Stock Code：6499

Medeon Biodesign, Inc.

2022 Annual Shareholders' Meeting

Meeting Handbook

(Translation)

Date: June 20, 2022

Venue：1F., No. 465-1, Sec. 6, Zhongxiao E. Rd., Nangang Dist., Taipei City, Taiwan (R.O.C.). (TRPMA meeting room)

This translated document is prepared in accordance with the Chinese version and is for reference only. In the event of any inconsistency between the English version and the Chinese version, the Chinese version shall prevail.

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1. MEETING AGENDA

Medeon Biodesign, Inc.

Agenda of 2022 Annual General Meeting

Date and Time: June 20, 2022 (Monday) at 10:00 a.m.

Venue: 1F, No. 465-1, Sec. 6, Zhongxiao E. Rd., Nangang Dist., Taipei City, TAIWAN (TRPMA Conference Room)

Mode of Meeting: Face-to-face Meeting

Meeting Procedure:

1. Call the Meeting to Order
2. Chairman's Address
3. Items for Reporting
   (1) 2021 Business Report.
   (2) Audit Committee's Review Report on the 2021 Financial Statements.
   (3) Report on the distribution of 2021 employees' and directors' remuneration.
   (4) Implementation status of the private placement.
   (5) Report on 2021 directors' remuneration.
4. Items for Ratification
   (1) 2021 Business Report and the Financial Statements
   (2) The proposal of 2021 Earnings Distribution
5. Items for Discussion
   (1) Issuance of new common shares for capital increase by earnings re-capitalization.
   (2) Issuance of new common shares by Private Placement.
   (3) Amendment to the Articles of Incorporation.
   (4) Amendment to the "Procedures for Assets Acquisition or Disposal".
   (5) To release newly elected directors or its representatives from Non-Competition Restrictions.
6. Extempore Motions
7. Adjournment

2. Items for Reporting

Item1

Subject: To Report the Company's 2021 Business Report.

Details: Please refer to Exhibit 1 for the Company's 2021 Business Report (pages 12~20 of this handbook).

Item 2

Subject: To Report Audit Committee's Review Report on the Company's 2021 Financial Statements.

Details: Please refer to Exhibit 2 for Audit Committee Report (pages 21 of this handbook).

Item 3

Subject: To Report the Distribution of 2021 Employees' and Directors' Remuneration.

Details: 1. According to the Company's Articles of Incorporation, if the Company makes a profit in a year, it will make an appropriation of no less than one percent for the remuneration of its employees and no more than two percent for the remuneration of its directors. Provided that in the event of any accumulated losses of the Company, the Company shall retain the sums appropriated in advance and shall then make provision for the remuneration of the directors and employees in accordance with the aforesaid proportions. The Company's net profit before tax for the year 2021, before remuneration to directors and employees, was NT$2,173,931,640.

2. The Company will allocate NT$5,000,000 (0.230%) for directors' remuneration and NT$24,000,000 (1.104%) for employees' remuneration for the year 2021, both of which will be paid in cash.

Item 4

Subject: To Report the Implementation Status of the Private Placement.

Details: On July 16, 2021, the Company approved a private placement of up to 35,000,000 shares of its common stock for cash within one year from the date of the shareholders' meeting. The Company will hold a board of directors' meeting before the expiry date to decide whether to proceed with the private placement.

Item 5

Subject: To Report the Directors' Remuneration for the year 2021

Details: 1. The policy, system, criteria and structure of remuneration for the Company's ordinary and independent directors are set out below, with a description of the relevance of the amount of remuneration to the respective responsibilities, risks and time commitment.

(1) According to the Articles of Incorporation, the Company shall make a provision for the remuneration of the directors not exceeding two percent of the profit of the Company for the year. In the event that the Company has accumulated losses, the

Company shall cover the amount of such losses in advance and shall then make provision for the remuneration of the Directors in accordance with the aforesaid percentage.

(2) In accordance with the aforementioned articles of incorporation, the remuneration of the Company's directors for the year 2021 was determined by the Remuneration Committee based on the results of the 2021 Board of Directors' performance evaluation (measured in five major areas, including participation in the Company's operations, improvement of the quality of decisions made by the Board of Directors, composition and structure of the Board of Directors, selection and continuing education of directors, and internal control) and the 2021 Board of Directors' self-evaluation (measured in six major areas, including mastery of the Company's goals and tasks, awareness of directors' duties, participation in the Company's operations, internal relations and communication, professional and continuing education of directors, and internal control), and the value of the directors' participation in and contribution to the Company's operations, as well as the value of the directors' contribution to the Company's operations, are taking into account the usual standards of the industry, and approved by the Board of Directors.

(3) The performance of the independent directors for the year 2021 is evaluated in the same manner as described above, except that the independent directors will receive fixed remuneration and will not participate in the annual distribution of directors' remuneration as described above.

2. Please refer to Exhibit 3 for Directors' Remuneration Report 2021 (pages 22 of this handbook).

3. Items for Ratification

Item 1 (Proposed by the Board of Directors)

Subject: To ratify the Company's 2021 Business Report, Financial Statements and Consolidated Financial Statements.

Details: 1. The Company's 2021 business report, financial statements and consolidated financial statements were resolved for acceptance on the Board of Directors' meeting. Among the above, the financial statements and consolidated financial statements were audited by CPA Hsiao Tzu Chou and CPA Yu Kuan Lin of PwC Taiwan without any nonconformity identified and with a review report issued.

2. The audited financial statements, consolidated financial statements and the business report were reviewed by the Audit Committee without any nonconformity identified and with a review report issued.

3. Please refer to Exhibit 1 for The Company's 2021 Business Report (pages 12~20 of this handbook) and Exhibit 4 for The Company's 2021 Financial Statements and Consolidated Financial Statements (pages 23~44 of this handbook).

Resolutions:

Item 2 (Proposed by the Board of Directors)

Subject: To ratify the Company's 2021 Earning Distribution.

Details: 1. It is proposed to distribute cash dividends to shareholders in the amount of NT$73,030,074 from the distributable surplus, calculated based on the number of outstanding shares as of March 16, 2022 and after deducting the treasury shares of 73,030,074 shares, at an allotment of NT$1 per share, payable up to the amount of NT$ and rounded down to the nearest NT$, with the total amount of difference being included in other income of the Company. The Chairman shall be authorized to set the ex-dividend date, the date of payment and other related matters after the approval of the ordinary general meeting.

2. The above distribution rate shall calculate by the proportion to the shareholdings registered in the Shareholders List as of the ex-dividend date. If the existing shares of the company increases or decreases subsequently, and the distribution rate to shareholders shall be changed accordingly, it is proposed that the Chairman shall be authorized to have full power to manage relevant issues.

3. The table of 2021 Earning Distribution is as follows.

Medeon Biodesign, Inc.

2021 Earning Distribution

Unit: NT$ dollar

Item	Amount
Undistributed retained earnings at the beginning of the period	$ 0
Add: Net profit after tax for the period	2,078,191,640
Less: Recognition of changes in ownership of subsidiaries	(5,438,169)
Transfer of treasury shares to employees below carrying cost	(929,875)
Provision of 10% statutory reserve	(207,182,360)
Special reserve provided in accordance with the law	(12,488,973)
Distributable earnings	1,852,152,263
Distribution of earnings:	
Cash dividends (NT$1 per share)	(73,030,074)
Stock dividends (NT$2 per share)	(146,060,150)
Undistributed retained earnings at the end of the period	$ 1,633,062,039

Chairman: Yue Teh Jang General Manager: Yue Teh Jang Head of Accounting: Elisa Huang

Resolutions:

4. Items for Discussion

Item 1 (Proposed by the Board of Directors)

Subject: Proposal of the issuance of new shares for capital increase by earnings re-capitalization.

Details: 1. The Company intends to distribute stock dividends of NT$146,060,150 from the distributable earnings of the year 2021 and issue 14,606,015 new shares of common stock at a par value of NT$10 per share, calculated on the basis of 73,030,074 shares outstanding as of March 16, 2022, less treasury shares, with 200 shares allotted at no cost per thousand shares. For fractional shares, the shareholders may make an application with the Company's stock agent for aggregating their fractional shares into one share within 5 days after the ex-right date. However, that if there are any fractional shares left, the Company will pay the fraction of face value in cash, rounded down to NT$ 1, in lieu of stock dividend pursuant to Article 240 of the Company Act and the Chairman of the Board is authorized to allot such fractional shares for subscription by designated person. Any shareholder who participates in the book-entry allotment of shares shall be charged the cost of processing the book-entry allotment for the amount of less than one share.

2. The above distribution rate shall calculate by the proportion to the shareholdings registered in the Shareholders List as of the ex-dividend (ex-right) date. If the existing shares of the company increases or decreases subsequently, and the distribution rate to shareholders shall be changed accordingly, it is proposed that the Chairman shall be authorized to have full power to manage relevant issues.3. After the capital increase has been approved by the shareholders' meeting, it is proposed to request the shareholders' meeting to authorize the Board of Directors to determine the ex-rights date, the final transfer date, the stock transfer closure period, the ex-rights capital increase allotment base date, the stock release date and other related matters.

4. It is proposed to request the shareholders' meeting to authorize the Board of Directors to handle the capital increase plan and related outstanding matters in accordance with the relevant laws and regulations.

5. The rights and obligations of the new shares to be issued are the same as those of the existing shares.

Resolutions:

Item 2 (Proposed by the Board of Directors)

Subject: Proposal of the private placement to issue additional common shares

Details: 1. In order to raise working capital, accelerate product development, invest in subsidiaries and the medical industry, develop the Company's strategic objectives, and to ensure the timeliness, accessibility and cost of raising capital, Medeon Biodesign, Inc. intends to conduct a private placement of marketable securities.

2. The private placement is for the issuance of additional common shares up to a maximum

of 35,000,000 shares.

