Stock Code：4737

Information Report Website：http://mops.twse.com.tw

Company Website：http://www.bionime.com.tw

BIONIME

Bionime Corporation

2023 Annual Shareholders' Meeting
Meeting Handbook

Time：June 30, 2023 (Friday.)

Place：No.100, Sec. 2, Daqing St., South Dist., Taichung, Taiwan

Shareholders' meeting will be held by means of ：Physical shareholders' meeting.

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Bionime Corporation

Agenda of 2023 Annual Shareholders' Meeting

1.Time: 9:00 a.m., June 30, 2023 (Friday)

2. Place: No.100, Sec. 2, Daqing St., South Dist., Taichung, Taiwan

3. Call meeting to Order (Report attendance of shareholders' shares)

4. Chairperson Remarks

5. Report Items

(1) Business Report of 2022

(2) The audit committee Review Report of 2022

(3) Compensation Distribution for Employees and Directors of 2022

(4) Report on the Distribution of Surplus and Capital Reserve Surplus in 2022

(5) Report on Amendments to the Company's Codes of Ethical Conduct

6. Proposals for Acceptance and Approval

(1) Business Report and Financial Statements of 2022

(2) Appropriation of 2022 earnings

7. Discussion Items

Amendment to the Article of Incorporation

8. Election Matters

By-election for one independent director

9. Extemporary Motions

10. Adjournment

Report Items

1. Business Report of 2022.

Explanation: Please refer to page 5-11(Attachment 1).

2. The audit committee Review Report of 2022

Explanation: Please refer to page 12(Attachment 2).

3. Compensation Distribution for Employees and Directors Report of 2022

Explanation: On March 14, 2023, the Board of Directors has resolved that the compensation for employees and directors of 2022 pay in cash, the compensation for employees and directors is NT$ 11,850,000 and NT$2,970,000, respectively.

4. Report on the Distribution of Surplus and Capital Reserve Surplus in 2022

Explanation:

1. In accordance with Article 28-1 of the Company Act, NT$23,104,834, cash dividends shall be distributed to shareholder at NT$0.38 per share. distributed capital reserve which arises out of the share premium NT$104,579,774, cash dividends shall be distributed to shareholder at NT$1.72 per share. Cash dividends are distributed and are round down to NT$ 1. The fractional number of dividends less than NT$ 1 is summed and recognized as other income of the Company.
2. The Chairman of the Board of Director is authorized by to fix record date and conduct dividend distribution and other affairs. If the number of issued and outstanding shares of the Company subsequently changes, the amount of cash dividend shall be adjusted by chairman.

5. Report on Amendments to the Company's Codes of Ethical Conduct

Explanation：Cooperate with the revision of the law and the actual operational requirements, propose to amend the Rules for Company's Codes of Ethical Conduct. The amendment and comparison table, please refer to page 13-18 (Attachment 3).

Proposals for Acceptance and Approval

1. Adoption of the 2022 Business Report and Financial Statements (Proposed by the Board of Directors)

Explanation:1. The Company standalone financial statements and consolidated financial statements of 2022 (please refer to attachment 3-4) were audited by independent auditors, KPMG International Cooperative Tzu-Hsin Chang and Jun-Yuan Wu，along with business report which approved by the Board of Directors and reviewed by supervisors on March 14, 2023, comply Company Act and relevant laws and regulations.

2. The Business Report of 2022, Independent Auditor's Report, and the above-mentioned Financial Statements, attached in Attachment 1 of the Meeting Agenda, page 5-11 and Attachment 4 and 5 page 19-36.

Resolution:

2. Appropriation of 2022 earnings (Proposed by the Board of Directors)

Explanation:1. The appropriation of 2022 earnings has approved by the Board of Directors on May 10, 2023.

2. The 2022 Earnings Distribution Table, please refer to page 37(Attachment 6).

Resolution:

Discussion Items

Proposal: Amendment to the Article of Incorporation. (Proposed by the Board of Directors)

Explanation: Cooperate with the revision of the law and the actual operational requirements, propose to amend the Article of Incorporation. The amendment and comparison table, please refer to page 38-42(Attachment 7).

Resolution:

Election Matters

Proposal: By-election for one independent director ((Proposed by the Board of Directors)

Explanation:

1. According to Article 192-1 of Company Act and Articles of Incorporation, By-election for one independent director. The term of office will begin on June 30, 2023 and end on June 21, 2025.
2. The Company adopt a candidate nomination system for independent director under the relevant laws and regulations. The shareholders shall elect the independent directors from among the nominees included in the roster of independent directors-candidates. The educational background, past work experience, other information, and the reason that nominate three consecutive session of independent director, please refer to page 43 (Attachment 8).
3. Procedures for Election of Directors，please refer to page 51-53(Appendix 2).

Resolution:

Extemporary Motions

Adjournment

Attachment

1. Business Report

(1) 2022 Annual operating report

2022 Business result:

（Unit: NT$ thousand）

Annual	2022	2021	Increase/Decrease	Percentage
Net Operating Revenue	2,210,589	1,849,924	360,665	19.50%
Gross Profit	1,004,126	783,131	220,995	28.22%
Operating Expenses	872,709	707,837	164,872	23.29%
Operating Income	131,417	75,294	56,123	74.54%
Income after Tax	91,820	89,325	2,495	2.79%

Note: Operating income in 2022 increased by 19.5% compared to 2021; operating expenses decreased by 23.29% compared to 2021; overall, income after tax increased by 2.79% compared to 2021.

(2) The analysis of 2022 and 2021 financial structure and profitability:

Items \ Annual		2022	2021
Financial Structure	Debts ratio(%)	58.24	54.51
	Long Term Funds to Fixed Assets(%)	144.20	127.41
Profitability	Return on Assets(%)	2.43	2.31
	Return On Equity(%)	4.41	4.30
	Profit Margin(%)	4.15	4.82
	Earnings Per Share	1.50	1.45

Note: Earnings per share increased from 1.45 NTD in 2021 to 1.50 NTD in 2022, and profitability in 2022 was improved compared to 2021.

(3) Budget implementation: The execution of budget is not disclosed, as the 2022 financial forecast was not publicly released.

(4) Status of research and development:

(a). The ratio of research and development fee in net amount of revenue and the result of research and development in last 3 years

Annual / Items	2022	2021	2020
R&D Expenses	201,977	187,860	247,875
R&D Expenses to Net Operating Revenue ratio	9.14%	10.16%	14.86%

(b). Machine types expected to be developed in 2022:

A. The development of the wireless network-enabled touchscreen blood glucose meter (BGM), GM777, is integrated with the well-established IoT Cloud System Platform of our company. It has completed clinical trials in the United States and a FDA certification will be applied afterward. Once approved, it can attract more business cooperation opportunities with third-party companies in the remote medical platform.

B. The company's new product, the Continuous Glucose Monitor (CGM), has completed clinical trials in seven major teaching hospitals in Taiwan in 2022. We have submitted an application to the Taiwan Food and Drug Administration (TFDA) for CGM certification, and it is expected that at the end of 2023, an approval letter for registration will be received.

C. Following the international CGM industrial trend of size minimization of CGM for easy to wear, the company has completed the mechatronics integration design of the third-generation CGM, and developed the Bionime third-generation CGM prototype which has a smaller size.

D. As the manufacturing process improves and the enhancement in CGM specifications, the warm-up time of machines will gradually shorten, and calibration methods will be refined to increase wearing duration. It is expected to undergo verification in clinical trials conducted in Taiwan and internationally in 2023, and to provide evidence through clinical trial reports to achieve the new specifications.

E. The team has solely designed and manufactured the automatic production equipment

in CGM production. It has gradually completed the third phase of the machine installation and pilot production.

- In the need for self-design and assembling various machines in automatic production, currently there are preliminary prototypes available to achieve swift operation processes, and it is expected that the processing time will be significantly reduced.
- The need for self-building AOI (Optical microscopic photography and AI-based automatic defect detection) devices with various functions to increase product quality and yield.
- Constructing CIM (Computer Integrated Manufacturing) and MES (Manufacturing Execution System) software systems to progressively integrate and connect automated machines and the online product testing information of AOI (Automated Optical Inspection)

F. Solely completed the development of both the IOS and Android version of CGM cellphone App and the Cloud backstage and it is currently undergoing pilot testing.

G. Continuously developing the CGM self-processing technology, and as of the end of 2022, there was an accumulated total of 366 applications of Taiwan and international patents, and 135 patents had been certified.

(c). Product technology development in 2023

A. The third-generation miniaturized CGM from Bionime will undergo mold making in 2023, and conduct Verification & Validation, including external testing such as EMC/EMI, to ensure products comply with regulatory requirements. It is expected that international clinical trials will be conducted directly using the third-generation miniaturized CGM, which is estimated to significantly enhance the performance and business competitiveness of Bionime's CGM products.

B. In addition to the completed iOS and Android versions of the CGM App, Bionime will develop the CGM Partner App. This app will allow users to sync and receive CGM data shared by their family and friends, achieving parental care and synchronized support. Furthermore, a blood glucose management system operated

by healthcare professionals will be concurrently established, enabling effective management of patients' blood glucose trends and providing a basis for appropriate medication adjustments.

C. Continuously self-construct CGM automated production equipment and complete the setup of machinery and equipment by the end of 2023, so that the basis of mass production can be established. This includes:

- Completion and Replication of self-designs and assembling automated production machines of different functions, including automatic assembling machines for components of CGM sensing probes and CGM implanter, to fulfill capacity requirements and optimization.
- Completion of self-building AOI (Optical microscopic photography and AI-based automatic defect detection) devices and their installation on automated production machines to execute On Line full-automated quality check of the product line.
- Utilization of CIM (Computer Integrated Manufacturing) and MES (Manufacturing Execution System) software systems to integrate and connect automated machines and online product testing information of AOI (Automated Optical Inspection), adding marks to remove defective products and implement real-time supervision on automated machines in the product line. There is also a real-time response mechanism for real-time adjustments, thus achieving an outstanding Industry 4.0 production system.

2. 2023 Business Plan

(1) Operating Strategies

1. Create high-quality and affordable Continuous Glucose Monitors (CGM) devices to make CGM accessible to those in need of them.
2. Establish an automated production line with an intelligent manufacturing execution system and the 6σ spirits of corporate culture, striving for the highest quality to ensure users can use it at ease and live freely and comfortably
3. Within the existing operational resources, besides maintaining the growth dynamics of current customers, we still actively explore new niche markets. By identifying potential

distributors and agents, we devise strategic planning and expand the market share.

4. Innovative use of the CDMO (Contract Development and Manufacturing Organization) business collaboration model, and collaboration with multiple international major manufacturers simultaneously through resource sharing are ways to reduce setup costs for both partners and Bionime, which can increase the chance of success of business collaborations and secure the large volume of orders and economies of scale.
5. Actively establish "local production" customers, expanding the company's product market share in specific regions and deepening cooperative relationships with customers.
6. Strengthen the company's own private brand in various countries through market positioning in e-commerce, thus increasing brand exposure and company recognition.
7. Continuously develop network-enabled blood glucose meters and their application in iOS and Android operating systems, including mobile Apps and telemedicine cloud service systems.
8. Enhance supply chain management to improve product quality and reduce costs effectively.
9. Continuously create and apply for different international patents to increase product value and enhance international competitiveness.

(2) **Sales volume and estimations**

The Company's sales volume is estimated according to conditions as follows: sales results of 2022, references to the industrial environment, market demands, and considerations of the Company's production capacity and future requirements of customers. As for CGM, we must wait for the product to be launched before it can contribute to the revenue.

(3) Production and sales policy

1. Strengthen the Customer Relationship Management (CRM) system to monitor the status of business orders, align with customer order requirements and future developments, and adjust and expand production capacity accordingly to meet customers' demands and delivery schedules.

2. Effective supplier management planning and execution, including inventory level management, price negotiations, and delivery coordination, to meet customers' demand and achieve a competitive advantage in the market.

3. Stay informed about international raw material prices and trends to mitigate cost risks and make necessary price adjustments to customers.

4. Achieve an effective inventory management by analyzing the inventory status of raw materials, semi-finished products, and finished goods, and make appropriate adjustments to procurement and production quantities.

(4) The Expected Development Strategy

1. Continuously research and enhance Continuous Glucose Monitors (CGM) and execute international clinical trials in different countries.
2. Expand business with international major manufacturers with the CDMO (Contract Development and Manufacturing Organization) model of business collaborations.
3. Invest in software and hardware equipment of smart manufacturing, and enhance the performance of production management of the company and the quality of products.
4. Strengthen research and development capabilities to enhance product performance and quality, ensuring users can use our products at ease and live freely and comfortably.

3.External competition environment, Legislation and the influence of Overall Management

(1) External competition environment

The big four suppliers of traditional blood glucose meters (BGM), namely Abbott, Roche, Johnson & Johnson, and Ascensia, have combined a nearly 82% of the worldwide market shares. But in recent years continuous glucose monitors (CGM) have been gradually replacing BGMs in Europe and America, thus causing a decline in the growth dynamics of the BGM market.

Estimations from professional investment agencies show that in 2024, the industrial output value of CGM factories will exceed BGM factories. Currently, the three international giant manufacturers Abbott, Dexcom, and Medtronic have dominated the global CGM market, with a combined market share of over 99%.

Bionime is aiming to cut costs by establishing a highly automated production line, and protecting its intellectual property rights by creating sufficient patent families. It plans to collaborate with established international BGM manufacturers and adopts a low-price strategy to jointly occupy the international CGM market. The goal is to make affordable CGM devices accessible to those in need of CGM.

(2) Legislation

The medical equipment industry is strictly regulated and controlled by laws. In each country,

medical devices must be registered with the respective national food and drug administration before they can be sold in the market and used. The registration process for medical devices involves submitting relevant product information, including the name of the product, classification, specifications, usages, structure, performance, and testing reports. Bionime is committed to upholding the quality of its products and quality systems, and conducts regular verifications on various laws and regulations, as well as quality systems, so that it can be ensured that the products and quality management systems meet all regulatory requirements.

(3) The influence of Overall Management

The current overall global business environment is full of uncertainty and volatility. Companies need to continuously focus on the changes in the global economy, politics, and society, as well as developments in emerging technologies and awareness of environmental protection. Flexible measures should be taken to enhance the competitiveness of the company and mitigate risks that come from these changes.

The competitive environment of the medical equipment industry presents both challenges and opportunities. To win market shares and ensure sustainable growth, Bionime needs to enhance its competitiveness through innovation, cost control, brand promotion, market segmentation, and compliance with laws and regulations.

While pursuing corporate growth and maximizing shareholders' profits, the company also values the importance of ESG (Environmental, Social, and Governance) corporate responsibility. The company actively adheres to various indicators guided by the competent authority to meet the expectations of all interested parties.

We would like to thank our colleagues, for your persistent efforts in upholding the strategic goal of the company, and to the shareholders, for your supports and encouragements. Looking ahead, through augmented hard-work and competitiveness, we relish the sustainable prospect of our business playing the international leading role in the industry of medical measurement devices. We shall not fail your expectation and concern.

