> <p>If directors are removed for any reason, resulting in fewer than five remaining, the company shall conduct supplementary elections at the nearest shareholder meeting. However, if the vacancy of directors reaches one-third of the seats stipulated in the Articles of Association, the company shall convene an extraordinary shareholders' meeting within sixty days from the date of occurrence to conduct the supplementary election.</p> <p>If the number of independent directors is insufficient as stipulated in the proviso of Article 14-2, Paragraph 1 of the Securities and Exchange Act, relevant regulations of the Taiwan Stock Exchange Corporation Rules Governing Review of Securities Listings, or the Subparagraph 8 of the Standards for Determining Unsuitability for TPEX Listing under Article 10, Paragraph 1 of the Taipei Exchange Rules Governing the Review of Securities for Trading on the TPEX, the company shall conduct</p>				

Enimmune Corp.

Category Name	The main regulations of the management rules			Formulating Unit	The Finance Department
Document Name	Procedures for Election of Directors			Standard Book Number	FA-MMS008
Edition	03	Effective Date		Page Number	4-3
	<p>supplementary elections at the nearest shareholder meeting. When all independent directors are removed, the company shall convene an extraordinary shareholders' meeting within sixty days from the date of occurrence to conduct the supplementary election.</p>				
Article 7	<p>The election of directors of this company shall adopt a cumulative voting system, where each share shall have voting rights equal to the number of directors to be elected. Shareholders may either concentrate their votes to elect one person or distribute their votes to elect multiple individuals.</p>				
Article 8	<p>The Board of Directors shall prepare voting ballots equal to the number of directors to be elected and assign voting weights to them. These ballots shall be distributed to the shareholders attending the shareholder meeting, and the names of the electors may be replaced with their attendance registration numbers printed on the voting ballots.</p>				
Article 9	<p>According to the provisions of the company's Articles of Association, the directors of this company are allocated a specific number of seats. The voting rights for independent and non-independent directors are calculated separately. Those receiving ballots representing the highest numbers of voting rights will be elected sequentially according to their respective numbers of votes. In case two or more candidates have equal votes exceeding the designated number of seats, a draw shall be conducted among them. If any candidate is absent, the chairman shall conduct the draw on their behalf.</p>				
Article 10	<p>Before the election begins, the chairman shall designate several vote counters and shareholder-identity scrutineers to perform various related duties. The voting box, prepared by the Board of Directors, shall be publicly inspected by the scrutineers before the voting takes place.</p>				
Article 11	<p>If the candidate is a shareholder, the elector must indicate the candidate's name and shareholder account number in the designated column on the voting ballot. If the candidate is not a shareholder, their name and identification document number should be provided on the voting ballot. However, when a government or a corporate shareholder is the candidate, the candidate's name column on the voting ballot should be filled in with the name of the government or corporation. Additionally, the name of the representative of the government or corporation can also be provided; If there are multiple representatives, the names of each representative should be listed separately.</p>				

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Category Name	The main regulations of the management rules			Formulating Unit	The Finance Department
Document Name	Procedures for Election of Directors			Standard Book Number	FA-MMS008
Edition	03	Effective Date		Page Number	4-4
Article 12	<p>A ballot is invalid under any of the following circumstances:</p> <ol style="list-style-type: none"> I. Individuals who fail to utilize the voting ballots prepared by the Board of Directors. II. Individuals who cast blank voting ballots into the voting box. III. Individuals whose handwriting is illegible, thereby rendering their ballots unidentifiable, or who have made alterations to their voting ballots. IV. If the candidate filled in as a shareholder does not match the shareholder's name, shareholder account number, or shareholder registry; or if the candidate filled in as a non-shareholder does not match their name or identification document number upon verification. V. Individuals who include additional writings besides the candidate's name or shareholder account number (identification document number) and allocated voting weights. VI. Individuals whose filled candidate name matches that of another shareholder, yet they haven't provided the shareholder account number or identification document number for identification. 				
Article 13	<p>After the completion of the voting, the counting shall be conducted on the spot. The results of the counting, including the list of elected directors and their respective voting weights, shall be announced by the chairman on the spot.</p> <p>The voting ballots for the aforementioned election matters shall be sealed and signed by the scrutineers, then properly preserved. They should be kept for at least one year. However, if shareholders file a lawsuit in accordance with Article 189 of the Company Act, the ballots shall be preserved until the conclusion of the lawsuit.</p>				
Article 14	<p>The elected directors shall be issued a notification of election by the Board of Directors of the company.</p>				
Article 15	<p>These procedures shall be implemented upon approval by the shareholders' meeting, and the same applies to any amendments made to it.</p>				

Appendix 4 Shareholding Facts by All Directors of the Company

Shareholding Facts by All Directors of the Company

- I. As of the share transfer suspension date of this shareholders' meeting, which ends on April 18, 2024, the total paid-in capital of the company is NT\$658,000,000, and the total issued shares amount to 65,800,000 shares.
- II. Processed in accordance with Article 26 of the Securities and Exchange Act and Article 3 of the Regulations Governing Content and Compliance Requirements for Shareholders' Meeting Agenda Handbooks of Public Companies. All directors are required to hold a minimum of 5,264,000 shares. As the company has established an Audit Committee, the requirement for statutory minimum shareholding by supervisors does not apply.
- III. As of the share transfer suspension date of this shareholders' meeting, the individual and collective shareholding status of directors listed in the shareholder register is as shown in the following table, meeting the percentage standards specified in Article 26 of the Securities and Exchange Act.

Job Title	Name	Number of Shares Held
Chairman	Adimmune Corporation Representative: Chung-Cheng Liu	33,558,000
Chairman	Adimmune Corporation Representative: Peter Pan	(Note)
Chairman	Adimmune Corporation Representative: Jin-Yi Chiou	(Note)
Chairman	Wen Teng Investment Co., Ltd. Representative: Chien-Jun Chen	1,608,760
Independent Director	Mei-Ling Xiao	0
Independent Director	Chung-Chi Li	0
Independent Director	Ta-Wei Ma	0
Total Number of Shares Held by All Directors		35,166,760

Note: Adimmune Corporation holds 33,558,000 shares and is entitled to three director seats.

Appendix 5 The Impact of Bonus Shares on the Company's Business Performance, Earnings per Share, and Return on Shareholder Investment.

The impact of bonus shares on the company's business performance, earnings per share, and return on shareholder investment: The company did not distribute bonus shares during the current fiscal year, so this does not apply.