3. According to Article 43-6 of the “Securities and Exchange Act” and the “Directions for Public Companies Conducting Private Placements of Securities”, details of the private placement are listed as follows:

(1) The basis and reasonableness of pricing for the private placement

The reference price for the private placement is set at the higher of the following two benchmark prices:

A. The average of the closing prices of ordinary shares for one, or three or five (alternative) business days prior to the pricing date, excluding the ex-rights and dividends of the nil-paid allotment of shares and after adding back the capital reduction and ex-rights.

B. The average of the closing prices of the ordinary shares for the 30 business days preceding the pricing date, excluding the ex-rights and dividends of the nil-paid allotment, and after adding back the capital reduction and ex-rights.

The price of ordinary shares issued in the private placement shall be set at not less than 80% of the reference price. The actual issuance price of the private placement is proposed to the shareholders’ meeting to authorize the board of directors to determine the price within a range not lower than the percentage resolved at the shareholders’ meeting, taking into account the prevailing market conditions on the pricing date.

(2) Selection method and purpose of private placement of specific persons, necessity and expected benefits:

A. The targets of the private placement of common shares are selected in accordance with Article 43-6 of the Securities and Exchange Act and Order No. 0910003455 issued by the Securities and Futures Commission of the former Ministry of Finance on June 13, 2002 (91), and are limited to strategic investors.

B. In line with the Company's future development, improvement of its financial structure and enhancement of its profitability, it is necessary to introduce strategic investors that are beneficial to the Company. It is expected that with the assistance of their capital, technology and knowledge, the Company will be able to grow steadily in the future.

(3) Reasons necessitating the private placement.

A. Reasons for not using public offering: Considering the timeliness, accessibility, and cost of issuance, the private placement is rapid and simple, and the restriction of non-transferability for three years, in order to ensure a stable long-term relationship between the Company and strategic investors.

B. Amount of private placement: Within the limit of 35,000,000 shares of common stock, the private placement will be conducted in installments within one year from the date of the shareholders' meeting, with the maximum number of installments not exceeding three.

C. Use of private placement funds: The purpose of each tranche is to increase

working capital, accelerate product development, invest in subsidiaries and the medical industry, and develop the Group's strategic objectives.

D. Expected benefits: Each tranche is intended to strengthen the Company's financial structure, enhance operational efficiency and competitiveness.

4. The number of outstanding shares of the Company is 73,234,074 shares. After adding 35,000,000 shares to the proposed private placement, the paid-in capital will be increased to 108,234,074 shares on the basis of the full issuance. The proportion of the private placement shares to the capital after the private placement is estimated to be 32.34%. Therefore, in accordance with Article 4-3 of the “Directions for Public Companies Conducting Private Placements of Securities”, the Company engaged a securities underwriter to provide an assessment opinion on the necessity and reasonableness for conducting the private placement. Please refer to Attachment 5 for the Securities Underwriters' Assessment of the Necessity and Reasonability of a Private Placement of Ordinary Shares in 2022 (pages 45~53 of this handbook).
5. Rights and obligations under the private placement of ordinary shares.
   In principle, the rights and obligations of the common shares in the private placement are the same as those of the Company's outstanding common shares; however, in accordance with the Securities and Exchange Act, the common shares in the private placement may not be sold within three years from the date of delivery, except to the parties to whom they are transferred in accordance with Article 43-8 of the Securities and Exchange Act. After three years from the date of delivery, the Company intends to request the shareholders' meeting to authorize the Board of Directors to apply to the relevant authorities for a public offering and listing of the Company's common shares in accordance with the relevant regulations.
6. The main contents of the private placement plan, including the actual issue price, the number of shares to be issued, the terms of the issue, the pricing date, the base date of the capital increase, the planned projects, the amount to be raised, the estimated progress, the estimated benefits to be generated, and all other matters related to the issue plan, in addition to the pricing percentage of the private placement. The above and in the future, in the event of changes in laws and regulations, amendments as directed by the competent authorities, or amendments based on operational evaluations or in response to objective market conditions, the shareholders' meeting will also be requested to authorize the Board of Directors to handle such matters at its sole discretion.
7. In connection with the private placement of securities, it is proposed that the shareholders' meeting authorize the chairman of the board of directors or his or her designee to sign and negotiate on behalf of the Company all contracts and documents relating to the private placement and to conduct all matters necessary for the Company in connection with the private placement.
8. It is proposed to request the shareholders' meeting to authorize the Board of Directors to handle all the matters not mentioned above in accordance with the law.

9. All information related to the private placement pursuant to Article 43-6 will be posted to the Market Observation Post System at http://mops.twse.com.tw. Please select "Private Placement Section" under the "Investment Section" and our Company's website at http://www.medeonbio.com.

Resolutions:

Item 3 (Proposed by the Board of Directors)

Subject: Amendment of the Company's Articles of Incorporation.

Details: 1. It is proposed to amend some of the articles in the Articles of Incorporation to meet the practical needs of the Company.

2. Please refer to Exhibit 6 for the Comparison Table of Amended Articles of Incorporation (pages 54~56 of this handbook).

Resolutions:

Item 4 (Proposed by the Board of Directors)

Subject: Amendment to the Company's "Procedures for the Acquisition or Disposal of Assets".

Details: 1. It is proposed to amend certain articles in accordance with Order No. Financial-Supervisory-Securities-Corporate-1110380465 of the Financial Supervisory Commission on January 28, 2022

2. Please refer to Exhibit 7 for the Comparison Table of Amended Regulations Governing the "Procedures for the Acquisition or Disposal of Assets" (pages 57~69 of this handbook).

Resolutions:

Item 5 (Proposed by the Board of Directors)

Subject: To release directors or its representatives from Non-Competition Restrictions

Details: 1. In accordance with Article 209 of the Company Act, a director shall explain to the shareholders' meeting the material details of his or her acts for himself or herself or for others within the scope of the Company's business and obtain permission for such acts.

2. If the Company's directors and their representatives invest in or manage other companies with the same or similar scope of business as the Company and act as directors or managers, in order to meet the actual business needs and without prejudice to the Company's interests, ones may seek the approval of the shareholders' meeting to release the non-competition restriction for directors and their representatives in accordance with the law.

3. The following lists the new positions held by the Company's directors and their representatives as of March, 16, 2022.

Title	Name	New positions of other companies	Major business
Director	Medeon, Inc. (USA)	Chairman, Medeologix, Inc.	Medical Device

Title	Name	New positions of other companies	Major business
	(Note) Representative: Yue Teh Jang	Chairman, Mediballoon, Inc. Chairman, Medeon, Inc.(USA) Director, Prodeon Medical, Inc.	Manufacturing and R&D Medical Device Manufacturing and R&D Investment and Trading Medical Device Manufacturing and R&D
Director	Center Laboratories, Inc. Representative: Jung Chin Lin	Director, Shanghai Bio Pharmaceuticals Co., Ltd. Director, Centergene Pharmaceuticals Co., Ltd. Chairman, Lumosa Therapeutics Co. Ltd. (Representative) Chairman, BioGend Therapeutics Co., Ltd. (Representative)	Protein Drug development New Drug for reproductive health R&D New Drug development Orthopedic related medical device development
Director	Hong Jen Chang	Vice President, Taiwan Research-based Biopharmaceutical Manufacturers Association (TRPMA) Director Representative, Acepodia Biotechnologies, Limited	Nonprofit organization New Drug R&D
Independent Director	Jerome Shen	Director, AmMax Bio, Inc. Director Representative, EirGenix Inc.	Clinical-stage biotech company Biosimilar and New Drug R&D

Note: Due to the change of nationality, Medeon, Inc. (Cayman) was changed to Medeon, Inc. (USA).

Resolutions:

5. Extempore Motions

6. Adjournment

Exhibit 1

Medeon Biodesign, Inc.
Business Report

Dear Shareholders, Ladies and Gentlemen,

First and foremost, we would like to thank our shareholders for their support and encouragement over the past year. We would like to report to all shareholders the consolidated business results for 2021, the outline of business plan for 2022, future development strategies, as well as the impact of the external competitive environment, regulatory environment and general business environment as follows.

1. Consolidated Business Results for 2021

(1) Overview of Business Policies and Implementation

Medeon specializes in the development of Class II and Class III medical devices with high market value. Our product development is focused on minimally invasive surgeries such as laparoscopic procedures, orthopedics, urology and advanced cardiovascular surgeries as our main areas of research and development at the present stage.

The Company entered its tenth year of operation. Our existing product, Cross-Seal™ – large bore vascular closure system (IVC-C01), was licensed to Terumo in the first quarter of 2018. In 2021, in addition to continuing to provide contracted research and development (R&D) services, we completed the preparation of the US FDA cGMP audit and obtained the Phase 2A-1 milestone payment of US$1 million as well as completed the submission of PMA application documents to the US FDA in a modular form. At the end of the year, we successfully obtained the PMA Approvable Letter from the US FDA. Based on the mutual trust with Terumo since the beginning of the partnership, the two companies simultaneously amended the contract and released the milestone criteria to obtaining a PMA Approvable Letter. Subsequently, in early 2022, we were notified that the milestone had been achieved and received the Phase 2B milestone payment of US$6.5 million. We will continue to work with Terumo to bring the product to market with the primary objective of securing the remaining US$20 million of milestone payments. During 2021, the number of patients enrolled in clinical feasibility trials for the developing Urocross™ Expander system (URO-T01) for the treatment of benign prostatic hyperplasia has continued to increase. The results of the interim analysis have been presented at the American Urological Association's 2021 Annual Meeting. Another product under development, Duett ™ – Vascular Graft System for Aortic Dissection Repair (CVS-T01), has been undergoing continuous product development and has completed multiple animal studies with at least six-month follow-up, with results presented at the European Association for Cardio-Thoracic Surgery. For the products obtained regulatory approval for ClickClean™ – in-situ cleaning device for laparoscopic surgery (LAP-A01), AbClose™ – in-

port site closure system and PUMA™ – Trauma Internal Fixation Device (ORP-T01), we are actively seeking licensing or commercial partnerships. However, the global market continued to be affected by COVID-19 pandemic in 2021, which imposed many restrictions on interactions between institutions in terms of manpower deployment and clinical trials, thus affecting the overall operational progress. Despite these difficulties, the Company has been actively discussing with potential partners with the goal to finalize the agreements.