Best Regards.

Chairman and General Manager: Huang, Chun-Mu

Accounting Supervisor: Chen, Ya-Wen

2.The audit committee Review Report

Bionime Corporation

The audit committee Review Report

Appropriate

The Board of Directors made the Company's 20212business report, consolidated financial statements, parent company only financial statements and appropriation of earnings, among which the consolidated financial statements and the parent company only financial statements were certified by the accountants who are KPMG International Cooperative Tzu-Hsin Chang and Jun-Yuan Wu and issued a verification report. The above-mentioned business report, financial statements and appropriation of earnings are approved by the Audit Committee, and it is considered that there is no disagreement, and in accordance with Article 219 of the Company Act made a report, please review it.

Chairman of the audit committee：Zeng Hui-Jin

May 10, 2023

3.Comparison Table for the Company's Codes of Ethical Conduct

Bionime Corporation

Comparison Table for the Company's Codes of Ethical Conduct

After the Revision	Before the Revision	Explanation
Article 1（Purpose and Foundations） In order to ensure the behavior of directors~~, supervisors~~ and managerial officers (including General Manager, Deputy General Manager, Assistant Managers, Head of the Department of Finance, Head of the Department of Accounting, Other Department Heads, and other people who hold administrative responsibilities and have signatory authorities) is complying with the moral standards, and help interested parties have a better understanding of the moral standards of the company, this code is stipulated and becomes a guide to follow.	Article 1（Purpose and Foundations） In order to ensure the behavior of directors, supervisors and managerial officers (including General Manager, Deputy General Manager, Assistant Managers, Head of the Department of Finance, Head of the Department of Accounting, Other Department Heads, and other people who hold administrative responsibilities and have signatory authorities) is complying with the moral standards, and help interested parties have a better understanding of the moral standards of the company, this code is stipulated and becomes a guide to follow.	Cooperate with the revision of the establishment of the audit committee to replace the powers of supervisors
Article 2（Content and Regulations） The aforementioned officials should follow the following eight basic ethical behaviors: 1. Prevention of conflicts of interests: Directors should be strictly self-disciplined, and if directors or their representing legal entities have personal interests in relation to the agenda items listed by the Board of Directors, or the need to abstain from voting by self-acknowledgment of directors or by board resolution, they shall voluntarily abstain from voting	Article 2（Content and Regulations） The aforementioned officials should follow the following eight basic ethical behaviors: 1. Prevention of conflicts of interests: Directors should be strictly self-disciplined, and if directors or their representing legal entities have personal interests in relation to the agenda items listed by the Board of Directors, or the need to abstain from voting by self-acknowledgment of directors or by board resolution, they shall voluntarily abstain from voting	Cooperate with the revision of the law.

After the Revision	Before the Revision	Explanation
and shall not appoint other proxy directors to exercise their voting rights~~, and they shall not support each other.~~ Based on the position and power of the directors~~, supervisors~~ or managerial officials, if there is participation or acquisition of business transactions between oneself, spouses~~, parent, child~~ or relatives within two degrees of kinship and the company, they should declare their potential conflict of interests with the company proactively at the Board of Directors or management meetings, and its treatment is recorded officially. The transactions between the company and related parties, specific companies, and other companies within the same group are conducted in accordance with the company's "Regulation governing transactions of interested parties." 2. Avoiding the opportunities of private gains: (1) Directors~~, supervisors~~ and managerial officials should follow the principle of honesty and the obligation of faithful awareness. When the company has an opportunity to gain, they have the duty to increase the legal profits that can be gained by the company. (2) Directors~~, supervisors~~ and managerial officials should avoid using assets and information of the company or taking advantage of the	and shall not appoint other proxy directors to exercise their voting rights~~, and they shall not support each other.~~ Based on the position and power of the directors~~, supervisors~~ or managerial officials, if there is participation or acquisition of business transactions between oneself, spouses~~, parent, child~~ or relatives within two degrees of kinship and the company, they should declare their potential conflict of interests with the company proactively at the Board of Directors or management meetings, and its treatment is recorded officially. The transactions between the company and related parties, specific companies, and other companies within the same group are conducted in accordance with the company's "Regulation governing transactions of interested parties." 2. Avoiding the opportunities of private gains: (1) Directors, supervisors and managerial officials should follow the principle of honesty and the obligation of faithful awareness. When the company has an opportunity to gain, they have the duty to increase the legal profits that can be gained by the company. (2) Directors, supervisors and managerial officials should avoid using assets and information of the company or taking advantage of the	

After the Revision	Before the Revision	Explanation
position to gain opportunities for private gains and obtain inappropriate private benefits. (3) When directors~~, supervisors~~ or managerial officials participate in business decision-making in Board of Directors or management meetings and become aware of the company's internal affairs and confidential business matters, they should avoid free competition with the company outside of work. 3. Duty of confidentiality: When directors~~, supervisors~~ or managerial officials participate in business decision-making in management or Board of Directors meetings and become aware of the company's internal affairs and confidential business matters, they have an obligation to maintain confidentiality. Directors~~, supervisors~~ or managerial officials executives have an obligation to maintain confidentiality regarding information about the company itself or its customers and suppliers unless authorized or under the provision of the law to disclose such information. Confidential information also includes all undisclosed information that could be exploited by competitive rivals, or the leakage of such information will bring damage to the company or its customers.	position to gain opportunities for private gains and obtain inappropriate private benefits. (3) When directors, supervisors or managerial officials participate in business decision-making in Board of Directors or management meetings and become aware of the company's internal affairs and confidential business matters, they should avoid free competition with the company outside of work. 3. Duty of confidentiality: When directors, supervisors or managerial officials participate in business decision-making in management or Board of Directors meetings and become aware of the company's internal affairs and confidential business matters, they have an obligation to maintain confidentiality. Directors, supervisors or managerial officials executives have an obligation to maintain confidentiality regarding information about the company itself or its customers and suppliers unless authorized or under the provision of the law to disclose such information. Confidential information also includes all undisclosed information that could be exploited by competitive rivals, or the leakage of such information will bring damage to the company or its customers.	

After the Revision	Before the Revision	Explanation
4. Fair Transactions: Customers and suppliers of the company, competitive rivals, and employees should be all treated fairly, and no improper profits should be gained through manipulation, concealment, abusing information acquired from the job position, misrepresentation of important matters, or other unfair transactions.	4. Fair Transactions: Customers and suppliers of the company, competitive rivals, and employees should be all treated fairly, and no improper profits should be gained through manipulation, concealment, abusing information acquired from the job position, misrepresentation of important matters, or other unfair transactions.	
5. Protection and the appropriate use of assets: Directors~~, supervisors~~ or managerial officials have the responsibility to protect the assets of the company and ensure that they are effectively and legally used in businesses. If they are stolen, neglected, or wasted, the profitability of the company will be directly affected.	5. Protection and the appropriate use of assets: Directors, supervisors or managerial officials have the responsibility to protect the assets of the company and ensure that they are effectively and legally used in businesses. If they are stolen, neglected, or wasted, the profitability of the company will be directly affected.	
6. Complying with the laws and regulations: Besides complying with the internal regulations of the company, directors~~,~~ ~~supervisors~~ or managerial officials should also comply with the Securities and Exchange Act and other laws and regulations as their rules of behavior.	6. Complying with the laws and regulations: Besides complying with the internal regulations of the company, directors, supervisors or managerial officials should also comply with the Securities and Exchange Act and other laws and regulations as their rules of behavior.	
7. Encouragement on the reporting of acts that are illegal or violate the Codes of Ethical Conduct:	7. Encouragement on the reporting of acts that are illegal or violate the Codes of Ethical Conduct: The company strengthens the internal	

After the Revision	Before the Revision	Explanation
The company strengthens the internal promotion of a sense of morality and encourages employees to report any suspected or actual violations of the laws and regulations or the Codes of Ethical Conduct to ~~supervisors,~~ managers, internal audit supervisors, or other appropriate personnel. To encourage employees to report illegal activities, the company should establish a specific reporting system that allows for anonymous reporting. Employees should be informed that the company will make every effort to protect the safety of whistleblowers and prevent retaliation against them. 8. Punishment Measures: When there is any violation of the Codes of ethical conduct by directors~~,~~ ~~supervisors~~ or managerial officials, the company should handle it according to the punishment measures regulated by the Codes, and immediately disclose the information related to the violator of the Codes on the Market Observation Post System (MOPS), including the date of the violation, the nature of the violation, the specific code violated, and the actions taken. The company should also establish an appropriate appeal system to provide a means of assistance to individuals who have violated the Codes.	promotion of a sense of morality and encourages employees to report any suspected or actual violations of the laws and regulations or the Codes of Ethical Conduct to supervisors, managers, internal audit supervisors, or other appropriate personnel. To encourage employees to report illegal activities, the company should establish a specific reporting system . Employees should be informed that the company will make every effort to protect the safety of prevent retaliation against them. 8. Punishment Measures: When there is any violation of the Codes of ethical conduct by directors~~,~~ ~~supervisors~~ or managerial officials, the company should handle it according to the punishment measures regulated by the Codes, and immediately disclose the information related to the violator of the Codes on the Market Observation Post System (MOPS), including the date of the violation, the nature of the violation, the specific code violated, and the actions taken. The company should also establish an appropriate appeal system to provide a means of assistance to individuals who have violated the Codes.	
Article 3（Procedures for exemptions)	Article 3（Procedures for exemptions)	Cooperate

After the Revision	Before the Revision	Explanation
The exemption of directors~~, supervisors~~ or managerial officers should follow the Code of Ethical Conduct and must be approved by the Board of Directors' resolution. The date on which the Board of Directors approved the resolution for exemption, objections or reservations of independent directors, and information such as the period of, reasons for, and principles behind the application of the exemption should be disclosed without delay on the Market Observation Post System (MOPS).	The exemption of directors, supervisors or managerial officers should follow the Code of Ethical Conduct and must be approved by the Board of Directors' resolution. The date on which the Board of Directors approved the resolution for exemption, objections or reservations of independent directors, and information such as the period of, reasons for, and principles behind the application of the exemption should be disclosed without delay on the Market Observation Post System (MOPS).	with the revision of the establishment of the audit committee to replace the powers of supervisors
Article 5 （Implementation） This Code of Ethical Conduct shall be implemented after approval by the Audit Committee and the Board of Directors, and shall be submitted to the Shareholders' Meeting. The same process is applied for making any amendments.	Article 5 （Implementation） This Code of Ethical Conduct shall be implemented after approval by the Board of Directors, and shall be submitted to the Shareholders' Meeting. The same process is applied for making any amendments.	Cooperate with the revision of the establishment of the audit committee to replace the powers of supervisors

4. Independent Audit Report and 2022 Consolidated Financial Statements

Independent Auditors' Report

To the Board of Directors of Bionime Corporation:

Opinion

We have audited the consolidated financial statements of Bionime Corporation ("the Company") and its subsidiaries ("the Group"), which comprise the consolidated balance sheets as of December 31, 2022 and 2021, the consolidated statement of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant 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, 2022 and 2021, 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 with the International Financial Reporting Standards ("IFRSs"), International Accounting Standards ("IASs"), Interpretations developed by the International Financial Reporting Interpretations Committee ("IFRIC") or the former Standing Interpretations Committee ("SIC") endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the 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 Certified Public Accountants Code of Professional Ethics in Republic of China ("the Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of 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 consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below to be the key audit matters to be communicated in our report.

1. Revenue Recognition

   The accounting principle of revenue recognition, refer to consolidated financial statements Note 4 (m); The explanation about revenue recognition, refer to consolidated financial statements Note 6 (s).

Description of key audit matters:

The Group's revenue are from sales of blood glucose meter and test strips to domestic and foreign clients such as hospitals, dealers and pharmacies. Most of them are foreign clients. As industry peculiarities, clients in higher latitude countries tend to purchase more and increase their inventory at the end of the year in order to prevent the risk of paralysis of shipment due to frozen water in the winter. As a result, the revenue at the end of the year is higher causing the transactions before and after the balance sheet date to have material impact on financial reporting.

Therefore, testing whether revenue was recognized in the correct period is one of our key audit matters.

How the matter was addressed in our audit

Our principal audit procedures included: testing the Group's efficacy on the design and operation of internal controls surrounding revenue, which includes confirming the terms in the sales contract to ensure the revenue is being recorded accurately; selecting the sales transaction before and after the balance sheet date on a sample basis, inspecting the related accounting documents, as well as evaluating whether the revenue is recorded in the appropriated period.

2. Assessment of Inventory

The accounting principle of inventory, refer to consolidated financial statements Note 4 (h)"inventories", the assessment of accounting estimate and assumption uncertainty, refer to consolidated financial statements Note 5 (b); the explanation of inventory assessment refers to consolidated financial statements Note 6 (e).

Description of key audit matters:

The Group's inventories are measured at the lower of cost and net realizable value. However, the cost of inventory might exceed its net realizable value due to the rapid advancement in technology and the changes in market demand. Therefore, inventory evaluation is one of our key audit matters.

How the matter was addressed in our audit

Our principal audit procedures included: assessing the Group's allowance amount of inventory according to its characteristics; including conducting sampling test to examine accuracy of inventory aging; assessing the Group's inventory decline or rationality of debt ratio; examine accuracy of allowance amount of inventory past for past years, and comparing with this period, in order to assess whether estimation method for this period is presented fairly.

3. Assessment of Trade Receivable

The accounting principle of Trade Receivables refers to consolidated financial statements Note 4 (g) " Financial instruments" ; Trade Receivables of Accounting Assumptions, Judgments and Estimation Uncertainty, refers to consolidated financial statements Note 5 (a) ; The explanation of trade receivables refer to consolidated financial statements Note 6 (c) " Notes and Trade Receivables (including related parties)".

Description of key audit matters:

The Group's trade receivables are concentrated among certain customers. Allowance evaluation on trade receivables contains management's subjective judgment. Therefore, the assessment on trade receivables is one of the key audit matters.

How the matter was addressed in our audit:

Our principal audit procedure included: analyzing trade receivables aging schedule, collection reports and customers' credit concentration risk, etc., in order to assess whether estimation method and the amount of trade receivables for this period is presented fairly.

4. Development Costs of Intangible Assets

The accounting principle of intangible asset development cost and explanation of intangible asset, please refer to Notes 4 (k) "Intangible Assets"and Notes 6 (h) "Intangible Assets", respectively.

Description of key audit matters:

The Group focuses on developing new type of blood glucose meter, wherein it incurred a massive amount of research and development expenses before and during clinical trial stage. This research has reached to a developed stage and now classified as asset. Whether to capitalize development cost relies on the subjective judgement of the Group's management. Therefore, the cost on research and development is one of our key audit matters.

We focus on whether there is bias in the management's judgement on determining the capitalization or expensing of related costs, especially for the feasibility of the technology of the new blood glucose meter, whether it has met the criteria to be capitalized and obtained the approval from authority.

