

Jia Jie Biomedical Co., Ltd.
Articles of Incorporation

Chapter 1 General Provisions

Article 1 The Company is organized in accordance with the Company Act and named Jia Jie Biomedical Co., Ltd.

Article 2 The Company's business is as follows:

1. C102010 Manufacture of Dairy Products.
2. C103050 Manufacturing of Canning, Freezing, Dehydration, Pickled of Food.
3. C104010 Manufacturing of Sugar Confectionery.
4. C104020 Manufacture of Bakery and Steam Products.
5. C105010 Edible Oil and Fat Manufacturing.
6. C110010 Beverage Manufacturing.
7. C199030 Instant Meal Box Food Manufacturing.
8. C199990 Manufacture of Other Food Products Not Elsewhere Classified.
9. C801990 Other Chemical Materials Manufacturing.
10. CE01010 General Instrument Manufacturing.
11. CE01030 Optical Instruments Manufacturing.
12. CE01990 Other Optics and Precision Instrument Manufacturing.
13. F101990 Wholesale of Other Agricultural, Livestock and Aquatic Products.
14. F102020 Wholesale of Edible Fat and Oil.
15. F102030 Wholesale of Tobacco and Alcohol.
16. F102040 Wholesale of Nonalcoholic Beverages.
17. F102170 Wholesale of Foods and Groceries.
18. F107030 Wholesale of Cleaning Supplies.
19. F107990 Wholesale of Other Chemical Products.
20. F108031 Wholesale of Medical Devices.
21. F108040 Wholesale of Cosmetics.
22. F109070 Wholesale of Culture, Education, Musical Instruments and Educational Entertainment Supplies.
23. F113030 Wholesale of Precision Instruments
24. F113060 Wholesale of Measuring Instruments
25. J303010 Magazine (Periodical) Publishing.
26. F401010 International Trade
27. F113020 Wholesale of Electrical Appliances.
28. F113990 Wholesale of Other Machinery and Tools..
29. F213010 Retail Sale of Electrical Appliances.
30. F213990 Retail Sale of Other Machinery and Tools.

31. JE01010 Rental and Leasing.
32. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.
- Article 3 The Company may provide external guarantees.
- Article 4 The Company shall have its head office in Kaohsiung City. Where necessary, upon the resolution of the Board of Directors, branch offices may be established domestically or overseas.
- Article 5 Deleted.
- Chapter 2 Shares
- Article 6 The total capital of the Company is NT\$1,600,000,000, divided into 160,000,000 shares, at par value of NT\$10 per share, which the Board of Directors is authorized to issue in installments. Among them, 24,000,000 shares are reserved for warrants, preferred shares with warrants, or subscription options for corporate bonds with warrants to be exercised. With the consent of more than two-thirds of the shareholders in a shareholders' meeting attended by representing more than half of the total number of outstanding shares, the Company may transfer shares to employees at a price lower than the average price of the shares actually repurchased or issue employee stock options at a subscription price lower than the closing price of the common stock on the date of issuance.
- Article 7 The total amount of the Company's reinvestment is not limited by Article 13 of the Company Act, which sets forth that the reinvestment shall not exceed 40% of the paid-in capital.
- Article 8 The shares issued by the Company are exempted from printing, any such certificates. However, such new shares are kept in custody by or registered with a securities depository body.
- Article 9 The name of stock shall not be altered within 60 days prior to the convening date of a regular shareholders' meeting, or within 30 days prior to the convening date of a special shareholders' meeting, or within 5 days prior to the target date fixed by the issuing company for distribution of dividends, bonus or other benefits.
- Article 9-1 The shares repurchased by the Company in accordance with the Company Act may be transferred to employees of the parent company or subsidiaries that meet certain criteria.
- According to the Company Act, the employee stock warrants may be issued to employees of the parent or subsidiaries of the Company who meet certain criteria.
- The employees who purchase new shares from the Company in accordance with the Company Act may include employees of the parent or subsidiaries of the Company who meet certain criteria.
- The Company's restricted employee shares may be issued to employees of the

parent or subsidiaries of the Company who meet certain criteria.