In 2021, Medeon transferred a portion of its shareholding in Delta Asia International Corporation to investment partners to accelerate the expansion of Delta Asia's operations by combining the efforts of various parties in the capital market, in addition to continuing to support Delta Asia in creating new markets and opportunities. The transaction brought the Company a total of approximately NT$2.5 billion in gain of the investment. Following the successful story of Delta Asia, the Company has once again pursued the contract development and manufacturing organization (CDMO) market for advanced medical devices by establishing a subsidiary, Medeologix, at the end of 2021 and partner with MediBalloon, Inc. in the United States. With Taiwan as the base for mass production, we are actively engaged in the contract manufacturing of advanced medical balloons, aiming at high quality and efficiency, thereby providing customers with one-stop-shop services from prototyping to mass production.

Medeon has pioneered a novel business model for the medical devices industry in Taiwan, focusing on the front end of value chain by identifying the clinical needs, determining specifications, and verifying safety and efficacy through pre-clinical animal studies and human trials (Feasibility Studies) to create added value for products. While certain objective achieved for each product under development, the Company immediately initiated the discussions with multinational medical device companies and seek opportunities for licensing or co-development. Through successful licensing with medical device strategics, the Company is able to obtain licensing revenues and return to shareholders. In 2021, the Company continues to develop its advanced medical device CDMO business. Besides proactively developing potential customers, the Company also provides contract manufacturing services to its licensing business partners, to generate additional steady revenue besides licensing revenue.

(2) Results of business plan implementation and budget execution

The Company's consolidated sales revenue is NT$68,957 thousand in 2021. The revenue was mainly from the service fee for Cross-Seal™ – large bore vascular closure system (IVC-C01) and the Phase 2A-1 milestone payment. In addition, the Company transferred a portion of its shares to its investment partners in 2021 in order to combine the power of capital to accelerate the expansion of Delta Asia's operations, which also brought the Company a total of NT$2.5 billion in gain of the investment. The Company's profit becomes NT$2,031,446 thousand in 2021.

(3) Income statement and profitability analysis

A. Income Statement

(Unit: NT$ thousand dollar)

Item	2020	2021
Sales revenue	123,056	68,957
Net operating margin	46,302	28,631
Operating expenses	(388,051)	(524,220)
Non-Operating income and expense	(367)	(18,318)
Profit from discontinued operations	177,811	2,617,810
Profit (Loss) for the year	(169,586)	2,031,446

B. Profitability analysis

(Unit: %)

Item	2020	2021
Return on assets (ROA)	(5.78)	52.93
Return on equity (ROE)	(6.93)	59.43
Net income before tax (Note) as a percentage of paid-in capital	(51.44)	(70.17)
Net profit rate	(137.81)	2,945.96
EPS (NT$)	(2.65)	28.54

Note: Excluding the profit from discontinued operations.

(4) Research and development status

The Company's major projects under development are outlined as follows.

A. ClickClean™ – in-situ cleaning device for laparoscopic surgery (LAP-A01)

This product is a Class II medical device developed to solve the burden of removing contamination from the lens. It is designed to be easy to use and allows surgeons to clean the lens quickly during surgery, avoiding interruptions and reducing the risk to patients. In addition to receiving FDA 510(k) in the third quarter of 2015, the product has also been granted additional FDA Special 510(k) in the first quarter of 2016 and the first quarter of 2017, respectively. Currently, the Company is seeking licensing or commercial partners.

B. AbClose™ – in-port site closure system (LAP-C01)

This product is a Class II medical device developed to address the problem of needle puncture or inadvertent injury to intraperitoneal organs or blood vessels at the end of laparoscopic surgery, and to facilitate easy and rapid closure of the wounds. The product has been granted FDA 510(k) marketing approval in the third quarter of 2016; we are now seeking licensing or commercial partners.

C. PUMA™– Trauma Internal Fixation Device (ORP-T01)

This product is a Class II medical device designed for internal fixation of limb trauma, which involves the shoulder, elbow, wrist or ankle. The product not only provides continuous and effective internal fixation at trauma sites, but also allows patients to move their joints naturally while recovering without the risk of breaking or displacing the fixation, thus reducing the chance of a secondary surgery for implant removal. The Company initiated the project in 2017 and started the product design, prototyping and testing, application for regulatory approval as well as other development activities, and obtained 510(k) from the US FDA in the first quarter of 2018. The Company continues to accrue clinical scale and user experiences, and is actively pursuing licensing or commercial partners.

D. Urocross™ Expander system – treatment for benign Prostatic Hyperplasia (BPH) (URO-T01)

This product's main objective is to relieve lower urinary tract symptoms (LUTS) caused by benign prostatic hyperplasia (BPH). The product is intended to provide minimally invasive treatment to patients, effectively alleviating clinical symptoms and improving patients' quality of life. In the fourth quarter of 2016, the Company started to design and develop various prototypes for the product. In 2017, the Company even conducted multiple animal studies to prove the effectiveness of the product in relieving symptoms caused by benign prostatic hyperplasia. The feasibility study was initiated in the fourth quarter of 2018, and the number of patients enrolled in the study has continued to increase over 2021. The outstanding results of the interim analysis has presented at the American Urological Association's 2021 Annual Meeting.

E. Duett ™ – Vascular Graft System for Aortic Dissection Repair (CVS-T01)

This product's is designed to facilitate the thoracic aortic repair surgery for aortic dissections or lesions. The main objective is to reduce the complexity of the surgery as well as the operative time, which provides competitive advantages. The project was officially launched in the second quarter of 2018 and has gone through the process of project planning, physician interviews, defining market and product specifications, product design, patent application and other development activities. As of 2021, multiple animal studies with at least six-month follow-up have been completed, with results presented at the European Association for Cardio-Thoracic Surgery.

2. Overview of Business Plan for 2022

(1) Business policies

A. We will continue to drive product development status forward and generate revenue from projects, including licensing and milestone payments: In 2022, we will continue to assist Terumo in obtaining PMA market approval for IVC-C01 (Cross-Seal), and obtain milestone payments for 1B, 2A-2, 2B and 3A. We will continue the development activities of minimally invasive medical device for the treatment of lower urinary tract

symptoms due to benign prostate hypertrophy (URO-T01) and thoracic aortic repair medical device (CVS-T01). URO-T01 is actively moving towards the U.S. IDE clinical trial, and CVS-T01 will start its first-in-man studies. For products that have received regulatory approval, the Company will continue to conduct limited commercialization to accumulate clinical user feedback and accelerate the business development activities with potential licensing or commercialization partners.

B. Continue to generate revenue from medical device contract manufacturing services:
Our subsidiary Medeologix will invest in expanding the production line for MediBalloon in the United States, recruiting senior manufacturing talents and advancing its technologies. At the same time, a mass production facility will be established in Taiwan to meet the strong demand for advanced medical balloons manufacturing from global medical device companies, and to generate stable revenue source for the Group.

C. We will continue to expand our medical device CDMO footprint. Through the synergistic effect with partners, we will enhance the overall quality and efficiency for medical device manufacturing and bring in advanced technologies to Taiwan, in order to meet global demand and establish competitive advantage.

D. We will continue to evaluate potential value-added medical devices projects for future development, properly allocate resources for PMA or 510(k) projects with distinguished resources needed for regulatory, thereby optimizing the resource allocation for the Gorup's business operations and future revenue opportunities.

E. We will continue to strengthen our capabilities in research and development, design and manufacturing of advanced medical devices as well as our core R&D capacity, cultivating domestic talents in R&D, production and management for the advanced medical device industry.

(2) Expected sales volumes and their basis

The Company discusses with major global medical device manufacturers for licensing deals as soon as the product development achieves certain milestones. In the future, we will continue to generate licensing revenue by licensing our projects to global medical device manufacturers. The licensing fees are estimated based on the market size, such as procedure volume, compound annual growth rate, usage of the product, end user price and market share, etc.

On March 2, 2018, the Company entered into the asset purchase agreement along with the service and product supply agreements with Terumo Medical Corporation, a subsidiary of Terumo Corporation, for a total consideration of $50 million for Cross-Seal™ – large bore vascular closure system (IVC-C01). The upfront payment of $20.0 million was received on the date of the transaction. In 2021, while continuing to provide product development services to Terumo, the Company have completed the preparation of the US FDA cGMP audit for the Phase 2A-1 milestone of US$1 million. The Company also completed the submission of PMA application to FDA on a modular basis and obtained the PMA Approvable Letter from FDA at the end of the year. Based on the mutual trust with Terumo since the beginning of the

partnership, the two companies simultaneously amended the contract and released the milestone criteria to obtaining the PMA Approvable Letter. Subsequently, in early 2022, we were notified that the milestone had been achieved and the Phase 2B milestone payment of US$6.5 million has received. We will continue to work with Terumo to bring the product to market for obtaining the remaining US$20 million of milestone payments.

(3) Major production and marketing policies

A. In 2018, the Company transferred the global intellectual property assets of IVC-C01 to Terumo. In 2021, the Company received Phase 2A-1 milestone payments. We will continue to work with Terumo to bring the product to market and realize the remaining milestone payments.

B. We are actively pursuing the limited launch strategy to bring regulatory approved products to market, and to expedite the discussion of partnership with potential licensing or commercialization partners.

C. We will continue to evaluate potential value-added medical devices projects for future development and new product lines in order to expand our revenue sources.