How the matter was addressed in our audit:

Our principal audit procedures included:

1. Understanding whether the management has adequately evaluated the feasibility of the technology of the new blood glucose meter to determine it has met the criteria to be capitalized.

2. Assessing whether the Group's accounting policy for development costs is in accordance with accounting regulations.

3. Obtaining the management's analysis on the schedule of the new type blood glucose meter and verifying whether the developing process has remained in its original schedule.

4. Conducting sampling of research and development cost in the current period by inspecting those supporting documents such as clinic trail contracts, invoice by vender, and payment records, to verify whether its nature, amount and classification of the expenses were appropriate.

5. Assessing whether it is appropriate for the Group's management to capitalize the development costs as asset.

Other Matter

The Company has prepared its parent-company-only-financial statements as of and for the years ended December 31, 2022 and 2021, on which we have issued an unmodified opinion.

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 Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the IFRSs, IASs, IFRIC, SIC, endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, 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.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine 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.

The engagement partners on the audit resulting in this independent auditors' report are Tzu-Hsin Chang and Chun-Yuan Wu.

KPMG

Taipei, Taiwan (Republic of China)
March 14, 2023

Notes to Readers

The accompanying consolidated financial statements are intended only to present the consolidated statement of financial position, financial performance and cash flows in accordance with the accounting principles and practices generally accepted in the Republic of China and not those of any other jurisdictions. The standards, procedures and practices to audit such consolidated financial statements are those generally accepted and applied in the Republic of China.

The independent auditors' report and the accompanying consolidated financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language independent auditors' report and consolidated financial statements, the Chinese version shall prevail.

(English Translation of Consolidated Financial Statements and Report Originally Issued in Chinese)

BIONIME CORPORATION ("THE COMPANY") AND SUBSIDIARIES

Consolidated Balance Sheets

December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

Assets	December 31, 2022 Amount	%	December 31, 2021 Amount	%
Current assets:				
Cash and cash equivalents (note 6 (a))	$ 214,489	4	253,085	6
Notes receivable, net (note 6 (c))	11,003	-	16,773	-
Trade receivable, net (note 6 (c))	659,406	13	356,913	8
Trade receivable-related parties, net (note 6 (c) and 7)	22,409	1	-	-
Other receivables (note 6 (d))	7,157	-	5,103	-
Current income tax assets	-	-	2	-
Inventories (note 6 (e))	538,434	11	590,155	13
Prepayments (note 9 (b))	102,725	2	89,862	2
Other current assets (note 6 (i))	17,604	1	17,999	-
Other current financial assets (note 6 (i) and 8)	63,388	1	59,825	1
	1,636,615	33	1,389,717	30
Non-current assets:				
Non-current financial assets at fair value through other comprehensive income (note 6 (b))	36,100	1	36,100	1
Property, plant and equipment (note 6 (f) and 8)	2,472,543	50	2,536,803	56
Right-of-use assets (note 6 (g))	9,431	-	5,396	-
Intangible assets (note 6 (h))	506,846	10	342,114	8
Deferred income tax assets (note 6 (o))	56,360	1	50,536	1
Prepayments for business facilities	218,532	4	150,964	3
Guarantee deposits paid	5,253	-	4,996	-
Defined benefit assets, net (note 6 (n))	2,070	-	539	-
Other non-current assets (note 6 (i) and 9 (b))	39,311	1	46,717	1
	3,346,446	67	3,174,165	70
Total assets	**$ 4,983,061**	**100**	**4,563,882**	**100**

Liabilities and Equity	December 31, 2022 Amount	%	December 31, 2021 Amount	%
Current liabilities:				
Short-term borrowings (note 6 (j) and 8)	$ 352,027	7	507,778	11
Notes payables	925	-	854	-
Trades payables	179,193	4	151,133	3
Other payables	408,312	8	270,919	6
Other payables-related parties (note 7)	444	-	4,129	-
Payables on machinery and equipment	21,935	-	13,152	-
Current income tax liabilities	6,403	-	7,561	-
Current lease liabilities (note 6 (m))	3,862	-	4,860	-
Other current liabilities (note 6 (k) and 7)	15,128	-	7,963	1
Long-term borrowings, current portion (note 6 (l) and 8)	422,731	9	361,083	8
	1,410,960	28	1,329,432	29
Non-Current liabilities:				
Long-term borrowings (note 6 (l) and 8)	1,484,992	30	1,156,208	25
Deferred income tax liabilities (note 6 (o))	279	-	491	-
Non-current lease liabilities (note 6 (m))	5,664	-	724	-
Guarantee deposits received	630	-	950	-
	1,491,565	30	1,158,373	25
Total liabilities	2,902,525	58	2,487,805	54
Equity attributable to owners of parent:(note 6 (p))				
Ordinary shares	606,870	12	622,888	14
Advance receipts for share capital	3,405	-	15,083	-
Capital surplus	1,302,633	26	1,362,223	30
Retained earnings	163,030	4	225,521	5
Other equity interest	(3,513)	-	(18,225)	-
Treasury shares	-	-	(138,141)	(3)
Total equity attributable to owners of parent:	2,072,425	42	2,069,349	46
Non-controlling interests	8,111	-	6,728	-
Total equity	2,080,536	42	2,076,077	46
Total liabilities and equity	**$ 4,983,061**	**100**	**4,563,882**	**100**

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements and Report Originally Issued in Chinese)

BIONIME CORPORATION ("THE COMPANY") AND SUBSIDIARIES

Consolidated Statements of Comprehensive Income

For the years ended December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars, except for earnings per share)

	2022		2021	
	Amount	%	Amount	%
Net operating revenues (note 6 (s) and 7)	$ 2,210,589	100	1,849,924	100
Operating costs (note 6 (e), (n) and (t))	1,206,463	55	1,066,793	58
Gross profit from operations	1,004,126	45	783,131	42
Operating expenses (note 6 (c), (n), (q), (t) and 7)) :				
Selling expenses	399,511	18	302,768	16
Administrative expenses	241,634	11	237,771	13
Research and development expenses	201,977	9	187,860	10
Impairment loss (impairment gain and reversal of impairment loss) determined in accordance with IFRS9	29,587	1	(20,562)	(1)
	872,709	39	707,837	38
Net operating income	131,417	6	75,294	4
Non-operating income and expenses (note 6 (u)) :				
Interest income	943	-	713	-
Other income	3,921	-	16,700	1
Other gains and losses	(19,150)	(1)	929	-
Finance costs	(30,648)	(1)	(19,051)	(1)
	(44,934)	(2)	(709)	-
Profit before income tax	86,483	4	74,585	4
Less: tax income (note 6 (o))	(5,337)	-	(14,740)	(1)
Profit	91,820	4	89,325	5
Other comprehensive income :				
Items that may not be reclassified subsequently to profit or loss				
Gains (losses) on remeasurements of defined benefit plans	1,453	-	(66)	-
	1,453	-	(66)	-
Items that may be reclassified subsequently to profit or loss				
Exchange differences on translation of foreign financial statements	14,970	1	(3,015)	-
Less: Income tax related to components of other comprehensive income that will be reclassified to profit or loss (note 6 (o))	-	-	-	-
Components of other comprehensive income that will be reclassified to profit or loss	14,970	1	(3,015)	-
Other comprehensive income (after tax)	16,423	1	(3,081)	-
Comprehensive income	**$ 108,243**	**5**	**86,244**	**5**
Profit attributable to:				
Owners of parent	$ 91,025	4	87,413	5
Non-controlling interests	795	-	1,912	-
Profit	**$ 91,820**	**4**	**89,325**	**5**
Comprehensive income attributable to :				
Owners of parent	$ 107,190	5	84,672	5
Non-controlling interests	1,053	-	1,572	-
Comprehensive income	**$ 108,243**	**5**	**86,244**	**5**
Earnings per share (NT dollars) (note 6 (r))				
Basic earnings per share	**$**	**1.50**		**1.45**
Diluted earnings per share	**$**	**1.48**		**1.44**

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements and Report Originally Issued in Chinese)

BIONIME CORPORATION ("THE COMPANY") AND SUBSIDIARIES

Consolidated Statements of Changes in Equity

For the years ended December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

	Equity attributable to owners of parent												
	Share capital				Retained earnings				Other equity interest				
	Ordinary shares	Advance receipts for share capital	Total share capital	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Total retained earnings	Exchange differences on translation of foreign financial statements	Treasury shares	Total equity attributable to owners of parent	Non-controlling interests	Total equity
Balance on January 1, 2021	$ 617,558	9,702	627,260	1,402,306	119,789	6,962	63,001	189,752	(15,550)	(138,141)	2,065,627	5,156	2,070,783
Profit for the year ended December 31, 2021	-	-	-	-	-	-	87,413	87,413	-	-	87,413	1,912	89,325
Other comprehensive income for the year ended December 31, 2021	-	-	-	-	-	-	(66)	(66)	(2,675)	-	(2,741)	(340)	(3,081)
Comprehensive income for the year ended December 31, 2021	-	-	-	-	-	-	87,347	87,347	(2,675)	-	84,672	1,572	86,244
Appropriation and distribution of retained earnings:													
Legal reserve appropriated	-	-	-	-	6,275	-	(6,275)	-	-	-	-	-	-
Special reserve appropriated	-	-	-	-	-	4,795	(4,795)	-	-	-	-	-	-
Cash dividends on ordinary share	-	-	-	-	-	-	(51,578)	(51,578)	-	-	(51,578)	-	(51,578)
Employee stock options compensation costs	-	-	-	12,773	-	-	-	-	-	-	12,773	-	12,773
Employee stock options exercised	5,330	(9,702)	(4,372)	19,850	-	-	-	-	-	-	15,478	-	15,478
Advance receipts for share capital	-	15,083	15,083	-	-	-	-	-	-	-	15,083	-	15,083
Cash dividends of capital surplus	-	-	-	(72,706)	-	-	-	-	-	-	(72,706)	-	(72,706)
Balance on December 31, 2021	**$ 622,888**	**15,083**	**637,971**	**1,362,223**	**126,064**	**11,757**	**87,700**	**225,521**	**(18,225)**	**(138,141)**	**2,069,349**	**6,728**	**2,076,077**
Balance on January 1,2022	$ 622,888	15,083	637,971	1,362,223	126,064	11,757	87,700	225,521	(18,225)	(138,141)	2,069,349	6,728	2,076,077
Profit for the year ended December 31, 2022	-	-	-	-	-	-	91,025	91,025	-	-	91,025	795	91,820
Other comprehensive income for the year ended December 31, 2022	-	-	-	-	-	-	1,453	1,453	14,712	-	16,165	258	16,423
Comprehensive income for the year ended December 31, 2022	-	-	-	-	-	-	92,478	92,478	14,712	-	107,190	1,053	108,243
Appropriation and distribution of retained earnings:													
Legal reserve appropriated	-	-	-	-	8,735	-	(8,735)	-	-	-	-	-	-
Special reserve appropriated	-	-	-	-	-	3,030	(3,030)	-	-	-	-	-	-
Cash dividends on ordinary share	-	-	-	-	-	-	(75,753)	(75,753)	-	-	(75,753)	-	(75,753)
Retirement of treasury stocks	(20,000)	-	(20,000)	(38,991)	-	-	(79,150)	(79,150)	-	138,141	-	-	-
Difference between consideration and carrying amount of subsidiaries acquired or disposed of	-	-	-	(15)	-	-	(66)	(66)	-	-	(81)	-	(81)
Changes in non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	330	330
Employee stock options compensation costs	-	-	-	7,852	-	-	-	-	-	-	7,852	-	7,852
Employee stock options exercised	3,982	(20,997)	(17,015)	17,015	-	-	-	-	-	-	-	-	-
Advance receipts for share capital	-	9,319	9,319	-	-	-	-	-	-	-	9,319	-	9,319
Cash dividends of capital surplus	-	-	-	(45,451)	-	-	-	-	-	-	(45,451)	-	(45,451)
Balance on December 31, 2022	**$ 606,870**	**3,405**	**610,275**	**1,302,633**	**134,799**	**14,787**	**13,444**	**163,030**	**(3,513)**	**-**	**2,072,425**	**8,111**	**2,080,536**

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements and Report Originally Issued in Chinese)

BIONIME CORPORATION ("THE COMPANY") AND SUBSIDIARIES

Consolidated Statements of Cash Flows

For the years ended December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

	2022	2021
Cash flows from (used in) operating activities:		
Profit before tax	$ 86,483	74,585
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expense	142,162	143,765
Amortization expense	11,070	10,892
Expected credit loss (gain)	29,587	(20,562)
Interest expense	30,648	19,051
Interest revenue	(943)	(713)
Share-based payments transactions	7,852	12,773
Loss (gain) from disposal of property, plant and equipment	4,173	4
Gain on disposal of investments	13	-
Loss on lease modification	-	6
Total adjustments to reconcile profit	224,562	165,216
Changes in operating assets and liabilities:		
Changes in operating assets:		
Notes receivables	5,770	(5,219)
Trade receivables	(332,136)	61,171
Trade receivables due from related parties	(22,409)	40,321
Other receivables	(2,166)	37
Inventories	49,772	(71,552)
Other operating assets	(5,140)	(31,964)
Total changes in operating assets	(306,309)	(7,206)
Changes in operating liabilities:		
Notes payables	71	5
Trade payables	28,060	4,817
Other payables	136,202	59,964
Other payables due from related parties	(3,685)	(8,610)
Other operating liabilities	7,165	(11,305)
Total changes in operating liabilities	167,813	44,871
Total changes in operating assets and liabilities	(138,496)	37,665
Total adjustments	86,066	202,881
Cash inflow generated from operations	172,549	277,466
Interest received	1,055	891
Interest paid	(29,457)	(18,863)
Income taxes (paid) returned	(1,855)	10,228
Net cash flows from operating activities	142,292	269,722
Cash flows from (used in) investing activities:		
Acquisition of property, plant and equipment	(45,159)	(38,832)
Proceeds from disposal of property, plant and equipment	4,485	-
(Increase) Decrease in refundable deposits	(257)	274
Acquisition of intangible assets	(175,246)	(147,094)
Decrease in other financial assets	(3,563)	(3,775)
Increase in prepayments for business facilities	(92,516)	(98,643)
Net cash used in investing activities	(312,256)	(288,070)
Cash flows from (used in) financing activities:		
Increase in short-term borrowings	2,358,152	1,662,674
Increase in short-term borrowings	(2,516,840)	(1,638,706)
Decrease in short-term notes and bills payable	-	(40,000)
Proceeds from long-term borrowings	1,000,000	500,000
Repayments of long-term borrowings	(609,568)	(454,834)
(Decrease) Increase in guarantee deposits received	(320)	557
Payment of lease liabilities	(6,153)	(5,266)
Cash dividends paid	(121,204)	(124,284)
Proceeds from exercise of employee share options	9,319	30,562
Changes in non-controlling interests	249	-
Net cash flows from (used in) financing activities	113,635	(69,297)
Effect of exchange rate changes on cash and cash equivalents	17,733	(2,517)
Net decrease in cash and cash equivalents	(38,596)	(90,162)
Cash and cash equivalents at beginning of period	253,085	343,247
Cash and cash equivalents at end of period	**$ 214,489**	**253,085**

See accompanying notes to consolidated financial statements.

