

**Jia Jie Biomedical Company Limited**  
**Rules for the Election of Directors**

**Amended on June 27, 2019**

**Article 1**

These Rules are adopted pursuant to Jia Jie Biomedical Co., Ltd. (the “Company”) Act and the Articles of Incorporation of the Company. All elections of Directors of the Company shall be conducted in accordance with these Rules.

**Article 2**

Directors of the Company shall be elected at a Shareholders’ Meeting.

**Article 3**

For the election of Directors (including Independent Directors), electors may use the shareholder attendance number printed on the ballot in lieu of a signature. Each share carries voting rights equal to the number of Directors (including Independent Directors) to be elected. Voting rights may be cast cumulatively for one candidate or split among several candidates.

**Article 4**

Directors (including Independent Directors) shall be elected based on the number of votes they receive, ranked in descending order until all seats prescribed in the Articles of Incorporation are filled.

If two or more candidates receive the same number of votes and the tie would cause the total to exceed the number of seats available, the winner(s) shall be determined by drawing lots. If a candidate is absent, the Chairperson shall draw lots on such candidate’s behalf.

More than half of the Director seats shall not be held by individuals who have a spousal or second-degree kinship relationship with each other.

If any elected candidates violate this requirement, the candidate among them receiving the lowest number of votes shall be disqualified.

Qualifications and election of Independent Directors shall comply with relevant regulations prescribed by the competent authority.

The Company adopts the cumulative voting system for electing Directors (including Independent Directors).

The candidate nomination system under Article 192-1 of the Company Act shall apply.

Independent Director and non-Independent Director candidates shall be elected concurrently but with voting rights counted separately.

#### **Article 5**

Before the election begins, the Chairperson shall appoint a number of ballot supervisors and ballot counters to carry out relevant duties. Ballot supervisors must be shareholders.

#### **Article 6**

Ballots shall be prepared and issued by the Company and numbered according to the shareholder attendance number, along with the number of voting rights attached.

#### **Article 7**

Electors shall fill out ballots in accordance with the instructions provided.

If the candidate is a shareholder, the elector shall write the candidate's name or account name and shareholder account number or identification number in the "Candidate" field. If the candidate is *not* a shareholder, the elector shall write the candidate's name and identification number.

If the candidate is a government entity or corporate shareholder, the "Candidate" field shall contain the name and uniform number of the entity.

If the representative of such entity is the candidate, the ballot shall list the name of the entity and the representative.

If there are multiple representatives, all their names shall be listed.

#### **Article 8**

A ballot shall be deemed invalid under any of the following circumstances:

1. The ballot used is not an official ballot issued under these Rules.
2. A blank ballot is cast.
3. Illegible handwriting or alterations render identification impossible.
4. Words or markings other than the required candidate information appear on the ballot.
5. Any of the required fields—candidate name, account name, shareholder number, or uniform number—is missing or altered.
6. The number of candidates listed exceeds the number of Directors to be elected.
7. The total assigned voting rights exceed the elector's total voting rights.
8. The candidate's name cannot be identified.

#### **Article 9**

After the counting of ballots, ballot supervisors shall verify that the number of valid and invalid ballots is correct and shall stamp and sign each invalid ballot accordingly.

**Article 10**

The total number of shares held by all elected Directors with registered shares shall be handled in accordance with the regulations of the securities competent authority.

**Article 11**

Ballots shall be opened immediately after voting. The Chairperson or master of ceremonies shall announce the results on the spot, including the list of elected Directors and their respective vote counts.

The Board of Directors shall issue election notices to the elected Directors.

**Article 12**

Matters not provided for in these Rules shall be governed by the Company Act and other applicable regulations.

**Article 13**

These Rules shall take effect upon approval by the Annual Shareholders' Meeting. Amendments shall follow the same procedure.