D. We are actively expanding our CDMO business by integrating component and finished product manufacturing footprint. In addition to creating new sources of stable revenue, we are leveraging on the synergies with our partners to provide high quality products to major international medical device companies by leveraging Taiwan's high efficiency and quality manufacturing capabilities and talents.

3. Future Corporate Development Strategies

The Company's business model encompasses the development and licensing of innovative medical device products, as well as Contract Development and Manufacturing Organization (CDMO) business and its upstream and downstream business integration, with the primary objective of achieving long-term and stable positive cash flow.

(1) Development and licensing of innovative medical devices

Through a comprehensive project selection strategy, the Company is committed to developing innovative products that address unmet medical needs and have strong market potential. The selection criteria covers clinical needs, market value, other marketable products, technical feasibility, product development timeline, clinical and regulatory, reimbursement, patent strategies, return on investment, etc. to reduce product development risks and protect shareholders' interests. Since incorporated, the Company has been accumulating R&D experience in the fields of minimally invasive cardiovascular surgery, laparoscopic surgery, orthopedics and urology, etc. Over the years, the company has built up professional medical knowledge and physician connections. In addition, the Company has developed a network of global clients and regularly interacted with international regulatory bodies. The current team

has considerable experience and achievements in regulatory approval, quality management systems and product development. In the future, we will allocate resources appropriately and replicate our past successful experience in our R&D projects to ensure the maximum effectiveness of the resources invested and enhance the return on investment.

The Company's medical device projects under development are all aimed at the ultimate goal of licensing. We will expand our partner network and reach out to suitable international licensees. In recent years, international companies have become increasingly cautious in their acquisition strategies for innovative products, preferring to participate in the product development process of their target companies by investing in them upfront, and to initiate the acquisition process only after the target companies have generated revenue. In this regard, the team of the Company's investment will conduct clinical trials and limited launch activities in target markets as soon as possible, depending on the regulatory requirements of the target market. We will actively accumulate clinical case experiences to further validate the efficacy and safety of the products with end-users and enhance the visibility and market value of our products.

(2) Entering the CDMO market for advanced medical devices

In order to support the development of innovative medical devices as well as to generate long-term and stable positive cash flow, the Company is actively entering the field of CDMO services for advanced medical devices, working with its partners to build upstream medical device manufacturing process technology and downstream mass production capacity. In this way, the Group will continue to provide product manufacturing services after the successful licensing of the products, aiming to create more value for the Company and its shareholders. In 2016, the Company formed an alliance with Delta Asia International Corporation to enter the field of advanced medical device manufacturing from medical plastic injection molding. In 2020, Delta Asia was successfully listed on Taipei Exchange. In 2021, the Company further established a subsidiary, Medeologix, Inc. at the end of the year and partner with MediBalloon, Inc. in the United States to actively engage in the contract manufacturing of advanced medical balloons. Combining MediBalloon's experience in R&D and core technologies for more than two decades and with Medeologix's mass production base in Taiwan, a global supply chain integration of "taking orders in the US, trial production locally and mass production in Taiwan" has been established. We will continue to look for potential partners to expand into the field of other key components, semi-finished products and finished products for medical devices, aiming at high quality and high efficiency in order to provide a one-stop-shop service from prototyping to mass production of advanced medical products for our customers worldwide.

4. Impact of the External Competitive Environment, Regulatory Environment and General Business Environment

The medical device industry is a high value-added industry that is growing rapidly. With the trend of internationalization and globalization, many competitors have emerged as well. At the same time, in order to develop the global market and increase sales, international medical device companies have sought to acquire innovative technologies to save development time and huge R&D expenses by means of mergers and acquisitions as well as strategic alliances in recent years, making the business environment of the industry increasingly complicated. When introducing new technologies or initiating new R&D projects, the company goes through a comprehensive strategic analysis of potential competitors, including their intellectual property strategies, selling prices, market share, design strengths and weaknesses, in order to develop competitive products. All products currently under development are regularly tested and discussed with physicians by the R&D team to develop product specifications. This is to ensure the uniqueness of our products. At the same time, the innovative technologies developed by the Company are protected by intellectual property rights, such as patents and trade secrets, to prevent competitors from entering the market with similar technologies and products. In addition, through attending professional lectures, national and international medical conferences, as well as regular visits to medical and academic institutions, the team keeps track of R&D trends and regulatory policies, taking immediate action on any issues that may affect the industry as a whole and the Company's products.

As regulatory authorities in various countries have been increasingly stringent, coupled with the fact that both the public and private health insurance sectors share the goal of reducing medical costs, the regulatory and marketing hurdles are rising rapidly. As a result, international medical device companies are focusing their resources on the downstream of the medical device value chain activities, including product regulatory approval, reimbursement, and global sales channels, in order to consolidate their advantages. As an emerging company in Taiwan, we have the flexibility, fast execution and innovative technologies, and focus on product design and development, pre-clinical animal studies, human clinical trials, regulatory approval, etc. We can be a close partner to international medical device manufacturers in the development stage of their products.

The outlook for the future of the medical device industry remains positive. According to a research report by BMI Research, the size of the global medical device market reached US$427.3 billion in 2020 and is estimated to grow to US$491.3 billion in 2023, with a compound annual growth rate of approximately 4.8% from 2020 to 2023. Since 2009, Taiwan's government has been promoting the “Diamond Action Plan for Biotech Takeoff”, “Biotech Industry Takeoff Action Plan”, and “Taiwan Bioeconomy Industry Development Plan”. In addition, the development of the biomedical industry is also one of the key areas of the government's “5+2 Innovative Industries Plan”, which drives the value of production, corporate investment, capital markets, and innovative R&D in the biotech and medical industries. In light of the innovative landscape of the biomedical industry, the Executive Yuan's Bio Taiwan Committee (BTC) meeting in September 2018 recommended that Taiwan should capitalize on the strengths of its information and communications industry while structuring its digital medical data platform to keep pace with international standards so as to drive the development of biomedical fields such as pharmaceuticals, medical devices, health and welfare,

and precision medicine. In addition, Taiwan should encourage the development of digital health and related industries to enhance the international competitiveness of Taiwan's biomedical and digital health industries. Also, the Ministry of Economic Affairs (MOEA) passed the “Act for the Development of Biotech and Pharmaceutical Industry” at the end of 2021. This amendment included for the first time the scope of contract development and manufacturing organization (CDMO), promoting Taiwan's medical industry to move towards the dual emphasis of “R&D and manufacturing” and “contract development and manufacturing organization”. With the advent of the post-epidemic era, the expansion of applications and demand in the fields of digital health, telemedicine and artificial intelligence for epidemic prevention and public safety has further boosted the market demand for medical device innovation and medical device product prototyping, manufacturing and mass production. Overall, the Group of Medeon has the capacity for innovative R&D as well as small to large volume manufacturing. With the encouraging policies and resources from the Taiwan government, the Company is expected to ride on this momentum to continue its positive and rapid development to play an important role in the global medical devices value chain.

Chairman: Yue Teh Jang General Manager: Yue Teh Jang Accounting Manager: Elisa Huang

Exhibit 2

Medeon Biodesign, Inc.
Audit Committee Review Report

Dear Shareholders,

The Board of Directors has prepared the Company's 2021 Business Report, Financial Statements. Consolidated Financial Statements, and Proposal of 2021 Earning Distribution, etc. Among the above, the Financial Statements and Consolidated Financial Statements were audited, and the audit report has been issued by CPA Hsiao Tzu Chou and CPA Yu Kuan Lin of PwC Taiwan appointed by the Board of Directors.

The aforementioned Business Report, Financial Statements, Consolidated Financial Statements and Proposal of 2021 Earning Distribution have been audited by the Audit Committee without any nonconformity identified. We hereby submit this report for your review in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act.

Yours faithfully,

Chia Ying Ma
Chair of the Audit Committee
March 24, 2022

Exhibit 3

Medeon Biodesign, Inc.
Report on 2021 Directors' Remuneration

Unit: NT$ dollar

Job Title	Name	Directors' Remuneration								Total of A, B, C and D and Proportion to Net Profit after Tax (Note 10)		Relevant Remuneration for Part-time Employees								Total of A, B, C, D, E, F and G and Proportion of Net Profit after Tax (Note 10)		Whether remunerations are received from a business other than a subsidiary or the parent company (Note 11)
		Salary (A) (Note 2)		Pensions (B)		Directors' Remuneration (C) (Note 3)		Business Execution Costs (D) (Note 4)				Salary, Bonus and Special Expense, etc. (E) (Note 5)		Pensions (F)		Employee Compensation (G) (Note 6)						
		The Company	All Companies in the Financial Statements (Note 7))	The Company	All Companies in the Financial Statements (Note 7))	The Company	All Companies in the Financial Statements (Note 7)	The Company	All Companies in the Financial Statements (Note 7)	The Company	All Companies in the Financial Statements (Note 7)	The Company	All Companies in the Financial Statements (Note 7)	The Company	All Companies in the Financial Statements (Note 7))	The Company		All Companies in the Financial Statements (Note 7))		The Company	All Companies in the Financial Statements (Note 7))	
																Cash Amount	Stock Amount	Cash Amount	Stock Amount			
Executive Chairman	Medeon, Inc. (USA) Representative：Yue Teh Jang	-	-	-	-	1,000,000	1,000,000	54,000	54,000	1.054,000 0.05%	1,054,000 0.05%	782,337	13,415,763	-	-	-	-	-	-	1,836,337 0.09%	14,469,763 0.70%	-
Director	Center Laboratories, Inc. Representative：Jung Chin Lin	-	-	-	-	1,000,000	1,000,000	22,500	22,500	1,022,500 0.05%	1,022,500 0.05%	-	-	-	-	-	-	-	-	1,022,500 0.05%	1,022,500 0.05%	-
Director	Center Laboratories, Inc. Representative：Chih Hsiung Wu	-	-	-	-	1,000,000	1,000,000	40,500	40,500	1,040,500 0.05%	1,040,500 0.05%	-	-	-	-	-	-	-	-	1,040,500 0.05%	1,040,500 0.05%	-
Director	Honh Jen Chang	-	-	-	-	1,000,000	1,000,000	27,000	27,000	1,027,000 0.05%	1,027,000 0.05%	-	-	-	-	-	-	-	-	1,027,000 0.05%	1,027,000 0.05%	-
Director	Hsin Yuan Fang	-	-	-	-	1,000,000	1,000,000	36,000	36,000	1,036,000 0.05%	1,036,000 0.05%	-	-	-	-	-	-	-	-	1,036,000 0.05%	1,036,000 0.05%	-
Independent Director	Chi Hang Yang	600,000	600,000	-	-	-	-	108,000	108,000	708,000 0.03%	708,000 0.03%	-	-	-	-	-	-	-	-	708,000 0.03%	708,000 0.03%	-
Independent Director	Chia Ying Ma	600,000	600,000	-	-	-	-	103,500	103,500	703,500 0.03%	703,500 0.03%	-	-	-	-	-	-	-	-	703,500 0.03%	703,500 0.03%	-
Independent Director	Jerome Shen	600,000	600,000	-	-	-	-	103,500	103,500	703,500 0.03%	703,500 0.03%	-	-	-	-	-	-	-	-	703,500 0.03%	703,500 0.03%	-