5.Independent Auditors' Report and 2022 Parent Company Only Financial Statements

Independent Auditors' Report

To the Board of Directors of Bionime Corporation:

Opinion

We have audited the financial statements of Bionime Corporation ("the Company"), which comprise the balance sheets as of December 31, 2022 and 2021, the statement of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2022 and 2021, and its financial performance and its cash flows for the years then ended in accordance 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 Auditing and Attestation of Financial Statements by Certified Public Accountants and the 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 Financial Statements section of our report. We are independent of the Company in accordance with the Certified Public Accountants Code of Professional Ethics in Republic of China ("the Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of 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 financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below to be the key audit matters to be communicated in our report.

We have determined the matter described below to be the key audit matters to be communicated in our report.

1. Revenue Recognition

   The accounting principle of revenue recognition, refer to financial statements Note 4 (m); The explanation about revenue recognition, refer to financial statements Note 6 (t).

Description of key audit matters:

The Company's revenue are from sales of blood glucose meter and test strips to domestic and foreign clients such as hospitals, dealers and pharmacies. Most of them are foreign clients. As industry peculiarities, clients in higher latitude countries tend to purchase more and increase their inventory at the end of the year in order to prevent the risk of paralysis of shipment due to frozen water in the winter. As a result, the revenue at the end of the year is higher causing the transactions before and after the balance sheet date to have material impact on financial reporting.

Therefore, testing whether revenue was recognized in the correct period is one of our key audit matters.

How the matter was addressed in our audit

Our principal audit procedures included: testing the Company's efficacy on the design and operation of internal controls surrounding revenue, which includes confirming the terms in the sales contract to ensure the revenue is being recorded accurately; selecting the sales transaction before and after the balance sheet date on a sample basis, inspecting the related accounting documents, as well as evaluating whether the revenue is recorded in the appropriated period.

2. Assessment of Inventory

The accounting principle of inventory, refer to financial statements Note 4 (g) "inventories", the assessment of accounting estimate and assumption uncertainty, refer to financial statements Note 5 (b); the explanation of inventory assessment refers to financial statements Note 6 (e).

Description of key audit matters:

The Company's inventories are measured at the lower of cost and net realizable value. However, the cost of inventory might exceed its net realizable value due to the rapid advancement in technology and the changes in market demand. Therefore, inventory evaluation is one of our key audit matters.

How the matter was addressed in our audit

Our principal audit procedures included: assessing the Company's allowance amount of inventory according to its characteristics, including conducting sampling test to examine accuracy of inventory aging; assessing the Company's inventory decline or rationality of debt ratio; examining accuracy of allowance amount of inventory for past years, and comparing with this period, in order to assess whether estimation method for this period is presented fairly.

3. Assessment of Trade Receivable

The accounting principle of Trade Receivables refers to financial statements Note 4 (f) " Financial instruments" ; Trade Receivables of Accounting Assumptions, Judgments and Estimation Uncertainty, refers to financial statements Note 5 (a) ; The explanation of trade receivables refer to financial statements Note 6 (c) " Notes and Trade Receivables (including related parties) ".

Description of key audit matters:

The Company's trade receivables are concentrated among certain customers. Allowance evaluation on trade receivables contains management's subjective judgment. Therefore, the assessment on accounts receivable is one of the key audit matters.

How the matter was addressed in our audit:

Our principal audit procedure included: analyzing trade receivables aging schedule, collection reports and customers' credit concentration risk, etc., in order to assess whether estimation method and the amount of trade receivables for this period is presented fairly.

4. Development Costs of Intangible Assets

The accounting principle of intangible asset development cost and explanation of intangible asset, please refer to Notes 4(k) “Intangible Assets”and Notes 6(i) “Intangible Assets”, respectively.

Description of key audit matters:

The Company focuses on developing new type of blood glucose meter, wherein it incurred a massive amount of research and development expenses before and during clinical trial stage. This research has reached to a developed stage and now classified as asset. Whether to capitalize development cost relies on the subjective judgement of the Company’s management. Therefore, the cost on research and development is one of our key audit matters.

We focus on whether there is bias in the management’s judgement on determining the capitalization or expensing of related costs, especially for the feasibility of the technology of the new blood glucose meter, whether it has met the criteria to be capitalized and obtained the approval from authority.

How the matter was addressed in our audit:

Our principal audit procedures included:

1. Understanding whether the management has adequately evaluated the feasibility of the technology of the new blood glucose meter to determine it has met the criteria to be capitalized.

2. Assessing whether the Company’s accounting policy for development costs is in accordance with accounting regulations.

3. Obtaining the management’s analysis on the schedule of the new type blood glucose meter and verifying whether the developing process has remained in its original schedule.

4. Conducting sampling of research and development cost in the current period by inspecting those supporting documents such as clinic trail contracts, invoice by vender, and payment records, to verify whether its nature, amount and classification of the expenses were appropriate.

5. Assessing whether it is appropriate for the Company’s management to capitalize the development costs as asset.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with 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 financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the 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.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 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 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 auditors' report to the related disclosures in the 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 Company to cease to continue as a going concern.

5. Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the 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 on the investment in other entities accounted for using the equity method to express an opinion on this financial statement. We are responsible for the direction, supervision, and performance of the audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the 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.

The engagement partners on the audit resulting in this independent auditors' report are Tzu-Hsin Chang and Chun-Yuan Wu.

KPMG

Taipei, Taiwan (Republic of China)
March 14, 2023

Notes to Readers

The accompanying financial statements are intended only to present the statement of financial position, financial performance and cash flows in accordance with the accounting principles and practices generally accepted in the Republic of China and not those of any other jurisdictions. The standards, procedures and practices to audit such financial statements are those generally accepted and applied in the Republic of China.

The independent auditors' audit report and the accompanying financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language independent auditors' audit report and financial statements, the Chinese version shall prevail.

(English Translation of Financial Statements and Report Originally Issued in Chinese)

BIONIME CORPORATION

Balance Sheets

December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

Assets	December 31, 2022 Amount	%	December 31, 2021 Amount	%
Current assets:				
Cash and cash equivalents (note 6 (a))	$ 139,821	3	142,263	3
Notes receivable, net (note 6 (c))	11,003	-	16,773	-
Trade receivable, net (note 6 (c))	631,637	13	335,990	7
Trade receivables-related parties, net (note (c) and 7)	54,472	1	70,622	2
Other receivables (note 6 (d))	6,662	-	4,614	-
Other receivables-related parties (note 6 (d))	135	-	-	-
Current income tax assets	-	-	2	-
Inventories (note 6 (e))	478,321	10	530,741	12
Prepayments (note 9 (b))	100,385	2	88,373	2
Other current assets (note 6 (j))	14,192	-	12,699	-
Other current financial assets (note 6 (j) and 8)	200	-	200	-
	1,436,828	29	1,202,277	26
Non-current assets:				
Non-current financial assets at fair value through other comprehensive income (note 6 (b))	36,100	1	36,100	1
Investments accounted for using equity method (note 6 (f))	221,466	4	193,595	4
Property, plant and equipment (note 6 (g) and 8)	2,462,556	50	2,526,673	56
Right-of-use assets (note 6 (h))	3,430	-	1,577	-
Intangible assets (note 6 (i))	506,720	10	341,958	8
Deferred income tax assets (note 6 (p))	56,360	1	50,536	1
Prepayments for business facilities	218,532	4	150,964	3
Guarantee deposits paid	2,864	-	2,175	-
Defined benefit asset, net (note 6 (o))	2,070	-	539	-
Other non-current assets (note 6 (j) and 9 (b))	38,365	1	46,090	1
	3,548,463	71	3,350,207	74
Total assets	**$ 4,985,291**	**100**	**4,552,484**	**100**

Liabilities and Equity	December 31, 2022 Amount	%	December 31, 2021 Amount	%
Current liabilities:				
Short-term borrowings (note 6 (k) and 8)	$ 352,027	7	507,778	11
Notes payables	925		854	
Trade payables	175,951	4	148,951	3
Other payables	392,100	8	255,191	6
Other payables-related parties (note 7)	39,948	1	25,043	1
Payables on machinery and equipment	21,935		13,152	
Current income tax liabilities	6,627	-	7,225	-
Current lease liabilities (note 6 (n))	1,441	-	1,126	-
Other current liabilities (note 6 (l) and 7)	12,022	-	5,636	-
Long-term borrowings, current portion (note 6 (m) and 8)	422,731	9	361,083	8
	1,425,707	29	1,326,039	29
Non-Current liabilities:				
Long-term borrowings (note 6 (m) and 8)	1,484,992	30	1,156,208	25
Deferred income tax liabilities (note 6 (p))	160	-	419	-
Non-current lease liabilities (note 6 (n))	2,003	-	465	-
Guarantee deposits received	4	-	4	-
	1,487,159	30	1,157,096	25
Total liabilities	2,912,866	59	2,483,135	54
Equity (note 6 (q))				
Ordinary shares	606,870	12	622,888	14
Advance receipts for share capital	3,405	-	15,083	-
Capital surplus	1,302,633	26	1,362,223	30
Retained earnings	163,030	3	225,521	5
Other equity interest	(3,513)	-	(18,225)	-
Treasury shares	-	-	(138,141)	(3)
Total equity	2,072,425	41	2,069,349	46
Total liabilities and equity	**$ 4,985,291**	**100**	**4,552,484**	**100**

See accompanying notes to financial statements.

(English Translation of Financial Statements and Report Originally Issued in Chinese)

BIONIME CORPORATION

Statements of Comprehensive Income

For the years ended December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars, except for earnings per share)

	2022		2021	
	Amount	%	Amount	%
Net operating revenues (note 6 (t) and 7)	$ 2,071,747	100	1,692,350	100
Operating costs (note 6 (e), (o)) and (u))	1,167,964	56	1,031,748	61
Gross profit from operations	903,783	44	660,602	39
Less: Net unrealized (losses) gains between affiliates	82	-	(956)	-
Net Gross profit from operations	903,865	44	659,646	39
Operating expenses (note 6 (c), (o), (r), (u) and 7)):				
Selling expenses	371,977	18	235,437	14
Administrative expenses	196,866	10	196,013	11
Research and development expenses	201,977	10	187,860	11
Impairment loss (impairment gain and reversal of impairment loss) determined in accordance with IFRS 9	29,587	1	(20,562)	(1)
	800,407	39	598,748	35
Net operating income	103,458	5	60,898	4
Non-operating income and expenses (note 6 (v)):				
Interest income	316	-	72	-
Other income	3,231	-	15,018	1
Other gains and losses	(5,168)	-	1,223	-
Finance costs	(30,460)	(1)	(18,812)	(1)
Share of profit of associates accounted for using equity method	12,992	1	10,364	-
	(19,089)	-	7,865	-
Profit before income tax	84,369	5	68,763	4
Less: tax income (note 6 (p))	(6,656)	-	(18,650)	(1)
Profit	91,025	5	87,413	5
Other comprehensive income:				
Items that may not be reclassified subsequently to profit or loss				
Gains (losses) on remeasurements of defined benefit plans	1,453	-	(66)	-
	1,453	-	(66)	-
Items that may be reclassified subsequently to profit or loss				
Exchange differences on translation of foreign financial statements	14,712	1	(2,675)	-
Less: income tax related to components of other comprehensive income that will be reclassified to profit or loss (note 6 (p))	-	-	-	-
Components of other comprehensive income that will be reclassified to profit or loss	14,712	1	(2,675)	-
Other comprehensive income (after tax)	16,165	1	(2,741)	-
Comprehensive income	**$ 107,190**	**6**	**84,672**	**5**
Earnings per share (NT dollars) (note 6 (s))				
Basic earnings per share	**$ 1.50**		**1.45**	
Diluted earnings per share	**$ 1.48**		**1.44**	

See accompanying notes to financial statements.

(English Translation of Financial Statements and Report Originally Issued in Chinese)

BIONIME CORPORATION

Statements of Changes in Equity

For the years ended December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

	Share capital				Retained earnings				Other equity interest		
	Ordinary shares	Advance receipts for share capital	Total share capital	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Total	Exchange differences on translation of foreign financial statements	Treasury shares	Total equity
Balance on January 1, 2021	$ 617,558	9,702	627,260	1,402,306	119,789	6,962	63,001	189,752	(15,550)	(138,141)	2,065,627
Profit for the year ended December 31, 2021	-	-	-	-	-	-	87,413	87,413	-	-	87,413
Other comprehensive income for the year ended December 31, 2021	-	-	-	-	-	-	(66)	(66)	(2,675)	-	(2,741)
Comprehensive income for the year ended December 31,2021	-	-	-	-	-	-	87,347	87,347	(2,675)	-	84,672
Appropriation and distribution of retained earnings:											
Legal reserve	-	-	-	-	6,275	-	(6,275)	-	-	-	-
Special reserve	-	-	-	-	-	4,795	(4,795)	-	-	-	-
Cash dividends on ordinary shares	-	-	-	-	-	-	(51,578)	(51,578)	-	-	(51,578)
Employee stock options compensation costs	-	-	-	12,773	-	-	-	-	-	-	12,773
Employee stock options exercised	5,330	(9,702)	(4,372)	19,850	-	-	-	-	-	-	15,478
Advance receipts for share capital	-	15,083	15,083	-	-	-	-	-	-	-	15,083
Cash dividends of capital surplus	-	-	-	(72,706)	-	-	-	-	-	-	(72,706)
Balance on December 31, 2021	**$ 622,888**	**15,083**	**637,971**	**1,362,223**	**126,064**	**11,757**	**87,700**	**225,521**	**(18,225)**	**(138,141)**	**2,069,349**
Balance on January 1, 2022	$ 622,888	15,083	637,971	1,362,223	126,064	11,757	87,700	225,521	(18,225)	(138,141)	2,069,349
Profit for the year ended December 31, 2022	-	-	-	-	-	-	91,025	91,025	-	-	91,025
Other comprehensive income for the year ended December 31, 2022	-	-	-	-	-	-	1,453	1,453	14,712	-	16,165
Comprehensive income for the year ended December 31, 2022	-	-	-	-	-	-	92,478	92,478	14,712	-	107,190
Appropriation and distribution of retained earnings:											
Legal reserve	-	-	-	-	8,735	-	(8,735)	-	-	-	-
Special reserve	-	-	-	-	-	3,030	(3,030)	-	-	-	-
Cash dividends on ordinary shares	-	-	-	-	-	-	(75,753)	(75,753)	-	-	(75,753)
Retirement of treasury stocks	(20,000)	-	(20,000)	(38,991)	-	-	(79,150)	(79,150)	-	138,141	-
Difference between consideration and carrying amount of subsidiaries acquired or disposed of	-	-	-	(15)	-	-	(66)	(66)	-	-	(81)
Employee stock options compensation costs	-	-	-	7,852	-	-	-	-	-	-	7,852
Employee stock options exercised	3,982	(20,997)	(17,015)	17,015	-	-	-	-	-	-	-
Advance receipts for share capital	-	9,319	9,319	-	-	-	-	-	-	-	9,319
Cash dividends of capital surplus	-	-	-	(45,451)	-	-	-	-	-	-	(45,451)
Balance on December 31, 2022	**$ 606,870**	**3,405**	**610,275**	**1,302,633**	**134,799**	**14,787**	**13,444**	**163,030**	**(3,513)**	**-**	**2,072,425**

See accompanying notes to financial statements.