Chapter 3 Shareholders' Meeting

Article 10 The General Meeting of Shareholders is of two types, the ordinary shareholders' meeting and the extraordinary shareholders' meeting. The ordinary shareholders' meeting shall be convened at least once per year, and shall be convened within six months after the end of the fiscal year. Public announcement shall be conducted by shareholders holding fewer than 1,000 shares. The notice and announcement shall specify the cause of the convening meeting; the notice may be made in electronic form at the consent of the respondent. The Company may adopt the method of exercising voting rights by correspondence or electronic means in a shareholders' meeting, which shall be handled in accordance with the relevant laws and regulations.

The chairman shall chair the shareholders' meeting. In the event of absence of the chairman for any reason, the chairman shall designate a director to act on his/her behalf. If the chairman does not make such a designation, the chair shall be elected among themselves. For a shareholders' meeting convened by any person other than directors, they shall act as the chair of that meeting provided that if there are two or more persons having the convening right, the chair of the meeting shall be elected from among themselves.

Article 10-1 The shareholders' meeting of the Company may be convened via video conference or in other methods as announced by the Ministry of Economic Affairs.

Article 11 If a shareholder for any reason cannot attend the shareholders' meeting in person, he or she may appoint a proxy to attend the shareholders' meeting on his/her behalf by executing a power of attorney printed by the Company stating the scope of power authorized to the proxy. In addition to complying with Article 177 of the Company Act, the proxy attendance by shareholders shall be handled in accordance with the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies" promulgated by the competent authority.

Article 12 Each shareholder of the Company shall have one voting right for each share, except for the restricted shares or the non-voting shares for the shares thereof.

Article 13 Unless otherwise specified in the Company Act, resolutions in the shareholders' meeting must be made by a majority vote of the shareholders represented by a majority of the shareholders in the meeting. If there are no objections raised by the attending shareholders upon the chair's inquiry, a motion shall be deemed as having been passed, and its effect shall be the same as that adopted for a poll.

Chapter 4 Directors

Article 14 The Company shall have 9 to 11 directors with a term of office of 3 years. The

directors shall be elected by the shareholders' meeting from among the persons with disposing capacity, and may be eligible for re-election. The total shareholding ratio of the directors shall be as specified by the competent authority.

The candidate nomination system is adopted for the election of directors, and the shareholders' meeting elects the director candidates from the roster.

In compliance with the Securities and Exchange Act, the Company shall appoint at least three independent directors for the directorship referred to above. The candidate nomination system is adopted, and the independent directors shall be elected by the shareholders' meeting. The requirements for professional qualifications, shareholdings, part-time constraints, the nomination and election, and other binding matters for independent directors are handled in accordance with the governing regulations of the securities competent authority.

The Company established an Audit Committee in accordance with the Securities and Exchange Act. The Audit Committee is comprised of all the independent directors. The exercise of powers and related matters of the Audit Committee and its members are handled in accordance with the Securities and Exchange Act.

After establishing the Audit Committee, the Company is responsible for carrying out the functions and powers of supervisors as specified in the Company Act, Securities and Exchange Act and other laws and regulations.

Article 15 The directors shall elect a chairman among themselves with the attendance of more than two-thirds of the directors attending the Board Meeting and a vice chairman may be elected in the same manner. The chairman shall represent the Company externally.

Reasons for convening the Board of Directors' meeting shall be notified to all directors no later than 7 days in advance. However, in case of emergency, a meeting may be convened at any time.

Article 16 The convention referred to above may be held in writing, by E-mail, or by fax. If the chairman is on leave or unable to exercise his or her duties for any reason, his or her proxy shall act in accordance with the provisions of Article 208 of the Company Act. The directors shall attend the Board Meeting in person. If a director is unable to attend the Board meeting for any reason, he or she may appoint another director to act as his/her proxy. The proxy in the preceding paragraph is limited to one proxy. The Board of Directors may be held by video conference. Directors who participate in the meeting by video conference shall be deemed to attend the meeting in person.

Article 17 The transportation allowance of the Company's directors is determined by the Board of Directors.

The Company is authorized to pay the Chairman and directors a remuneration

regardless of whether the Company is operating at a profit or loss when performing their duties. The Board of Directors is authorized to determine the remuneration based on their level of participation in the Company's operations and the value of their contribution as well as the common standard of the same industry.

The Company may take out liability insurance for the directors within the scope of their duties.