(1). Please describe the policy, system, criteria and structure for the payment of remuneration to independent directors and its relevance to the amount of remuneration paid in terms of the responsibilities, risks and time commitment involved.

A. In accordance with the articles of incorporation, not more than 2% of the Company's annual profit shall be paid as remuneration to the Directors. However, if the Company has accumulated losses, the Company shall retain the amount of such losses in advance and then pay the Directors' remuneration in accordance with the aforesaid percentage.

B. In accordance with the aforementioned articles of incorporation, the remuneration of the Company's directors for the year 2021 was determined by the Remuneration Committee based on the results of the 2021 Board of Directors' performance evaluation (measured in five major areas, including participation in the Company's operations, improvement of the quality of decisions made by the Board of Directors, composition and structure of the Board of Directors, selection and continuing education of directors, and internal control) and the 2021 Board of Directors' self-evaluation (measured in six major areas, including mastery of the Company's goals and tasks, awareness of directors' duties, participation in the Company's operations, internal relations and communication, professional and continuing education of directors, and internal control), and The value of the directors' participation in and contribution to the Company's operations, as well as the value of the directors' contribution to the Company's operations, are recommended by the Board of Directors, taking into account the usual standards of the industry, and approved by the Board of Directors.

C. The performance of the independent directors for the year 2021 will be evaluated in the same manner as described above, except that the independent directors will receive fixed remuneration and will not participate in the annual distribution of directors' remuneration as described above.

(2). Remuneration received for services rendered by directors of the Company (e.g. as consultants to non-employees of the parent company/financial reporting company/investment business, etc.) in the most recent year, other than those disclosed in the table above: Nil.

Exhibit 4

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of MEDEON BIODESIGN, INC.

Opinion

We have audited the accompanying consolidated balance sheets of MEDEON BIODESIGN, INC. AND SUBSIDIARIES (the "Group") as at December 31, 2021 and 2020, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of 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, 2021 and 2020, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the Financial Supervisory Commission.

Basis for opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and generally accepted auditing standards in the Republic of China. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the Norm of Professional Ethics for Certified Public Accountants of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Group's 2021 consolidated financial statements. These matters were addressed in the context of our audit of the consolidated financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters for the Group's 2021 consolidated financial statements are stated as follows:

Disposal of significant equity transaction

Description

For a description of the accounting policy for investments accounted for using equity method, please refer to Note 4(3); and for the information of investments accounted for using equity method, please refer to Note 6(6).

As described in Note 6(6), Medeon Biodesign, Inc. had disposed equity interest in Delta Asia International Corporation held to 17.35%, which had lost the control of Delta Asia International Corporation. Medeon Biodesign, Inc. recognized gains on disposals of investment in the amount of TWD2,559,173 thousands. For the disposal of equity interest in Delta Asia International Corporation, IFRS 10 was adopted for the above transaction. Since the gains on the disposal was significant to the financial statements, we determined the profit or loss on disposal of subsidiary as a key audit matter.

How our audit addressed the matter

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

A. Interviewed with the management and confirmed the record of the Board meeting related to the evaluation process and determination of price.
B. Reviewed related documents of the transactions to confirm that the internal control procedure adopted by Medeon Biodesign, Inc. and "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" have been followed.
C. Confirmed the calculation and the amount to be recognised is consistent with its policy.
D. Reviewed the bank statement and confirmed that payment of the disposal has been transferred.

Other matter – Parent company only financial statements

We have audited and expressed an unmodified opinion on the parent company only financial statements of Medeon Biodesign, Inc. as at and for the years ended December 31, 2021 and 2020.

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the Financial Supervisory Commission, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance, including supervisors, 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 generally accepted auditing standards in 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 generally accepted auditing standards in the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the 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.

Chou, Hsiao-Tzu　　Lin, Yu-Kuan

For and on behalf of PricewaterhouseCoopers, Taiwan

March 24, 2022

MEDEON BIODESIGN, INC. AND SUBSIDIARIES
BALANCE SHEETS
DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars)

	Assets	Notes	December 31, 2021 AMOUNT	%	December 31, 2020 AMOUNT	%
	Current assets					
1100	Cash and cash equivalents	6(1)	$ 735,320	17	$ 1,128,125	34
1110	Current financial assets at fair value through profit or loss	6(2)	6,479	-	-	-
1136	Current financial assets at amortised cost	6(3)	1,608,100	37	1,058,078	32
1170	Accounts receivable, net	6(4)	10,124	-	164,806	5
1200	Other receivables	7	4,492	-	3,497	-
1220	Current tax assets		629	-	2,007	-
130X	Inventories	6(5)	-	-	45,475	1
1410	Prepayments		24,684	1	17,752	1
11XX	**Current Assets**		2,389,828	55	2,419,740	73
	Non-current assets					
1550	Investments accounted for using equity method	6(6)	1,846,621	42	-	-
1600	Property, plant and equipment	6(7)	16,003	-	192,970	6
1755	Right-of-use assets	6(8)	28,515	1	473,059	14
1780	Intangible assets	6(9)	78,939	2	213,518	7
1840	Deferred tax assets	6(24)	-	-	4,121	-
1915	Prepayments for business facilities	6(7)	-	-	1,618	-
1920	Guarantee deposits paid		4,584	-	9,309	-
15XX	**Non-current assets**		1,974,662	45	894,595	27
1XXX	**Total assets**		$ 4,364,490	100	$ 3,314,335	100

(Continued)

MEDEON BIODESIGN, INC. AND SUBSIDIARIES
BALANCE SHEETS
DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars)

	Liabilities and Equity	Notes	December 31, 2021 AMOUNT	%	December 31, 2020 AMOUNT	%
	Liabilities					
	Current liabilities					
2130	Current contract liabilities	6(19)	$ 647	-	$ 11,132	-
2170	Accounts payable		45	-	28,264	1
2200	Other payables	6(11)	78,131	2	91,911	3
2230	Current tax liabilities		66,740	2	41,753	1
2280	Current lease liabilities		14,532	-	23,529	1
2300	Other current liabilities		202	-	1,005	-
21XX	**Current Liabilities**		160,297	4	197,594	6
2540	Non-current borrowings	6(12)	-	-	12,935	-
2580	Non-current lease liabilities		15,706	-	456,299	14
25XX	**Non-current liabilities**		15,706	-	469,234	14
2XXX	**Total Liabilities**		176,003	4	666,828	20
	Equity					
	Share capital	6(15)				
3110	Share capital - common stock		732,341	17	665,032	20
	Capital surplus	6(16)				
3200	Capital surplus		1,349,260	31	1,933,081	58
	Retained earnings	6(17)				
3350	Unappropriated retained earnings (accumulated deficit)		2,071,824	47	(525,912)	(16)
	Other equity interest	6(18)				
3400	Other equity interest		(12,489)	-	(6,681)	-
3500	Treasury shares	6(15)	(10,603)	-	(20,478)	-
31XX	**Equity attributable to owners of the parent**		4,130,333	95	2,045,042	62
36XX	Non-controlling interest		58,154	1	602,465	18
3XXX	**Total equity**		4,188,487	96	2,647,507	80
	Significant contingent liabilties and unrecognised contract commitments	9				
	Significant events after the balance sheet date	11				
3X2X	**Total liabilities and equity**		$ 4,364,490	100	$ 3,314,335	100

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

MEDEON BIODESIGN, INC. AND SUBSIDIARIES
STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars, except earnings(losses) per share))

			Year ended December 31			
			2021 Retrospective adjustment		2020 Retrospective adjustment	
	Items	Notes	AMOUNT	%	AMOUNT	%
4000	Sales revenue	6(19)	$ 68,957	100	$ 123,056	100
5000	Operating costs	6(5)(20)(21) and 7	(40,326)	(59)	(76,754)	(63)
5900	Net operating margin		28,631	41	46,302	37
	Operating expenses	6(20)(21) and 7				
6100	Selling expenses		(42,448)	(61)	(58,982)	(48)
6200	General and administrative expenses		(65,902)	(96)	(39,522)	(32)
6300	Research and development expenses		(415,870)	(603)	(289,940)	(235)
6450	Impairment loss (impairment gain and reversal of impairment loss) determined in accordance with IFRS 9	12(2)	-	-	393	-
6000	Total operating expenses		(524,220)	(760)	(388,051)	(315)
6900	Operating loss		(495,589)	(719)	(341,749)	(278)
	Non-operating income and expenses					
7100	Interest income	6(22)	6,117	9	9,610	8
7020	Other gains and losses	6(2)(12)(23)	(43,072)	(62)	(8,592)	(7)
7050	Finance costs	6(8)	(1,027)	(2)	(1,385)	(1)
7060	Share of profit of associates and joint ventures accounted for using equity method,net	6(6)	19,664	29	-	-
7000	Total non-operating income and expenses		(18,318)	(26)	(367)	-
7900	**Loss before income tax**		(513,907)	(745)	(342,116)	(278)
7950	Income tax expense	6(24)	(72,457)	(105)	(5,281)	(4)
8000	**Loss from continuing operations**		(586,364)	(850)	(347,397)	(282)
8100	Profit from discontinued operations	6(10)	2,617,810	3796	177,811	144
8200	**Profit (loss) for the year**		$ 2,031,446	2946	($ 169,586)	(138)