(English Translation of Financial Statements and Report Originally Issued in Chinese)

BIONIME CORPORATION

Statements of Cash Flows

For the years ended December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

	2022	2021
Cash flows from (used in) operating activities:		
Profit before tax	$ 84,369	68,763
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expense	136,347	138,787
Amortization expense	11,036	10,705
Expected credit loss (gain)	29,587	(20,562)
Interest expense	30,460	18,812
Interest revenue	(316)	(72)
Share-based payments transactions	7,852	12,773
Share of loss (profit) of subsidiaries,associates and joint ventures accounted for using equity method	(12,992)	(10,364)
Loss (gain) on disposal of property, plant and equipment	3,994	(175)
Gain on disposal of investments	13	-
Loss on lease modification	-	6
Net unrealized gains between affiliates	(82)	956
Total adjustments to reconcile profit	205,899	150,866
Changes in operating assets and liabilities:		
Changes in operating assets:		
Notes receivables	5,770	(5,219)
Trade receivables	(325,234)	59,508
Trade receivables due from related parties	16,150	11,896
Other receivables	(2,048)	155
Other receivables due from related parties	(135)	82
Inventories	50,471	(74,202)
Other operating assets	(5,858)	(32,362)
Total changes in operating assets	(260,884)	(40,142)
Changes in operating liabilities:		
Notes payables	71	5
Trade payables	27,000	4,918
Trade payables due from related parties	-	(375)
Other payables	135,718	59,720
Other payables due from related parties	14,905	(6,270)
Other operating liabilities	6,386	(8,520)
Total changes in operating liabilities	184,080	49,478
Total changes in operating assets and liabilities	(76,804)	9,336
Total adjustments	129,095	160,202
Cash inflow generated from operations	213,464	228,965
Interest received	316	72
Interest paid	(29,269)	(18,624)
Income taxes (paid) returned	(23)	13,634
Net cash flows from operating activities	184,488	224,047
Cash flows from (used in) investing activities:		
Acquisition of property, plant and equipment	(44,370)	(37,376)
Proceeds from disposal of property, plant and equipment	4,485	-
Increase in refundable deposits	(689)	(25)
Acquisition of intangible assets	(175,246)	(147,094)
Increase in prepayments for business facilities	(92,516)	(98,505)
Net cash used in investing activities	(308,336)	(283,000)
Cash flows from (used in) financing activities:		
Increase in short-term borrowings	2,358,152	1,662,674
Decrease in short-term borrowings	(2,516,840)	(1,638,706)
Decrease in short-term notes and bills payable	-	(40,000)
Proceeds from long-term borrowings	1,000,000	500,000
Repayments of long-term borrowings	(609,568)	(454,834)
Payment of lease liabilities	(1,390)	(1,363)
Cash dividends paid	(121,204)	(124,284)
Proceeds from exercise of employee stock options	9,319	30,562
Net cash flows from (used in) financing activities	118,469	(65,951)
Effect of exchange rate changes on cash and cash equivalents	2,937	461
Net decrease in cash and cash equivalents	(2,442)	(124,443)
Cash and cash equivalents at beginning of period	142,263	266,706
Cash and cash equivalents at end of period	**$ 139,821**	**142,263**

See accompanying notes to financial statements.

6.Profit Distribution Table for 2022

Bio-Rad Corporation

Profit Distribution Table

2022

（Unit: NTD $ ）

Items	Total
Beginning retained earnings	**182,966**
Add(Less):	
Remeasurements of the net defined benefit plan	1,452,770
Write-off of retained earnings from the cancellation of treasury stocks	(79,149,936)
Write-off of retained earnings from the change of ownership of the subsidiary	(66,694)
Net profit after tax	91,025,745
Reversal of Special reserves	11,274,490
Provision of Statutory reserves	(1,326,189)
Distributable net profit	23,393,152
Distributable items:	
Dividend to shareholders -Cash（NTD $ 0.38 per share）	(23,104,834)
Unappropriated retained earnings	288,318
Notes:	

7. Comparison Table for the Amendment of the Article of Incorporation

Bionime Corporation

Comparison Table for the Amendment of the Article of Incorporation

After the Revision	Before the Revision	Explanation
Article 2: The business of the company is as follows: 1. F108031 Medical Equipment Wholesale Industry (limited to the Republic of China Industry Standard Classification 4565 Watches and Glasses Wholesale Industry, 4571 Pharmaceutical and Medical Supplies Wholesale Industry and 4649 other Machinery and Equipment Wholesale Industry) . 2. IG01010 Biotechnology Service Industry (limited to the Republic of China Industry Standard Classification 7210 Natural and Engineering Science Research Service Industry). 3. F113030 Precision Instrument Wholesale Industry (limited to the Republic of China Industry Standard Classification 4564 Household Photographic Equipment and Optical Products Wholesale Industry and 4649 other Machinery and Equipment Wholesale Industry). 4. CF01011 Medical Equipment Manufacturing Industry (limited to the Republic of China Industry Standard Classification 2760 Radiation and Electronic Medical Equipment Manufacturing, 3321 Glasses Manufacturing and 3329 other Medical Equipment and Supplies Manufacturing). 5. CC01101 Telecom Control RF Equipment Manufacturing (limited to the Republic of China Industry Standard Classification	Article 2: The business of the company is as follows: 1. F108031 Medical Equipment Wholesale Industry (limited to the Republic of China Industry Standard Classification 4565 Watches and Glasses Wholesale Industry, 4571 Pharmaceutical and Medical Supplies Wholesale Industry and 4649 other Machinery and Equipment Wholesale Industry) . 2. IG01010 Biotechnology Service Industry (limited to the Republic of China Industry Standard Classification 7210 Natural and Engineering Science Research Service Industry). 3. F113030 Precision Instrument Wholesale Industry (limited to the Republic of China Industry Standard Classification 4564 Household Photographic Equipment and Optical Products Wholesale Industry and 4649 other Machinery and Equipment Wholesale Industry). 4. CF01011 Medical Equipment Manufacturing Industry (limited to the Republic of China Industry Standard Classification 2760 Radiation and Electronic Medical Equipment Manufacturing, 3321 Glasses Manufacturing and 3329 other Medical Equipment and Supplies Manufacturing). 5. CC01101 Telecom Control RF Equipment Manufacturing (limited to the Republic of China Industry Standard Classification	Cooperate with the revision of the law and the actual operational requirements

After the Revision	Before the Revision	Explanation
2721 Telephone and Mobile Phone Manufacturing, 2729 Other Communication Equipment Manufacturing, 2751 Measurement, Navigation and Control Equipment Manufacturing and 2760 Radiation and Electronic Medical Equipment Manufacturing). 6. F401021 Telecom Control RF Equipment Input Industry (limited to the Republic of China Industry Standard Classification 4642 Electronic Equipment and its Components Wholesale Industry). 7. F399040 Retail business without a store (limited to the Republic of China's Industry Standard Classifications 4871 e-shopping and mail order industries, and other unclassified retailing without a store 4879; except for pharmacies, drug stores, chemist stores, or live animal retails). 8. F203010 food & beverage retailing (limited to the Republic of China Industry Standard Classification 4711 Food and Beverage-based General Merchandise Retailing and 4729 Other Food and Beverage, Tobacco Products Retailing; Excluding Pharmacy, Drugstore or Retail Sale of Live Animals) 9. CB01010 Mechanical Equipment Manufacturing（limited to the Republic of China Industry Standard Classification 2531 Boiler, Metal Tank, and Pressure Containers Manufacturing, 2911 Metallurgical Machinery Manufacturing, 2919 Other Metal Processing Machinery and Equipment Manufacturing, 2921 Agricultural and Forestry Machinery and Equipment Manufacturing, 2922 Mining and Construction Machinery and	2721 Telephone and Mobile Phone Manufacturing, 2729 Other Communication Equipment Manufacturing, 2751 Measurement, Navigation and Control Equipment Manufacturing and 2760 Radiation and Electronic Medical Equipment Manufacturing). 6. F401021 Telecom Control RF Equipment Input Industry (limited to the Republic of China Industry Standard Classification 4642 Electronic Equipment and its Components Wholesale Industry). 7. F399040 Retail business without a store (limited to the Republic of China's Industry Standard Classifications 4871 e-shopping and mail order industries, and other unclassified retailing without a store 4879; except for pharmacies, drug stores, chemist stores, or live animal retails). 8. F203010 food & beverage retailing (limited to the Republic of China Industry Standard Classification 4711 Food and Beverage-based General Merchandise Retailing and 4729 Other Food and Beverage, Tobacco Products Retailing; Excluding Pharmacy, Drugstore or Retail Sale of Live Animals)	

After the Revision	Before the Revision	Explanation
Equipment Manufacturing, 2923 Food, Beverage, and Tobacco Production Machinery and Equipment Manufacturing, 2924 Textile, Clothing, and Leather Production Machinery and Equipment Manufacturing 2925 Woodworking Machinery and Equipment Manufacturing, 2926 Chemical Processing Machinery and Equipment Manufacturing, excluding equipment and parts of Isotope Separation Machine, 2927 Rubber and Plastic Processing Machinery and Equipment Manufacturing, 2929 Other Unclassified Special-Purpose Machinery and Equipment Manufacturing, excluding the Production of Firearms and Weapons, Gun Repairs, Ammunitions, and Fire Controls, 2931 Engine and Turbine Manufacturing, excluding Hydraulic Turbines and Water Wheels with a power exceeding 10,000 kW and Reaction Engines (Except Turbojets), and 2935 Conveying Machinery and Equipment Manufacturing） 10.CC01990 Other Electrical Engineering and Electronic Machinery Equipment Manufacturing(limited to the Republic of China Industry Standard Classification 2699 Other Unclassified Electronic Parts and Components Manufacturing, 2832 Wiring Equipment Manufacturing, 2929 Other Unclassified Special-Purpose Machinery and Equipment Manufacturing, and 2939 Other General-Purpose Machinery and Equipment Manufacturing, excluding the Production of Firearms and Weapons, Gun Repairs, Ammunitions, and Fire Control）		

After the Revision	Before the Revision	Explanation
11.F113010 Wholesale of Machinery（limited to the Republic of China Industry Standard Classification 4643 Wholesale of Agricultural and Industrial Machinery and Equipment） 12. F113990 Wholesale of Other Machinery and Tools（limited to the Republic of China Industry Standard Classification 4649 Wholesale of Other Machinery and Tool） 13.F119010 Wholesale of Electronic Materials（limited to the Republic of China Industry Standard Classification 4642 Wholesale of Electronic Equipment and Parts and Component） 14.E604010 Machinery Installation (limited to the Republic of China Industry Standard Classification 3400 Repair and Installation of Industrial Machinery and Equipment) 15.JE01010 Rental and Leasing（limited to the Republic of China Industry Standard Classification 7711 Rental and Leasing of Construction Machinery and Equipment, 7712 Rental and Leasing of Agricultural and Other Industrial Machinery and Equipment, 7713 Rental and Leasing of Office Machinery and Equipment, 7719 Rental and Leasing of Other Machinery and Equipment, excluding Rental and Leasing of Telecommunication Equipment, Medical Machinery and Equipment, and Electrical Equipment, 7729 Rental and Leasing of Other Transport Equipment, and 7731 Renting and Leasing of Sports and Recreational Goods)		

After the Revision	Before the Revision	Explanation
Article 31: This Articles of Incorporation was drawn up on March 26, 2003. First amendment was effected on May 20, 2003. Second amendment was effected on November 5, 2003. Third amendment was effected on June 30, 2004. Fourth amendment was effected on February 21, 2005. Fifth amendment was effected on March 10, 2005. Sixth amendment was effected on March 16, 2006. Seventh amendment was effected on June 29, 2007. Fifteenth amendment was effected on June 20, 2019. Sixteenth amendment was effected on June 30, 2020. Seventeenth amendment was effected on June 24, 2021. Eighteenth amendment was effected on June 22, 2022 Nineteenth amendment was effected on June 30, 2023	Article 31: This Articles of Incorporation was drawn up on March 26, 2003. First amendment was effected on May 20, 2003. Second amendment was effected on November 5, 2003. Third amendment was effected on June 30, 2004. Fourth amendment was effected on February 21, 2005. Fifth amendment was effected on March 10, 2005. Sixth amendment was effected on March 16, 2006. Seventh amendment was effected on June 29, 2007. Fifteenth amendment was effected on June 20, 2019. Sixteenth amendment was effected on June 30, 2020. Seventeenth amendment was effected on June 24, 2021 Eighteenth amendment was effected on June 22, 2022	Change and correction

10. Independent Director Candidate List

No.	Category	Name	Education Degree	Experience	Current Position	Reasons for the continued nomination and served as three consecutive terms of independent director
1	Independent director	Aling Lai	Studied at National Chung Hsing University	Founder and chairman of Thunder Tiger Corporation Chairman of TTBio Corporation Chairman of Thunder Tiger Corporation (Ningbo) Corporate chairman of Associated Electrics, Inc Corporate chairman of Thunder Tiger Europe GmbH Supervisor of Chinese National Federation of Industries Board member of Taiwan Aerospace Industry Association Honorary Chairman of Chinese Taipei Aerosports Federation Honorary Chairman of Taiwan Toy and Children's Article Manufacturers Association Consultant of Taiwan Center of R&D for Toys Consultant of Taichung Financial Executives and Managers Association	Corporate chairman of Thuncloud Inc.	None

Article of Incorporation

General

Article 1: The company is organized in accordance with the provisions of the Company Law Co., Ltd. and is named Bionime Corporation, Ltd.

Article 2: The business of the company is as follows:

1. F108031 Medical Equipment Wholesale Industry (limited to the Republic of China Industry Standard Classification 4565 Watches and Glasses Wholesale Industry, 4571 Pharmaceutical and Medical Supplies Wholesale Industry and 4649 other Machinery and Equipment Wholesale Industry) .

2. IG01010 Biotechnology Service Industry (limited to the Republic of China Industry Standard Classification 7210 Natural and Engineering Science Research Service Industry).

3. F113030 Precision Instrument Wholesale Industry (limited to the Republic of China Industry Standard Classification 4564 Household Photographic Equipment and Optical Products Wholesale Industry and 4649 other Machinery and Equipment Wholesale Industry).