Chapter 5 Managerial officers

Article 18 The Company may have managers, and the appointment, discharge and the remuneration of the managerial officers shall be handled in accordance with Article 29 of the Company Act.

Chapter 6 Accounting

Article 19 The fiscal year of the Company starts from January 1 to December 31 of each year. At the end of each fiscal year, the Board of Directors shall prepare the following statements and submit them to the general shareholders' meeting in accordance with the legal procedure:

I. Business report

II. Financial statements.

III. Proposal for earnings distribution or loss recovery.

Article 20 Deleted

Article 21 The Company shall distribute 1%-10% of the profit in the current year as the employees' remuneration and no more than 5% as the directors' remuneration, based on the profit performance in the current year. However, the Company shall make up losses if any.

No less than 0.5% of the remuneration to employees in the preceding paragraph shall be allocated for distribution to entry-level employees.

The remuneration of employees described in the preceding paragraph may be paid in shares or cash, and the remuneration shall include employees of subsidiaries of the Company and subsidiaries thereof.

The profit of the current year as referred to in Paragraph 1 refers to the income before tax and before deducting the remuneration to employees and directors/supervisors.

The allocation of remuneration to employees and directors/supervisors shall be resolved and approved by a majority of the directors present at a directors' meeting attended by more than two-thirds of the whole directors, and reported to a shareholders' meeting.

Article 21-1 The industry environment of the Company is changeable, and the enterprise life cycle is entering the stable growth stage. Considering the Company's future capital demand, long-term financial planning, and satisfaction of shareholders' needs for cash inflow, the Company's dividend policy is to adopt a residual dividend policy. If there is earnings after finalizing accounts each

year, after paying the income tax for profit-seeking enterprises and making up losses from previous years, an amount of 10% of the legal reserve shall be set aside first, except when the legal reserve has reached the total capital. In addition, after the special reserve is set aside or reversed as required by law, the undistributed earnings at the beginning of the period shall be combined into the shareholders' accumulated distributable earnings, and the Board of Directors shall propose a motion for the distribution thereof and submit to the shareholders' meeting for resolution and distribution.

Each year, no more than 90% of the distributable earnings may be provided for dividends to shareholders. The dividends and bonuses may be distributed in cash or share dividends. The cash dividends shall not be less than 10% of the total dividends. If the dividends paid for the year are less than NT\$1, such dividends may be all paid in share dividends.

With the attendance of more than two-thirds of the directors and a majority of the directors present at the Board meeting, the dividends and bonuses, capital surplus, legal reserve, or any part thereof shall be paid in cash. When the report is reported to the shareholders' meeting, the provisions of Paragraph 1 that shall be resolved by the shareholders' meeting do not apply.

Chapter 7 Supplementary Provisions

Article 22 Any matters not specified in these Articles of Incorporation shall be handled in accordance with the Company Act.

Article 23 The Articles of Incorporation were established on May 3, 1995. The first amendment was made on August 8, 1995. The second amendment was made on May 26, 1997. The third amendment was made on December 22, 1997. The fourth amendment was made on November 10, 1998. The fifth amendment was made on September 10, 1999. The sixth amendment was made on September 10, 1999. The seventh amendment was made on December 2, 1999. The eighth amendment was made on May 4, 2000. The ninth amendment was made on July 27, 2000. The tenth amendment was made on May 10, 2001. The eleventh amendment was made on November 8, 2001. The twelfth amendment was made on June 13, 2002. The thirteenth amendment was made on November 7, 2002. The fourteenth amendment was made on November 7, 2002. The fifteenth amendment was made on May 27, 2004. The sixteenth amendment was made on June 22, 2006. The seventeenth amendment was made on June 15, 2007. The eighteenth amendment was made on June 27, 2008. The nineteenth amendment was made on June 25, 2010. The twentieth amendment was made on June 28, 2012. The twenty first amendment was made on June 28, 2013. The twenty second amendment was made on November 18, 2013. The twenty third amendment was made on June 27, 2014. The twenty fourth amendment was made on June 24, 2016. The twenty fifth amendment was made on June 21,

2018. The twenty sixth amendment was made on June 27, 2019. The twenty seventh amendment was made on June 7, 2022. The twenty eighth amendment was made on June 19, 2024. The twenty-ninth amendment was made on May 23, 2025.