(Continued)

MEDEON BIODESIGN, INC. AND SUBSIDIARIES
STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars, except earnings(losses) per share))

	Items	Notes	Year ended December 31 2021 Retrospective adjustment AMOUNT	%	2020 Retrospective adjustment AMOUNT	%
	Other comprehensive income					
	Components of other comprehensive income that will be reclassified to profit or loss					
8361	Financial statements translation differences of foreign operations	6(18)	($ 1,418)	(2)	($ 6,392)	(5)
8500	**Total comprehensive income(loss) for the year**		$ 2,030,028	2944	($ 175,978)	(143)
	Profit (loss), attributable to:					
8610	Owners of the parent		$ 2,078,192	3014	($ 192,735)	(157)
8620	Non-controlling interest		(46,746)	(68)	23,149	19
			$ 2,031,446	2946	($ 169,586)	(138)
	Comprehensive income(loss) attributable to:					
8710	Owners of the parent		$ 2,072,384	3005	($ 197,921)	(161)
8720	Non-controlling interest		(42,356)	(61)	21,943	18
			$ 2,030,028	2944	($ 175,978)	(143)
	Basic earnings(loss) per share	6(25)				
9710	Basic loss per share from continuing operations		($ 7.00)		($ 4.12)	
9720	Basic earnings per share from discontinued operations		35.54		1.47	
9750	Total basic earnings(loss) per share		$ 28.54		($ 2.65)	
9810	Diluted loss per share from continuing operations		($ 7.12)		($ 4.12)	
9820	Diluted earnings per share from discontinued operations		35.54		1.47	
9850	Total diluted earnings(loss) per share		$ 28.42		($ 2.65)	

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

MEDEON BIODESIGN, INC. AND SUBSIDIARIES
STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars)

		Equity attributable to owners of the parent											
			Capital Reserves										
	Notes	Common stock	Additional paid-in capital	Treasury share transactions	Difference between consideration and carrying amount of subsidiaries acquired or disposed	Changes in ownership interests in subsidiaries	Employee stock warrants	Unappropriated retained earnings (accumulated deficit)	Financial statements translation differences of foreign operations	Treasury shares	Total	Non-controlling interest	Total equity
2020													
Balance at January 1, 2020		$ 664,952	$ 1,630,860	$ -	$ 37,011	$ -	$ 6,074	($ 333,177)	($ 1,495)	$ -	$ 2,004,225	$ 244,501	$ 2,248,726
Profit (loss) for the year		-	-	-	-	-	-	(192,735)	-	-	(192,735)	23,149	(169,586)
Other comprehensive loss for the year	6(18)	-	-	-	-	-	-	-	(5,186)	-	(5,186)	(1,206)	(6,392)
Total comprehensive income(loss)		-	-	-	-	-	-	(192,735)	(5,186)	-	(197,921)	21,943	(175,978)
Purchase of treasury shares	6(15)	-	-	-	-	-	-	-	-	(20,478)	(20,478)	-	(20,478)
Share-based payments	6(14)	-	-	-	-	-	-	-	-	-	-	504	504
Changes in non-controlling interests		-	-	-	-	-	-	-	-	-	-	584,568	584,568
Changes in ownership interests in subsidiaries		-	-	-	(31,111)	290,247	-	-	-	-	259,136	(249,051)	10,085
Exercise of employee stock options		80	46	-	-	-	(46)	-	-	-	80	-	80
Balance at December 31, 2020		$ 665,032	$ 1,630,906	$ -	$ 5,900	$ 290,247	$ 6,028	($ 525,912)	($ 6,681)	($ 20,478)	$ 2,045,042	$ 602,465	$ 2,647,507
2021													
Balance at January 1, 2021		$ 665,032	$ 1,630,906	$ -	$ 5,900	$ 290,247	$ 6,028	($ 525,912)	($ 6,681)	($ 20,478)	$ 2,045,042	$ 602,465	$ 2,647,507
Profit (loss) for the year		-	-	-	-	-	-	2,078,192	-	-	2,078,192	(46,746)	2,031,446
Other comprehensive income(loss) for the year	6(18)	-	-	-	-	-	-	-	(5,808)	-	(5,808)	4,390	(1,418)
Total comprehensive income(loss)		-	-	-	-	-	-	2,078,192	(5,808)	-	2,072,384	(42,356)	2,030,028
Capital surplus used to offset accumulated deficit		-	(235,665)	-	-	(290,247)	-	525,912	-	-	-	-	-
Capital surplus transferred to capital	6(16)	66,159	(66,159)	-	-	-	-	-	-	-	-	-	-
Share-based payments	6(14)	-	2,010	5,602	-	-	(2,010)	-	-	-	5,602	350	5,952
Changes in ownership interests in subsidiaries		-	-	-	(65,253)	-	-	(5,438)	-	-	(70,691)	69,283	(1,408)
Disposal of subsidiaries		-	-	-	67,901	-	-	-	-	-	67,901	(596,782)	(528,881)
Acquisition of subsidiaries		-	-	-	-	-	-	-	-	-	-	25,194	25,194
Exercise of employee stock options	6(14)	1,150	612	-	-	-	(612)	-	-	-	1,150	-	1,150
Treasury shares reissued to employees	6(15)	-	-	-	-	-	-	(930)	-	9,875	8,945	-	8,945
Balance at December 31, 2021		$ 732,341	$ 1,331,704	$ 5,602	$ 8,548	$ -	$ 3,406	$ 2,071,824	($ 12,489)	($ 10,603)	$ 4,130,333	$ 58,154	$ 4,188,487

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

MEDEON BIODESIGN, INC. AND SUBSIDIARIES
STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31 2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES			
Loss from continuing operations before tax		($ 513,907)	($ 342,116)
Profit from discontinued operations before tax	6(10)	2,634,218	228,463
Profit (loss) before tax		2,120,311	(113,653)
Adjustments			
Adjustments to reconcile profit (loss)			
Share-based payments	6(14)	5,952	504
Expected credit loss (gain)	12(2)	(359)	(328)
Depreciation expense(including right-of-use assets)	6(7)(8)(20)	42,882	57,723
Amortization expense	6(9)(20)	16,133	26,551
Interest income	6(22)	(6,864)	(10,025)
Interest expense	6(8)	4,430	3,281
Other income	6(12)	(12,755)	-
Revaluation gains on current financial assets	6(2)		
measured at fair value through profit or loss		(2,479)	-
Share of profit of associates and joint ventures	6(6)		
accounted for using equity method		(19,664)	-
Gains on disposals of investments	6(23)	(2,504,096)	-
Changes in operating assets and liabilities			
Changes in operating assets			
Accounts receivable		39,646	(92,070)
Other receivables		(1,747)	(668)
Inventories		(10,042)	(11,897)
Other prepayments		(6,235)	13,522
Changes in operating liabilities			
Accounts payable		4,420	2,546
Other payables		44,415	8,652
Contract liabilities		(8,179)	(6,521)
Other current liabilities		125	271
Cash outflow generated from operations		(294,106)	(122,112)
Interest received		6,635	13,360
Interest paid		(1,553)	(3,281)
Income tax paid		(4,353)	(39,240)
Net cash flows used in operating activities		(293,377)	(151,273)

(Continued)

MEDEON BIODESIGN, INC. AND SUBSIDIARIES
STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31 2021	2020
CASH FLOWS FROM INVESTING ACTIVITIES			
Acquisition of current financial assets at fair value through profit and loss		($ 4,000)	$ -
Proceeds from disposal (acquisition) of financial assets at amortised cost		(842,762)	270,124
Acquisition of property, plant and equipment	6(28)	(8,317)	(20,163)
Acquisition of intangible assets		(695)	(991)
Increase in refundable deposits		(832)	(3,342)
Acquired net cash of subsidiaries		4,210	-
Changes in net cash of subsidiaries	6(28)	364,786	-
Proceeds from disposal of investments accounted for using equity method		310,839	-
Proceeds of disposal of ownership interests in subsidiaries		86,136	-
Net cash flows (used in) from investing activities		(90,635)	245,628
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from long-term debt	6(12)	-	12,935
Payments of lease liabilities		(17,395)	(21,355)
Exercise of employee share options	6(14)	1,150	80
Acquisition of treasury shares	6(15)	-	(20,478)
Treasury shares reissued to employees	6(15)	8,945	-
Increase in non-controlling interests		-	614,964
Proceeds of disposal of holding trust of employee		3,398	10,085
Subsidiary's cash dividends paid		-	(30,396)
Net cash flows (used in) from financing activities		(3,902)	565,835
Effect of exchange rate changes		(4,891)	(4,124)
Net (decrease) increase in cash and cash equivalents		(392,805)	656,066
Cash and cash equivalents at beginning of year		1,128,125	472,059
Cash and cash equivalents at end of year		$ 735,320	$ 1,128,125

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

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of Medeon Biodesign, Inc.