4. CF01011 Medical Equipment Manufacturing Industry (limited to the Republic of China Industry Standard Classification 2760 Radiation and Electronic Medical Equipment Manufacturing, 3321 Glasses Manufacturing and 3329 other Medical Equipment and Supplies Manufacturing).

5. CC01101 Telecom Control RF Equipment Manufacturing (limited to the Republic of China Industry Standard Classification 2721 Telephone and Mobile Phone Manufacturing, 2729 Other Communication Equipment Manufacturing, 2751 Measurement, Navigation and Control Equipment Manufacturing and 2760 Radiation and Electronic Medical Equipment Manufacturing).

6. F401021 Telecom Control RF Equipment Input Industry (limited to the Republic of China Industry Standard Classification 4642 Electronic Equipment and its Components Wholesale Industry).

7. F399040 Retail business without a store (limited to the Republic of China's Industry Standard Classifications 4871 e-shopping and mail order industries, and other unclassified retailing without a store 4879; except for pharmacies, drug stores, chemist stores, or live animal retails).

8. F203010 food & beverage retailing (limited to the Republic of China Industry Standard Classification 4711 Food and Beverage-based General Merchandise Retailing and 4729 Other Food and Beverage, Tobacco Products Retailing; Excluding Pharmacy, Drugstore or Retail Sale of Live Animals)

Article 3: The Company may guarantee and transfer the investment externally depending on the needs of the business, and may be a limited liability shareholder of the company as determined by the Board of Directors. The total amount of the transferred investment shall be exempt from the paid-in capital of the company, unless provided limited 40 % by the law.

Article 4: The Company has a headquarter in Taichung. It may have a resolution of the Board of Directors to set up branches at home and abroad according to law if necessary.
Article 5: The announcement method of the Company shall be handled in accordance with Article 28 of the Company Law.

Share
Article 6: Article 6: The Company's capital total amount is NT$1 billion, which is further divided into 100 million Shares, with the value per share NT$ 10, and the Board is authorized to issue shares in installments.
The first capital amount shall be retained in NT$ 90 million for the issuance of employee stock option vouchers, special stocks with warrants or company warrants with a total of NT$ 9 million, NT$ 10 per share, released separately. When the company's shares are legally purchased by the company, the Board of Directors is authorized to make regulations according to law.
The treasury stock purchased by the company may include controlled or dependent company employees who meet certain requirements. The company's employee warrants may include controlled or dependent company's employees who meet certain requirements. The rights of new shares may include controlled or dependent company's employees who meet certain requirements. When the company issues new shares, the employees of the acquired shares may include controlled or dependent company's employees who meet certain requirements.
The requirements mentioned in the preceding section are authorized by the Board of Directors.

Article 7: The company's stock is registered in the name of the director. The representatives of directors signed or stamped and issued by the agency or its approved issuing and registration authority after the visa. It is exempted from printing stocks after the company publicly issues shares, but it should be registered with the centralized securities depository enterprise.

Article 8: After the public offering of shares by the Company, the share operations shall be handled in accordance with the "Guidelines for the Administration of Shares of Publicly Issued Stock Companies".

Article 9: Within 30 days before the regular meeting of shareholders, within 15 days before the temporary meeting, or within 5 days before the date on which the company decides to distribute dividends or other benefits, the transfer of shares shall be suspended. After the company publicly

issues shares, the company shall stop the stock transfer within 30 days before the meeting of the shareholders' temporary meeting within 60 days before the meeting of the shareholders' meeting.

Chapter 3 Shareholders' Meeting

Article 10: Shareholders will be divided into ordinary and extraordinary session two kinds, regular session once, within six months after the end of the year, according to the law by the Board of Directors convened every accounting, convened in extraordinary session if necessary according to the law every year. The convening of the shareholders' meeting shall be notified in accordance with the Company Law, the Securities Exchange Law and the relevant laws and regulations promulgated by the securities authorities. The convening notice of the shareholders' meeting is approved by the shareholders and can be acquired electronically.
When the company's shareholders' meeting is held, it may be held by video conference or other methods announced by the central competent authority.

Article 11: Shareholders unable to attend the shareholders' meeting, may, in accordance with Article 177 of the Company Act, issued power of attorney, appoint proxies to attend. After the company's public offering of shares, it is handled in accordance with the "Public Issuance Company's Participation in the Shareholders' Meeting Using the Power of Attorney Rules".

Article 12: When the shareholders' meeting meets, the chairman of the Board of Directors shall be the chairman. When the chairman absence, the chairman shall appoint one of the directors. If not appointed, the directors shall act as one agent for each other. When the shareholders of the company are only one person of the legal person, the powers of the shareholders' meeting of the Company shall be exercised by the Board of Directors and the shareholders' meeting of this Articles shall not apply.

Article 13: Each shareholder of the company has one vote per share.

Article 14: The resolutions of the shareholders' meeting, except as otherwise provided for in the company law and related laws and regulations, shall be attended by the shareholders who represent more than half of the total number of issued shares in person or by proxy, with the consent of more than half of the voting rights of the shareholders.

Article 15: The resolutions of the shareholders' meeting shall be made into a deliberation, signed or sealed by the chairman, and the minutes shall be distributed to the shareholders within 20 days after the meeting. The minutes of the meeting shall record the year, month, day, place of the meeting, the name of the chairman, the method of resolution, the essentials of the proceedings and the results of the

meeting, and shall be kept forever during the company's existence. The attendance letter of the shareholders and the power of attorney to attend the shareholders shall be kept for at least one year. However, the case filed by the shareholders in accordance with Article 189 of the Company Law shall be kept until the end of the lawsuit. The production and distribution of the previous proceedings can be announced.

Chapter 4 Director and the audit committee

Article 16: The company has 7-9 directors , all of whom are elected by the shareholders' meeting. They are appointed for a term of 3 years and are eligible for re-election. After the election, the Board of Directors may decide to purchase liability insurance for the directors of the company. After the company publicly issues shares, the total shareholding ratio of all directors shall be in accordance with the Company Law and the securities
regulatory authority.

Article 16-1：The nomination system is used to the election of director (including independent director) , and the General meeting will elect from the candidate list.

About the number of independent directors in the above-mentioned directors shall not be less than two and shall not be less than 1/5 of the number of directors. The independent director shall adopt the nomination system for candidates and shall be independent by the shareholders' meeting. Elected from the list of candidates for directors. Nominated way elected means and other matters shall be handled relevant professional qualifications of independent directors, shareholders, part-time restrictions, recognized the independence of the pertinent regulations of the Securities Act and the provisions of the competent authority.

Article 16-2: After the company publicly issues shares, there shall be more than half of the seats between the directors. The directors shall not have one of the following relationships:

1. The spouse

2. Relatives within the second parent

Article 17: When the director's vacancy reaches 1/3, the Board of Directors shall convene a by-election of the shareholders' temporary meeting within the time limit prescribed by the law. The term of office is limited to the term of the original term.

Article 18: When the term of office of the directors expires and is not re-elected, he or she shall be extended to perform his duties until the election of the directors.

Article 19: Directors organize the Board of Directors, and the Board of Directors shall be represented by more than 2/3 of the directors and more than half of the directors, and one chairman shall be elected to perform all matters of the company in accordance with the resolutions of the laws, regulations, shareholders' meeting and the Board of Directors.

Article 20: The operating principle and other important matters, by resolution of the Board of Directors, in addition to each first Board of Directors convened in accordance with the Article 203 of the Company Law, the remaining convened by the chairman of the board and served as chairman. When the duties cannot be performed, the directors shall appoint one of the directors to act as agents. If they are not appointed, the directors shall appoint each other to act on their behalf. The company convened the Board of Directors to notify the directors and supervisors in writing, electronically (e-mail) and by fax.

Article 21: In addition to the Company Law, a board meeting shall be attended by more than half of the directors, with the consent of more than half of the directors. If the director is unable to attend for any reason, he/she shall be issued with a power of attorney stating the scope of the convening of the convening and entrusting other directors to attend the Board of Directors, but only one person shall be entrusted by one person. When the Board of Directors meets, it is possible for the video conference to be held. The directors who attend the meeting by video are deemed to be present in person.

Article 22: The proceedings of the Board of Directors shall be made into a deliberation record, signed or sealed by the chairman, and within 20 days after the meeting, the proceedings shall be distributed to the directors, and the proceedings shall record the essentials of the proceedings and their results. The record and the letter of attorney of the attending director and the power of attorney of the attendance are kept in the company. The production and distribution of the previous proceedings can be made electronically.

Article 23: The company establishes an audit committee in accordance with Article 14-4 of the Securities and Exchange Act, composed of all independent directors. The number, term of office, powers, rules of procedure, and other matters of the audit committee shall be separately formulated in accordance with the relevant provisions of the " Public Issuance Company’s Regulations on the Exercise of Powers by the Audit Committee" and the organization rules of the audit committee.

Article 23-1: The company's directors and the directors' salary and other allowances for the implementation of the company's business, regardless of operating profit and loss, can be authorized by the Board of Directors to set standard payment.

Chapter 5 Managers and Staff

Article 24: The Company has a general manager and a number of managers. The appointment and dismissal of the company is carried out by the Board of Directors with a majority of the directors.

Article 25: The company may appoint a consultant and an important staff member through the Board of Directors in accordance with the resolutions stipulated in Article 24 of the statute.

Article 26: Other employees of the Company shall be appointed and removed by the general manager in accordance with internal operations.

Chapter 6 Final Account

Article 27: At the end of the accounting year, the Board of Directors shall prepare as follows:

1. Business report

2. Financial statements

3. The proposal of surplus distribution or loss compensation, etc., and other tables are submitted to the general meeting of shareholders for recognition in accordance with the law.

Article 28: The Company shall distribute the remuneration of the employees at a rate not less than 1.5% of the profitability of the current year and shall be paid by the directors at a rate not higher than 3% of the profitability of the current year, but the company still has accumulated losses. Should be remedied. The profitability of the current year referred to in the preceding paragraph refers to the pre-tax profit of the year minus the benefits before the employee's remuneration and the compensation of the directors.

The distribution of employee compensation and compensation of the directors shall be reported by the Board of Directors with a resolution of more than 2/3 of the directors and a majority of the directors' attendance and report to the shareholders' meeting. Employee compensation is available in stock or cash, and is distributed to employees of subordinate companies who meet certain requirements or the control of requirements. This requirement authorizes the Board of Directors to fix it.

Article 28-1: If the company's total annual final accounts have a surplus, it should first pay taxes, make up for accumulated losses, and increase 10% into legal reserve. However, when the legal reserve has reached the total capital of the company , not limited to this. And in accordance with the law or the competent authority to provide or revolve special reserve, if there is still surplus, the balance of the

accumulated undistributed surplus, the Board of Directors intends to have a distribution proposal , in the case of the issuance of new shares, which will be dispatched after the resolution of the shareholders' meeting.
In accordance with the Article 240, Section 5 of the Company Law, the Company authorizes the Board of Directors to attend more than 2/3 of the directors and the resolution of more than half of the directors, and shall distribute dividends and bonus or the Article 241, Section 1 of the Company Law, all or part of the legal reserve and capital reserve shall be paid in cash and reported to the shareholders' meeting.
The company's dividend policy will allocate the retained earnings to shareholders in the form of stock and cash dividends based on the company's future capital expenditure budget and capital demand. The cash dividend ratio shall not be less than 5% of the total dividends of the shareholders.
Article 28-2: After the company publicly issues shares, if there is a plan to revoke the public offering, it shall report to the shareholders meeting in 2/3 to pass the resolution, and will not change during the period of the cabinet and during the listing period.

Chapter 7 Supplementary Articles
Article 29: The company's organization procedures and rules of procedure shall be determined by the Board of Directors.

Article 30: Items not covered by the Articles of Association shall be handled in accordance with the Company Law and other laws and regulations.

Article 31: This Articles of Incorporation was drawn up on March 26, 2003.
First amendment was effected on May 20, 2003.
Second amendment was effected on November 5, 2003.
Third amendment was effected on June 30, 2004.
Fourth amendment was effected on February 21, 2005.
Fifth amendment was effected on March 10, 2005.
Sixth amendment was effected on March 16, 2006.
Seventh amendment was effected on June 29, 2007.
Fifteenth amendment was effected on June 20, 2019.
Sixteenth amendment was effected on June 30, 2020.
Seventeenth amendment was effected on Augest 30, 2021.
Eighteenth amendment was effected on June 22, 2022

Bionime Corporation

Procedures for Election of Directors

Article 1: This regulation is based on the Company Law, Securities and Exchange Law, Articles of Incorporation and the regulations of the competent authority.

Article 2: The selection and appointment of directors (including independent directors) of the company, shall be handled in accordance with these Regulations, unless otherwise stipulated by laws or regulations.

Article 3: The Board of Directors shall convene a by-election of the shareholders' temporary meeting within 60 days when the directors are short of 1/3.

If the independent directors were dismissed for any reason, resulting in an insufficient number of people in the regulations, then they should be elected at the latest shareholders' meeting.

When all independent directors are dismissed, the company shall convene an extraordinary general meeting of shareholders for by-election within 60 days from the date of the occurrence of the fact.

Article 4: Except as approved by the competent authority, there shall be more than half of the directors of the company, and may not have one of the following relationships:

1. The spouse.

2. Relatives within the second parent.

Article 5: When the elected director of the company does not comply with the second of the preceding section, the elected director shall be determined according to the following regulations:

If the directors do not meet the requirements or the votes of the directors who do not meet the requirements are lower, the election will be invalid.

If the director or supervisor has violated the regulation of the second or third section, the application of the preceding regulation shall be taken for granted.

Article 6: The qualifications of the independent directors of the Company shall be in accordance with the Articles 2, 3 and 4 of the regulation for “The Establishment and Compliance of Independent Directors at Public Companies”.

Article 7: The election of directors (including independent directors) of the company shall be conducted in accordance with the nomination system stipulated in Articles of Incorporation.

The company shall announce the period of acceptance of the nomination of directors (including independent directors) before the date of suspension of stock transfer and the shareholders meeting. The number of directors (including independent directors) directors shall be elected, the premises for acceptance and other necessary matters, and the period of acceptance shall not be less than 10 days.

The company can propose a list of candidates for directors (including independent directors) in the following ways. It will be sent to the shareholders meeting for election after the Board of Directors evaluates that it meets the requirements of the director and independent directors:

1. A shareholder holding more than one percent of the total number of issued shares can submit a list of candidates for directors (including independent directors) in writing to the company. The number of nominees must not exceed the number of directors.

2. A list of candidates for directors (including independent directors) shall be proposed by the Board of Directors, and the number of nominees shall not exceed the number of directors.

3. Other methods prescribed by the competent authority.

When the shareholders and the Board of Directors provide the independent directors list of recommendations according to the preceding regulations, they shall attach the name, qualifications, experience, the undertaking of the independent directors after the election, the statement of the circumstances of Article 30 of the company law and other relevant supporting documents. If the Board of Directors or other shareholders is convened by the shareholders' meeting, the nominee of directors (including independent directors) shall be examined. In addition to one of the following circumstances, it shall be included in the list of candidates for directors (including independent directors) :

1. The nominated shareholders shall submit it outside the period of acceptance of the announcement.

2. When the nominated shareholder suspends the stock transfer in accordance with Item 2 or 3 of Article 165 of the Company Law, the shareholding is less than 1%.

3. The number of nominees exceeds the number of directors.

4. The relevant supporting documents specified in the preceding regulation have not been attached.

Article 8: In this election of the directors, each share will have voting rights in number equal to the directors to be elected, and may be cast for a single candidate or split among multiple candidates. The highest numbers of voting rights will be elected as directors. Independent directors and non-independent directors should be elected together, respectively, to calculate the elected places separately.

Article 9: If independent director, elected by The Board of Directors, violates Article 6 or Article 7 of this Articles of Incorporation in the term of office, shall be dismiss and it could not change its identity to non-independent director. It is not allow to transfer to independent director directly in the term of office when elected as non-independent director by The Board of Directors.

Article 10: The Board of Directors shall prepare separate ballots for directors in numbers corresponding to the directors to be elected. The number of voting rights associated with each ballot shall be specified on the ballots, which shall then be distributed to the attending shareholders at the shareholders meeting. Attendance card numbers printed on the ballots may be used instead of recording the names of voting shareholders.

Article 11:The number of directors will be as specified in this Articles of Incorporation. Those receiving ballots representing the highest numbers of voting rights will be elected sequentially according to their respective number of votes. When two or more persons receive the same number of votes, thus exceeding the specified number of positions, they shall draw lots to determine the winner, with the chair drawing lots on behalf of any person not in attendance.

Article 12:Before the election begins, the Chairman shall appoint a number of persons with shareholder status to perform the respective duties of vote monitoring and counting personnel.

Article 13: If a candidate is a shareholder, a voter must enter the candidate's account name and shareholder account number in the "candidate" column of the ballot; for a non-shareholder, the voter shall enter the candidate's full name and identity card number. However, when the candidate is a governmental organization or juristic-person shareholder, the name of the governmental organization or juristic-person shareholder shall be entered in the column for the candidate's account name in the ballot paper, or both the name of the governmental organization or juristic-person shareholder and the name of its representative may be entered. When there are multiple representatives, the names of each respective representative shall be entered.

Article 14: A ballot is invalid under any of the following circumstances:
1. The ballot was not prepared by an organizer.
2. A blank ballot is placed in the ballot box.
3. The writing is unclear and indecipherable or has been altered.
4. The candidate cross-check shows that the candidate's name and identity card number do not match.
5. Other words or marks are entered in addition to the number of voting rights allotted.

Article 15: The voting rights shall be calculated on site immediately after the end of the poll, and the results of the calculation, including the list of persons elected as directors, independent directors, shall be announced by the Chairman.

Article 16: No specified matter shall be operated in accordance with the Company Act, Securities and Exchange Law and the relevant laws and regulations.
Article 17: These Articles shall be implemented after adoption by shareholders' meeting.

Bionime Corporation

Rules of Procedure for Shareholders Meetings

Article 1: In order to establish a good shareholder governance system, improve supervision functions and strengthen management functions of the Company, these rules are formulated to be followed.

Article 2: The rules of procedure of the shareholders' meeting of the Company shall be in accordance with these rules, unless provided by laws or regulations.

Article 3: The shareholders' meeting is divided into two types: regular meetings and temporary meetings. The regular meeting shall be convened at least once a year and shall be convened within 6 months after the end of each fiscal year. The Board of Directors shall convene in accordance with Article172 of the Company Law.

Article 4: The Company shall stop the transfer of shares within 30 days before the meeting of the shareholders' general meeting within 60 days before the meeting of the shareholders' meeting.

Article 5:：Unless otherwise stipulated by laws and regulations, the shareholders' meeting of the company shall be convened by the board of directors.

Changes to the method of convening the shareholders' meeting of the Company shall be subject to a resolution of the board of directors and shall be made no later than before the notice of the shareholders' meeting is dispatched.

The Company shall, 30 days before the general shareholders' meeting or 15 days before the temporary shareholders' meeting, make electronic files of the notices of shareholders' meetings, proxy papers, the reasons and explanations for various proposals such as approval proposals, discussion proposals, election or dismissal of directors, etc., and send them to the Public Information Observatory. Additionally, twenty-one days before the general shareholders' meeting or fifteen days before the temporary shareholders' meeting, the shareholders' meeting procedure manual and meeting supplementary materials shall be prepared and electronically sent to the Public Information Observatory. However, if the company's paid-in capital at the end of the most recent fiscal year is NT$10 billion or more, or the company holds a general meeting of shareholders in the most recent fiscal year, and the total shareholding ratio of foreign and mainland capital recorded in the shareholder register is over 30%. , the transmission of the pre-opened electronic files shall be completed 30 days before the general shareholders' meeting. Fifteen days before the shareholders' meeting, prepare the current shareholders' meeting procedure manual and meeting supplementary materials for shareholders to read, and display them in the company and the professional stock agency appointed by the company.

For the procedure manual and meeting supplementary materials mentioned in the preceding paragraph, the company shall provide shareholders with references in the following ways on the day of the shareholders' meeting:

1. When a physical shareholders meeting is held, it shall be distributed on the spot of the shareholders meeting.
2. When holding a video-assisted shareholders' meeting, it shall be distributed on the spot of the shareholders' meeting and sent to the video-conferencing platform.
3. When holding a video conference shareholders' meeting, the electronic file shall be sent to the video conference platform.

The notice and announcement shall state the cause of the convening; the notice may be acquired electronically by the counterparty.

Appointment or dismissal of directors, ~~supervisors,~~ change the constitution, capital reduction, application to stop public offering, approval of Director to engage in competitive activities, New Shares from Earnings dissolution, New Shares from Reserve Capital, merge, division or section 185 of the Companies Act. matters should be convened in the subject Listed, may not be proposed by a temporary motion.

The mater of General Meeting of all directors are re-elected should be convened in the subject Listed, may not be proposed by a temporary motion or other method of changing the date.

Shareholders holding more than one percent of the total number of issued shares were able to file a standing meeting of shareholders with the company in writing. However, if the one of the proposals exceeds one, it is not included in the proposal. If the shareholder’s proposal including in 172 of the Companies Act then it is not included in the proposal.

If the proposal would boost company public welfare or social responsibilities, the BOD still could be including in the proposal. Procedurally, it shall be limited to one item in accordance with the relevant provisions of Article 172-1 of the Company Law, and any proposal with more than one item shall not be included in the proposal.

Prior to the restricted period for share transfer registration before the convention of a regular shareholders' meeting, the Company shall make a public announcement of the place and the period for shareholders to submit proposals at the upcoming shareholders’ meeting by letter or email.

The proposal proposed by the shareholders is limited to 300 words. Those who exceed 300 words will not be included in the proposal; the shareholders of the proposal should attend the shareholders' meeting in person or authorized others and participate in the discussion of the proposal. The Company shall notify the proposal shareholders of the results of the processing before the date of

the notice of the meeting of the shareholders' meeting, and shall include the resolutions stipulated in this Article in the notice of the meeting. For shareholders' proposals that are not included in the proposal, the Board of Directors shall explain the reasons for not being included in the shareholders' meeting.

Article 6: The place where the shareholders' meeting is convened shall be at the place where the company is located or where the convenience shareholders are present and suitable for the meeting of the shareholders' meeting. The meeting shall start no earlier than 9 am or later than 3 pm. When setting up an independent director, the company should fully consider the opinions of independent directors at the place and time of the meeting.

When the company convenes a video-conference shareholders' meeting, it is not subject to the restriction on the venue of the preceding paragraph.

Article 6-1 (Convening a video conference of the shareholders' meeting, and matters to be included in the convening notice)

When the company holds a video conference of the shareholders' meeting, the following matters shall be stated in the notice of convening the shareholders' meeting:

1. Methods for shareholders to participate in video conferences and exercise their rights.

2. The handling of obstacles to the video conference platform or participation in video conferences due to natural disasters, incidents, or other force majeure events, including at least the following:

(1) The time at which the pre-occurrence obstacle persists and cannot be eliminated and the meeting needs to be postponed or resumed, and the date when the meeting needs to be postponed or resumed.

(2) Shareholders who have not registered to participate in the original shareholders meeting by video conferencing shall not participate in the extension or continuation of the meeting.

(3) If a video-assisted shareholders meeting cannot be continued, after deducting the number of shares attending the shareholders meeting by video, the total number of shares attending the shareholders meeting reaches the statutory quota for the shareholders' meeting, the number of shares attended shall be included in the total number of shares of shareholders present, and all resolutions of the shareholders' meeting shall be deemed as abstentions.

(4) The handling method in the event that all the motions have been announced, but no provisional motion has been made.

3. Convene a video-conference shareholders’ meeting, and specify appropriate alternatives for shareholders who have difficulty participating in shareholders' meetings by video conference.

Article 7: Shareholders may issue a power of attorney issued by the company at each shareholder meeting, stating the scope of authorization, entrusting an agent, and attending the shareholders' meeting. A shareholder who issues a power of attorney and is limited to one person shall be served on the company 5 days before the meeting of the shareholders' meeting. When the power of attorney is repeated, the first person to serve shall prevail. However, the declarant is not included in the statement.

After the power of attorney is delivered to the company, the shareholders who wish to attend the shareholders' meeting by video conferencing shall notify the company in writing of the cancellation of the entrustment 2 days before the meeting of the shareholders' meeting; Overdue revocation shall be subject to the voting rights exercised by the proxy in attendance.

After the power of attorney is delivered to the company, the shareholders who wish to attend the shareholders' meeting in person or wish to exercise their voting rights in writing or electronically shall notify the company in writing of the cancellation of the entrustment 2 days before the meeting of the shareholders' meeting; The voting right of the person attending the exercise shall prevail.

Article 8: The company shall state in the meeting notice the time and place of the registration of the accepting shareholders, solicitors, and entrusted agents (hereinafter referred to as shareholders), as well as other matters that should be noted.

The time for accepting shareholders' registration in the preceding paragraph shall be made at least 30 minutes before the start of the meeting; the registration office shall be clearly marked, and appropriate and competent personnel shall be assigned to handle it; the video conference of the shareholders' meeting shall be held 30 minutes before the start of the meeting by video The meeting platform accepts registration, and shareholders who complete the registration are deemed to have attended the shareholders meeting in person.

The company shall set up a signature book for the attending agent (below refer to shareholder) entrusted by the shareholder or the shareholder to sign in, or the attending shareholder shall pay the sign-in card to sign on behalf of the shareholder. The company shall deliver the meeting agenda, annual reports, attendance certificates, speeches, votes and other meeting materials to the shareholders attending the shareholders' meeting, those who elect the directors shall be accompanied by an election ticket.

Shareholders shall attend the shareholders' meeting with attendance card, attendance card or other attendance certificate; the requester who is a request for power of attorney shall be accompanied by

proof of identity for verification. When a government or legal person is a shareholder, the representative attending the shareholders' meeting is not limited to one person. When a legal person is entrusted to attend a shareholder meeting, only one representative must be appointed to attend.

If the shareholders' meeting is held by video conference, shareholders who wish to attend by video conference should register with the company two days before the shareholders' meeting.
If the shareholders' meeting is held by video conference, the company shall upload the procedure manual, annual report and other relevant materials to the video conference platform of the shareholders' meeting at least 30 minutes before the start of the meeting and continue to disclose it until the end of the meeting.

Article 9: If the shareholders' meeting is convened by the Board of Directors, the chairman shall be the chairman of the Board of Directors. If the chairman of the Board of Directors asks for leave or fails to exercise his functions and powers, shall be represented by the vice chairman, and no vice chairman or vice chairman shall take leave or cause. Therefore, when the supervisory authority cannot be exercised, the chairman of the Board of Directors shall appoint one of the standing directors; if there is no permanent director, the designated director shall be the agent of one of them. If the chairman does not appoint an agent, the managing director or the director shall push one agent for each other. The shareholders' meeting convened by the Board of Directors shall have more than half of the directors of the Board of Directors to attend. If the shareholders' meeting is convened by other convener holders other than the Board of Directors, the chairman shall be the convener, and if there are more than two convener holders, one person shall be appointed to each other. The company may assign lawyers, accountants or related personnel appointed to attend the shareholders' meeting.

Article 10: The attendance of the shareholders' meeting shall be based on the shares. The number of shares attending is based on the signature book or the signed card, and the number of shares registered on the video conference platform, and the number of shares in the voting right is calculated in writing or electronically. At the time of the meeting, the chairman shall announce the meeting. It is a must to make announcement of relevant information of the number of non-voting rights, and the number of attended shares at the same time. However, if the shareholders who have not represented more than half of the total number of shares in issue are present, the chairman may announce the postponement of the meeting. The number of delays shall be limited to 2 times, and the total time of the delay shall not more than one hour. The second time after the delay was still insufficient to represent more than 1/3 of the total number of issued shares, the chairman announced the meeting is failed to be convened; If the shareholders' meeting is held by video conference, the company shall also announce the meeting is failed to be convened on the video conference platform of the shareholders' meeting.

If the second item of the preceding paragraph is still insufficient and the shareholders representing more than 1/3 of the total number of issued shares are present, they may make a false resolution in accordance with Section 1 of Article 175 of the Company Law, and notify the shareholders of the resolution in one month. The shareholders' meeting will be convened again; If the shareholders' meeting is held by video conference, shareholders who wish to attend by video conference shall re-register with the company in accordance with Article 6.

Before the end of the meeting, if the number of shares represented by the shareholders reaches more than half of the total number of issued shares, the chairman will make a false resolution and resubmit it to the shareholders' meeting for voting according to Article 174 of the Company Law.

Article 11: The Company shall record or record the entire meeting of the shareholders' meeting and keep it for at least one year. However, the case filed by the shareholders in accordance with Article 189 of the Company Law shall be kept until the end of the lawsuit.

If the shareholders' meeting is held by video conference, the company shall record and preserve the shareholders' registration, questioning, voting and company vote counting results, etc., and make continuous and uninterrupted audio and video recording of the entire video.
The above-mentioned materials and audio and video recordings shall be properly preserved by the company during the period of existence, and the audio and video recordings shall be provided to those who are entrusted to handle the video conference affairs for preservation.

Article 12: If the shareholders' meeting is convened by Board of Directors, its agenda determined by the Board of Directors. The related motion (including temporary motion and/or the amendment(s) to the original proposal(s)) should be vote case by case. The meeting shall be conducted according to the scheduled agenda and may not be changed without the resolution of the shareholders' meeting.

Before the agenda of the first two items is scheduled to be closed (including the temporary motion), the chairman may not announce the meeting without a resolution; the chairman violates the rules of procedure and announces that the members of the Board of Directors and other members of the Board of Directors shall promptly assist the attending shareholders in accordance with the law. A majority of the shareholders who voted at the voting rights voted to elect one person to serve as the chairman and continue the meeting. The Chairman shall give full explanation and discussion to the proposal and the amendments to temporary motions proposed by the shareholders. If it is considered to have reached the level of voting, if it may be declared to stop the discussion and put a sufficient time to the resolution.