Opinion

We have audited the accompanying parent company only balance sheets of Medeon Biodesign, Inc. as at December 31, 2021 and 2020, and the related parent company only statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the parent company only financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying parent company only financial statements present fairly, in all material respects, the parent company only financial position of Medeon Biodesign, Inc. as at December 31, 2021 and 2020, and its parent company only financial performance and its parent company only 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 generally accepted auditing standards in 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 Medeon Biodesign, Inc. in accordance with the Norm of Professional Ethics for Certified Public Accountants in the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the parent company only financial statements of the current period. These matters were addressed in the context of our audit of the parent company only financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters for Medeon Biodesign, Inc.'s 2021 parent company only financial statements of the current period are stated as follows:

Disposal of significant equity transaction

Description

For a description of the accounting policy for investments accounted for using equity method, please refer to Note 4(11); and for the information of investments accounted for using equity method, please refer to Note 6(5).

As described in Note6(5), Medeon Biodesign, Inc. had disposed equity interest in Delta Asia International Corporation held to 17.35%, which had lost the control of Delta Asia International Corporation. Medeon Biodesign, Inc. recognized gains on disposals of investment in the amount of TWD 2,559,173 thousands. For the disposal of equity interest in Delta Asia International Corporation, IFRS 10 was adopted for the above transaction. Since the gains on the disposal was significant to the financial statements, we determined Significance disposal of equity interest as a key audit matter

How our audit addressed the matter

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

A. Interviewed with the management and confirmed the record of the Board meeting related to the evaluation process and determination of price.
B. Reviewed related documents of the transactions to confirm that the internal control procedure adopted by Medeon Biodesign, Inc. and "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" have been followed.
C. Confirmed the calculation and the amount to be recognised is consistent with its policy.
D. Reviewed the bank statement and confirmed that payment of the disposal has been transferred.

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

Management is responsible for the preparation and fair presentation of the parent company only financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and for such internal control as management determines is necessary to enable the preparation of parent company only financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the parent company only financial statements, management is responsible for assessing Medeon Biodesign, Inc.'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 Medeon Biodesign, Inc. or to cease operations, or has no realistic alternative but to do so.

Those charged with governance, including audit committee, are responsible for overseeing Medeon Biodesign, Inc.'s financial reporting process.

Auditors' responsibilities for the audit of the parent company only financial statements

Our objectives are to obtain reasonable assurance about whether the parent company only financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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 generally accepted auditing standards in the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these parent company only financial statements.

As part of an audit in accordance with the generally accepted auditing standards in the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the parent company only financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one

resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Medeon Biodesign, Inc.'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 Medeon Biodesign, Inc.'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 parent company only financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our 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 parent company only financial statements, including the disclosures, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within Medeon Biodesign, Inc. to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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 parent company only 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.

Chou, Hsiao-Tzu Lin, Yu-Kuan

For and on behalf of PricewaterhouseCoopers, Taiwan

March 24, 2022

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

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

MEDEON BIODESIGN, INC.
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars)

	Assets	Notes	December 31, 2021 AMOUNT	%	December 31, 2020 AMOUNT	%
	Current assets					
1100	Cash and cash equivalents	6(1)	$ 362,255	9	$ 50,259	3
1110	Current financial assets at fair value through profit or loss	6(2)	6,479	-	-	-
1136	Current financial assets at amortised cost	6(3)	1,568,900	37	1,058,078	50
1170	Accounts receivable, net	6(4) and 12(2)	7,823	-	78,883	4
1200	Other receivables		2,255	-	2,837	-
1210	Other receivables - related parties	7	7,577	-	451	-
1220	Current tax assets		629	-	1,992	-
1410	Prepayments		1,050	-	3,122	-
11XX	**Current Assets**		1,956,968	46	1,195,622	57
	Non-current assets					
1550	Investments accounted for using equity method	6(5)	2,296,876	54	888,344	42
1600	Property, plant and equipment	6(6)	2,447	-	4,469	-
1755	Right-of-use assets	6(7)	11,801	-	12,033	1
1780	Intangible assets	6(8)	3,180	-	5,019	-
1920	Guarantee deposits paid		1,985	-	1,985	-
15XX	**Non-current assets**		2,316,289	54	911,850	43
1XXX	**Total assets**		$ 4,273,257	100	$ 2,107,472	100

(Continued)

MEDEON BIODESIGN, INC.
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars)

	Liabilities and Equity	Notes	December 31, 2021 AMOUNT	%	December 31, 2020 AMOUNT	%
	Current liabilities					
2130	Current contract liabilities	6(15)	$ -	-	$ 2,494	-
2200	Other payables		54,643	1	27,557	1
2220	Other payables - related parties	7	9,464	-	20,021	1
2230	Current tax liabilities		66,740	2	-	-
2280	Current lease liabilities		6,720	-	6,826	1
2300	Other current liabilities		203	-	254	-
21XX	**Current Liabilities**		137,770	3	57,152	3
2580	Non-current lease liabilities		5,154	-	5,278	-
25XX	**Non-current liabilities**		5,154	-	5,278	-
2XXX	**Total Liabilities**		142,924	3	62,430	3
	Equity					
	Share capital	6(11)				
3110	Share capital - common stock		732,341	17	665,032	32
	Capital surplus	6(12)				
3200	Capital surplus		1,349,260	31	1,933,081	91
	Retained earnings	6(13)				
3350	Unappropriated retained earnings (Accumulated deficit)		2,071,824	49	(525,912)	(25)
	Other equity interest	6(14)				
3400	Other equity interest		(12,489)	-	(6,681)	-
3500	Treasury shares	6(11)	(10,603)	-	(20,478)	(1)
3XXX	**Total equity**		4,130,333	97	2,045,042	97
	Significant contingent liabilities and unrecognized contract commitments	9				
	Significant events after the balance sheet date	11				
3X2X	**Total liabilities and equity**		$ 4,273,257	100	$ 2,107,472	100

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

MEDEON BIODESIGN, INC.
PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars, except earnings(losses) per share)

			Year ended December 31			
			2021		2020	
	Items	Notes	AMOUNT	%	AMOUNT	%
4000	Sales revenue	6(15)	$ 65,972	100	$ 123,056	100
5000	Operating costs	6(16)(17) and 7	(42,299)	(64)	(89,240)	(73)
5900	Net operating margin		23,673	36	33,816	27
	Operating expenses	6(16)(17) and 7				
6100	Selling expenses		(25,229)	(38)	(46,353)	(38)
6200	General and administrative expenses		(47,883)	(73)	(25,166)	(20)
6300	Research and development expenses		(69,285)	(105)	(77,059)	(62)
6450	Impairment loss (impairment gain and reversal of impairment loss) determined in accordance with IFRS 9		-	-	392	-
6000	Total operating expenses		(142,397)	(216)	(148,186)	(120)
6900	Operating loss		(118,724)	(180)	(114,370)	(93)
	Non-operating income and expenses					
7100	Interest income	6(18)	5,973	9	9,448	8
7010	Other income	6(19) and 7	44,872	68	15,284	12
7020	Other gains and losses	6(5)(20)	2,502,098	3792	(12,681)	(10)
7050	Finance costs	6(7)	(163)	-	(162)	-
7070	Share of loss of associates and joint ventures accounted for using equity method, net	6(5)	(289,124)	(438)	(90,254)	(74)
7000	Total non-operating income and expenses		2,263,656	3431	(78,365)	(64)
7900	**Profit (loss) before income tax**		2,144,932	3251	(192,735)	(157)
7950	Income tax expense	6(21)	(66,740)	(101)	-	-
8200	**Profit (loss) for the year**		$ 2,078,192	3150	($ 192,735)	(157)
	Other comprehensive income					
	Components of other comprehensive income that will be reclassified to profit or loss					
8361	Other comprehensive loss, before tax, exchange differences on translation		($ 5,808)	(9)	($ 5,186)	(4)
8500	**Total comprehensive income(loss) for the year**		$ 2,072,384	3141	($ 197,921)	(161)
	Basic earnings(loss) per share	6(22)				
9750	Total basic earnings(loss) per share		$ 28.54		($ 2.65)	
9850	Total diluted earnings(loss) per share		$ 28.42		($ 2.65)	

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

MEDEON BIODESIGN, INC.
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars)

	Notes	Common stock	Capital Surplus: Additional paid-in capital	Capital Surplus: Treasury share transactions	Capital Surplus: Difference between consideration and carrying amount of subsidiaries acquired or disposed	Capital Surplus: Changes in ownership interests in subsidiaries	Capital Surplus: Employee stock warrants	Unappropriated retained earnings (accumulated deficit)	Financial statements translation differences of foreign operations	Treasury shares	Total equity
2020											
Balance at January 1, 2020		$ 664,952	$1,630,860	$ -	$ 37,011	$ -	$ 6,074	($ 333,177)	($ 1,495)	$ -	$2,004,225
Loss for the year		-	-	-	-	-	-	(192,735)	-	-	(192,735)
Other comprehensive loss for the year	6(14)	-	-	-	-	-	-	-	(5,186)	-	(5,186)
Total comprehensive loss		-	-	-	-	-	-	(192,735)	(5,186)	-	(197,921)
Exercise of employee stock options	6(10)	80	46	-	-	-	(46)	-	-	-	80
Changes in ownership interests in subsidiaries		-	-	-	(31,111)	290,247	-	-	-	-	259,136
Purchase of treasury shares	6(11)	-	-	-	-	-	-	-	-	(20,478)	(20,478)
Balance at December 31, 2020		$ 665,032	$1,630,906	$ -	$ 5,900	$ 290,247	$ 6,028	($ 525,912)	($ 6,681)	($ 20,478)	$2,045,042
2021											
Balance at January 1, 2021		$ 665,032	$1,630,906	$ -	$ 5,900	$ 290,247	$ 6,028	($ 525,912)	($ 6,681)	($ 20,478)	$2,045,042
Profit for the year		-	-	-	-	-	-	2,078,192	-	-	2,078,192
Other comprehensive loss for the year	6(14)	-	-	-	-	-	-	-	(5,808)	-	(5,808)
Total comprehensive income(loss)		-	-	-	-	-	-	2,078,192	(5,808)	-	2,072,384
Capital surplus used to offset accumulated deficit	6(12)	-	(235,665)	-	-	(290,247)	-	525,912	-	-	-
Capital surplus transferred to capital	6(12)	66,159	(66,159)	-	-	-	-	-	-	-	-
Share-based payments	6(10)	-	2,010	5,602	-	-	(2,010)	-	-	-	5,602
Changes in ownership interests in subsidiaries		-	-	-	(65,253)	-	-	(5,438)	-	-	(70,691)
Disposal of investments accounted for using equity method		-	-	-	67,901	-	-	-	-	-	67,901
Exercise of employee stock options	6(10)	1,150	612	-	-	-	(612)	-	-	-	1,150
Treasury shares reissued to employees		-	-	-	-	-	-	(930)	-	9,875	8,945
Balance at December 31, 2021		$ 732,341	$1,331,704	$ 5,602	$ 8,548	$ -	$ 3,406	$2,071,824	($ 12,489)	($ 10,603)	$4,130,333