Article 13: Before attending a speech by a shareholder, it is necessary to fill in a speech to indicate the main idea of the speech, the shareholder number (or attendance certificate number) and the name of

the household. The chairman shall determine the order of his speech. Those who attend the shareholders' speech only and do not speak are deemed to have not spoken. If the content of the speech is inconsistent with the record of the speech, the content of the speech shall prevail.

Each shareholder of the same proposal shall not speak more than twice without the consent of the chairman, and may not more than 5 minutes at a time. However, if the shareholder speaks in violation of the regulations or exceeds the scope of the issue or affects the order of the meeting, the chairman may stop his speech or announce the suspension of the discussion. And carry out other agendas or procedures. When attending a shareholder's speech, other shareholders shall not interfere with the speech except with the consent of the chairman and the speaking shareholder. The violators shall stop it. When a legal person shareholder appoints two or more representatives to attend the shareholders meeting, the same motion may only be pushed by one person. After attending the shareholders' speech, the chairman may personally or designate the relevant personnel to reply.

If the shareholders meeting is held by video conference, the shareholders participating by video conference may ask questions in text on the video conference platform of the shareholders meeting after the chairman announces the meeting and before the announcement of the adjournment of the meeting. The number of questions asked for each proposal shall not exceed two times, each time shall be limited to 200 words, and the provisions of items 1 to 5 shall not apply.

Article 14: Shareholders of the Company have one vote per share. In the case of one of the following circumstances, the shares have no voting rights:

1. The company holds its own shares in accordance with the law.

2. A subsidiary company that holds more than half of the total number of shares with voting rights or more than half of the total amount of shares held by the company.

3. The controlling company and its subordinate companies directly or indirectly hold the shares of the controlling company and its subordinate companies owned by the company and the total number of shares in which the company has issued voting rights or more than half of the total capital.

When the company convened a shareholders' meeting, it may adopt its written or electronic voting rights. When it exercises its voting rights in writing or electronically, its method of exercise shall be stated in the notice convened by the shareholders' meeting. Exercise of shareholder voting rights of the table in writing or by electronic means shall be deemed to attend the shareholders' meeting. However, the temporary motion of the shareholders' meeting and the amendment of the original proposal are deemed to be abstentions. Therefore, the company should avoid making amendments to the temporary motion and the original motion.

Where the preceding paragraph is exercised in writing or electronically, the meaning of the voting shall be sent to the company 2 days before the meeting of the shareholders' meeting, meaning that there is a repetition, whichever is first served. However, the person who stated before the statement was revoked is not limited to this. After the shareholders exercise their voting rights in writing or electronically, if they wish to attend the shareholders' meeting in person or by video, they shall revoke the meaning of the exercise of voting rights in the preceding section in the same manner as the exercise of voting rights two days before the meeting of the shareholders' meeting; the overdue revocation shall be exercised in writing or electronically. The voting rights shall prevail.

If the voting rights are exercised in writing or electronically and the agent is entrusted to attend the shareholders' meeting by proxy, the voting rights of the entrusted agent to attend the exercise shall prevail. The voting of the resolution is approved by a majority of the voting rights of the attending shareholders with the exception of the Company Law and the Articles of Incorporation. At the time of voting, the chairman or his designee shall announce the total number of voting rights of the shareholders on a case-by-case basis. The shareholders shall vote on a case-by-case basis on the day after the shareholders' meeting, the results of the shareholders' consent, opposition or waiver shall be entered into the public information observatory.

When there is an amendment or an alternative to the same motion, the chairman shall decide the order of voting with the original case. If one of the cases has been passed, the other motions are deemed to be vetoed and no further votes are required. The scrutineer and the counting person of the voting of the proposal shall be appointed by the chairman, but the scrutineer shall have the status of a shareholder. The votes shall be made public at the shareholders' meeting, and the results of the voting shall be reported and recorded.

Article 15: The voting of the shareholders' meeting shall be based on the shares. The resolution of the shareholders' meeting is not included in the total number of issued shares, the number of shares of the non-voting shareholders. Shareholders shall not vote in the event of a meeting that has its own interests and is harmful to the interests of the company, and may not act on behalf of his shareholders to exercise their voting rights. The number of shares in which the voting rights are not exercised in the preceding paragraph shall not be counted in the voting rights of the shareholders present. Except for the trust business or the stock agency approved by the securities regulatory authority, when one person is entrusted by two or more shareholders at the same time, the voting right of the agent shall not exceed 3 percent of the total voting rights of the issued shares, and if it exceeds the voting right, it is not calculated.

Article 16: The resolutions of the shareholders' meeting shall be attended by shareholders who represent more than half of the total number of shares in issue unless provided by the company law and other laws and regulations and shall agree to attend more than half of the voting rights of the

shareholders. At the time of voting, it shall be deemed as passed and its validity shall be the same as the voting if the chairman has no objection to the shareholders.

Shareholders who disagree with the proposal shall vote by way of voting in accordance with the provisions of the preceding section. In addition to the proposals set out in the agenda, other proposals proposed by shareholders or amendments or alternatives to the original proposal shall be seconded by other shareholders. When there is an amendment or an alternative to the same motion, the chairman shall decide the order of voting with the original case. If one of the cases has been passed, the other motions are deemed to be vetoed and no further votes are required. The scrutineer and the counting person of the voting of the proposal shall be appointed by the chairman, but the scrutineer shall have the status of a shareholder. The votes shall be made public at the shareholders' meeting, and the results of the voting shall be reported and recorded.

Counting of votes for votes or election proposals at the shareholders' meeting shall be done in a public place at the shareholders' meeting, and after the votes are counted, the voting results shall be made public at the shareholders' meeting, including the weight of the statistics, and a record shall be made.

After the chairman announces the meeting, shareholders who participate in the video conference of the company's shareholders meeting by video conference shall conduct voting on various resolutions and election resolutions through the video conference platform and shall complete the voting before the chairman announces the close of voting. Those who exceed the time limit will be deemed a waiver.

If the shareholders' meeting is held by video conference after the chairman announces the close of voting, the votes shall be counted at one time, and the voting and election results shall be announced.

When the company holds a video-assisted shareholders meeting, shareholders who have registered to attend the shareholders' meeting by video conference in accordance with the provisions of Article 6, who wish to attend the physical shareholders' meeting in person, shall cancel the registration in the same manner as the registration two days before the shareholders' meeting; Those who exceed the time limit can only attend the shareholders' meeting by video conferencing.

Those who exercise their voting rights in writing or electronically without revoking their intentions and participate in the shareholders' meeting by video conferencing shall not exercise voting rights on the original proposal or propose amendments to the original proposal or exercise the voting rights for amendments to the original proposal, except for temporary motions.

Article 17: When a shareholder elects a director, it shall handle it according to the relevant selection rules set by the company, and shall announce the results of the election. It includes a list of both

elected directors and supervisors and the number of their election rights, as well as a list of unelected directors and the number of voting rights they obtained.

The election votes for the election items referred to in the preceding paragraph shall be sealed and signed by the scrutineer and kept in good condition for at least one year. However, the case filed by the shareholders in accordance with Article 189 of the Company Law shall be kept until the end of the lawsuit.

Article 18: The resolutions of the shareholders' meeting shall be made into a deliberation, signed or sealed by the chairman, and the minutes of the meeting shall be distributed to the shareholders within 20 days after the meeting. The production and distribution of the meeting agenda can be made electronically.

For the distribution of the meeting agenda in the preceding paragraph, the company was able to enter the public information observatory's announcement method.

The minutes of the meeting shall record the year, month, day, place of the meeting, the name of the chairman, the method of the resolution, the essential of the meeting agenda and the resolution results (including the statistical tallies of the numbers of votes) . The election of Directors at the shareholders meetings shall be announced the number of votes and shall be kept forever during the company’s existence.

If the shareholders' meeting is held by video conference, in addition to the items that should be recorded in accordance with the provisions of the preceding paragraph, the deliberation should also record the start and end time of the shareholders' meeting, the method of holding the meeting, the name of the chairman and the record, and the handling method and handling situation in the event of an obstacle to the video conference platform or participation by video connection due to natural disasters, incidents or other force majeure events.

In addition to complying with the provisions of the preceding paragraph when convening a video-conference shareholders’ meeting, the company shall specify in the deliberation the alternative measures provided by shareholders who have difficulty participating in video-conference.

Article 19: The number of shares acquired by the solicitor and the number of shares represented by the entrusted agent and the number of shares attended by shareholders in writing or electronically shall be clearly disclosed in the shareholders' meeting at the date of the meeting of the shareholders meeting.
If the shareholders' meeting is held by video conference, the company shall upload the aforesaid information to the video conference platform of the shareholders' meeting at least 30 minutes before the start of the meeting and continue to disclose it until the end of the meeting.

When the company's video conference shareholders' meeting announces the meeting, the total number of shareholders' shares present shall be disclosed on the video conference platform. The same shall apply if the total number of shares and voting rights of the shareholders attending the meeting are otherwise counted during the meeting.

If the resolutions of the shareholders' meeting are material information stipulated by laws or regulations of the Taiwan Stock Exchange Corporation, the company shall transmit the content to the public information observatory within the specified time.

Article 20: The conference personnel handling the shareholders' meeting shall wear identification cards or armbands. The chairman must direct the picket or security personnel to help maintain the order of the venue. When the picket or security guard is present to help maintain order, the "picket" badge or identification card should be worn. The chairman shall have the equipment for sound reinforcement. If the shareholder does not speak with the equipment configured by the company, the chairman shall stop it.If the shareholder violates the rules of procedure and does not obey the chairman's rectification, and the obstruction of the meeting is not stopped, the chairman may direct the picket or security personnel to leave the venue.

Article 21: The chairman may decide to rest at an optional time when the meeting is held. The chairman may decide to suspend the meeting temporarily and announce the time for the resumption of the meeting as appropriate when an irresistible situation occurs. Before the final of the shareholders' meeting (including the extemporary motion), the venue for the meeting will not be used at that time. It is up to the shareholders' meeting to decide to continue the meeting. The shareholders' meeting may decide to procrastinate or resume the assembly within 5 days in accordance with Article 182 of the Company Law.

Article 22 (Information Disclosure by Video Conference)

If the shareholders' meeting is held by video conference, the company shall immediately disclose the voting results and election results of various proposals on the video conference platform of the shareholders' meeting in accordance with the regulations and shall continue to disclose for at least 15 minutes after the chairman announces the adjournment of the meeting.

Article 23 (Location of the Chairman of the Video Shareholders' Meeting and the Recording Officer)

When the company holds a video shareholder meeting, the chairman and the recorder shall be at the same location, and the chairman shall announce the address of the location at the time of the meeting.

Article 24 (Handling of Interruption)

If the shareholders' meeting is held by video conference, before the chairman announces the adjournment of the meeting, due to natural disasters, incidents or other force majeure events, the video conference platform malfunctions or participation is disabled and lasts for more than 30 minutes, it shall be postponed or renewed within five days. This shall not be governed by Article 182 of the Company Act.

In the event of the occurrence of the preceding paragraph, the meeting shall be postponed or continued. Shareholders who have not registered to participate in the original shareholders meeting by video conference shall not participate in the postponed or continued meeting.

In accordance with the provisions of section 1, the meeting should be postponed or resumed. Shareholders who have registered to participate in the original shareholders meeting by video and completed the registration but have not participated in the postponed or resumed meeting, the number of shares attended, the voting rights, and voting rights exercised at the original shareholders meeting, shall be included in the total number of shares, voting rights, and voting rights of shareholders present at the postponed or continued meeting.

In accordance with the provisions of Section 1, when the shareholders' meeting is postponed or reconvened, no rediscussing or resolution is required for the resolutions that have completed voting and counting and announced the voting results or the list of elected directors.

When the company holds a video-assisted shareholders meeting and the video conference cannot be continued as mentioned in Section 1, if the total number of shares attending the shareholders meeting is still up to the statutory quorum for the shareholders meeting after deducting the number of shares attending the shareholders meeting by video, the shareholders meeting shall continue. There is no need to postpone or continue the assembly in accordance with section 1.

If the meeting should be continued as mentioned in the preceding paragraph, the shareholders who participate in the shareholders' meeting by video conference, the number of shares attended shall be included in the total number of shares of the shareholders present, but all the resolutions of the shareholders' meeting shall be regarded as an abstention.

When the company postpones or renews the meeting in accordance with the provisions of section 1, it shall comply with the provisions set out in section 7 of Article 44-20 of the Code for the Handling of Shares of Public Offering Companies. Relevant preparatory work shall be handled according to the date of the original shareholders' meeting and the provisions of this article.

During the period specified in the latter paragraph of Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies Article 12 and section 3 of Article 13, section 2 of Regulations Governing the Administration of Shareholder Services of Public Companies

Article 44-5, Article 44-15, section 1 of Article 44-17, the company shall postpone or renew the shareholders meeting date of the general meeting in accordance with the provisions of section 1.

Article 25 (Disposal of digital gap)

When the company convenes a video conference of shareholders, it shall provide appropriate alternative measures for shareholders who have difficulty attending the shareholders' meeting by video conference.

Article 26: These rules shall be implemented after the approval of the shareholders' meeting, and the same shall apply to the amendments.

Bionime Corporation

Shareholdings of All Directors

Book closure date: May 2, 2023

Position	Name	Date of election	Term of Office	Shareholding while elected		Current shareholding	
				shares	Percentage of issued shares	shares	Percentage of issued shares
Chairman	Huang,Chun-Mu	6/22/2022	3	2,474,492	4.08%	2,474,492	4.07%
Director	HUA ENG WIRE&CABLE CO.,LTD Representative：Liu,Xiu-Mei	6/22/2022	3	7,807,900	13.12%	7,374,900	12.13%
Director	TONGHUA DONGBAO Pharmaceutical CO., LTD. Representative：Leng,Chun-Sheng	6/22/2022	3	12,000,000	19.80%	12,000,000	19.74%
Director	TONGHUA DONGBAO Pharmaceutical CO., LTD. Representative：Zhang,Wen-Hai	6/22/2022	3				
Director	Yanben Investment Co., Ltd.	6/22/2022	3	1,500,000	2.47%	1,500,000	2.47%
Independent Director	Zeng,Hui-Jin	6/22/2022	3	0	0.00%	0	0.00%
Independent Director	Liu,Mei-An	6/22/2022	3	96,171	0.16%	96,171	0.16%
Independent Director	Chen,Rui-Xin	6/22/2022	3	20,000	0.03%	20,000	0.03%
Total				23,898,563	39.42%	23,465,563	38.59%

1.Type: Common stock

2.Total shares issued: 60,802,194 shares

3. The minimum required combined shareholding of all directors by law: 4,867,175 shares