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

MEDEON BIODESIGN, INC.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31 2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit (loss) before tax		$ 2,144,932	($ 192,735)
Adjustments			
Adjustments to reconcile profit (loss)			
Share-based payments	6(10)	5,602	-
Depreciation expense(including right-of-use assets)	6(6)(7)(16)	9,131	10,800
Amortization expense	6(8)(16)	2,004	1,989
Revaluation gains on current financial assets measured at fair value through profit or loss	6(2)	(2,479)	-
Expected credit (gain) loss	12(2)	-	(392)
Interest expense	6(7)	163	162
Interest income	6(18)	(5,973)	(9,448)
Gain on disposal of investments	6(20)	(2,504,096)	-
Share of loss of associates and joint ventures accounted for using equity method	6(5)	289,124	90,254
Changes in operating assets and liabilities			
Changes in operating assets			
Accounts receivable		71,060	(62,405)
Other accounts receivable		668	(786)
Other receivables - related parties		(7,126)	(451)
Prepayments		2,072	22,408
Changes in operating liabilities			
Current contract liabilities		(2,494)	(9,575)
Other payables		27,174	(8,356)
Other payables to related parties		(10,557)	(11,945)
Other current liabilities		(50)	28
Cash inflow (outflow) generated from operations		19,155	(170,452)
Interest received		5,887	12,738
Interest paid	6(7)	(163)	(162)
Income taxes paid		1,363	(534)
Net cash flows from (used in) operating activities		26,242	(158,410)
CASH FLOWS FROM INVESTING ACTIVITIES			
Acquisition of current financial assets at fair value through profit or loss		(4,000)	-
Proceeds from disposal (acquisition) of financial assets at amortised cost		(510,822)	201,124
Acquisition of investments accounted for using equity method		(671,370)	(216,490)
Dividends received		55,428	43,359
Proceeds from disposal of investment using equity method		1,413,784	-
Acquisition of property, plant and equipment	6(6)(23)	(89)	(1,796)
Acquisition of intangible assets	6(8)	(165)	(218)
Decrease in guarantee deposits paid		-	172
Net cash flows from investing activities		282,766	26,151
CASH FLOWS FROM FINANCING ACTIVITIES			
Payments of lease liabilities	6(7)	(7,107)	(7,769)
Exercise of employee share options	6(10)	1,150	80
Treasury shares reissued to employees		8,945	-
Acquisition of treasury shares	6(11)	-	(20,478)
Net cash flows from (used in) financing activities		2,988	(28,167)
Net increase (decrease) in cash and cash equivalents		311,996	(160,426)
Cash and cash equivalents at beginning of year		50,259	210,685
Cash and cash equivalents at end of year		$ 362,255	$ 50,259

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

Exhibit 5

Medeon Biodesign, Inc.
Securities Underwriters' Assessment of the Necessity and Reasonability of a Private Placement of Common Shares in 2022

In order to raise working capital, accelerate product development, invest in subsidiaries and the medical industry, develop the Company's strategic objectives, and to ensure the timeliness and convenience of raising capital, Medeon Biodesign, Inc. (hereinafter referred to as Medeon or the Company) intends to conduct a private placement of marketable securities in accordance with Article 43-6 of the "Securities and Exchange Act" and the "Directions for Public Companies Conducting Private Placements of Securities". It is planned to be discussed at the board of directors' meeting on March 24, 2022, and to be discussed at the shareholders' meeting on June 20, 2022. It is proposed to request the shareholders' meeting to authorize the board of directors to issue up to 35,000,000 shares and to conduct the private placement in several installments within one year from the date of the Shareholders' Meeting, subject to a limit of three installments.

In accordance with Article 4.3 of the Directions for Public Companies Conducting Private Placements of Securities, "If there has been, is, or will be any significant change in managerial control during the period from 1 year preceding the day on which the board of directors resolves on the private placement of securities to 1 year from the delivery date of those privately placed securities, the Company shall engage a securities underwriter to provide an assessment opinion on the necessity and reasonableness for conducting the private placement, and shall state the opinion in the notice to convene the shareholders' meeting to serve as a reference for the shareholders to decide whether to agree." The underwriter's assessment is presented as follows.

1. Company Profile

Incorporated in 2012 and listed on Taiwan Stock Exchange in 2016, Medeon has been specializing in the design and development of high-value Class II and Class III medical devices since its inception, with a focus on minimally invasive surgeries and covering a wide range of surgical specialties. Currently, the Company's products are used in the fields of laparoscopic procedures, orthopedics, urology and advanced cardiovascular surgeries, and it continues to develop medical devices related to minimally invasive surgery in various fields. In the meantime, the Company is committed to seeking opportunities to license its self-developed products to major international companies to generate licensing revenue. After its listing in 2016, in order to enhance its internal abilities for rapid prototyping and trial production, so as to secure outsourcing orders arising from the licensing of its products to major international medical device companies in the future, Medeon acquired an advanced medical injection molding foundry, Delta Asia International Corporation, in 2016 and entered into the business of contract

development and manufacturing organization (CDMO) for advanced medical injection molding parts. Leveraging on its experience in providing services to international medical device companies and the significant increase in production capacity after the expansion of its factory in 2018, Delta Asia International Corp. has secured orders for a number of FDA-approved mass production products for advanced medical parts, resulting in rapid growth in operational performance. In 2020, Delta Asia International Corp. was listed on Taipei Stock Exchange, enabling Medeon to move from a R&D-based business to an integration with downstream manufacturing operations. In 2022, the Company further established a subsidiary, Medeologix, Inc., and partner with MediBalloon, Inc. in California, USA, a specialty medical balloon design company, expanding the contract development and manufacturing organization (CDMO) business into the global medical balloon market, which is essential for minimally invasive interventional procedures such as cardiovascular, cerebrovascular and peripheral vascular procedures.

In terms of development of advanced medical devices, Medeon signed an asset transfer agreement with Terumo in the first quarter of 2018 and successfully sold its self-developed product, Cross-Seal™ – large bore vascular closure system, to the major international medical device company for a total of US$50 million, including US$20 million in up-front payment and US$30 million in milestone payments. As of the end of January 2022, the Company has secured US$20 million in up-front payments and US$10 million in milestone payments, and will continue to assist Terumo in reaching product development milestones for full milestone payments. The Company is also actively working on a limited launch strategy to test the marketability of its regulatory approved products such as ClickClean™ – in-situ cleaning device for laparoscopic surgery, AbClose™ – in-port site closure system and PUMA™ – Trauma Internal Fixation Device to enhance the opportunity for international partnerships.
In addition, the Company currently has the XFLO Expander System (Mercury) for the treatment of lower urinary tract symptoms due to benign prostatic hypertrophy and a vascular graft system for aortic dissection repair (Duett) that will soon enter pivotal trials and first in man trials respectively. When the clinical trials are completed, the licensing value of these products will be enhanced.

In January 2022, Medeon established a subsidiary, Medeologix, Inc., to partner with MediBalloon Inc., a US-based specialty medical balloon design and development company. Through the acquisition, Medeon will not only enter the global CDMO market of medical balloons, but also introduce advanced technology to Taiwan through the cooperation with MediBalloon and build a mass production base in Taiwan, so as to provide a one-stop service from prototype to mass production for global customers.

To sum up, the Company is an emerging R&D and design company for advanced medical device, dedicated to accelerating the process of medical device innovation, developing innovative medical device for actual clinical needs, and licensing to major international medical device companies. In order to enhance its capability of integration in the medical device industry, the Company acquired MediBalloon, a US-based specialty medical balloon design company, in 2022 to enter the CDMO market, which will not only accelerate the commercialization of its own new innovative products, but also enhance the value of Taiwan's advanced medical device supply chain.

2. Review of Significant Changes in Business Ownership in the Year Prior to the Board of Director's Resolution on the Private Placement

Due to the expiry of the term of office of the fourth term of directors of the Company, a general election of directors was held at the Annual General Meeting on 16 July 2021, resulting in a change of more than one-third of the number of new directors for the fifth term. The names of the directors before and after the election are listed as follows.

Title	The 4th Session of Directors (7 seats)	The 5th Session of Directors (8 seats)	Change or Not
Director	Medeon, Inc. Representative：Yue Teh Jang	Medeon, Inc. Representative：Yue Teh Jang	No
Director	Center Laboratories, Inc. Representative：Chih Hsiung Wu	Center Laboratories, Inc. Representative：Chih Hsiung Wu	No
Director	Center Laboratories, Inc. Representative：Hsin Yuan Fang	Center Laboratories, Inc. Representative：Jung Chin Lin	Yes
Director	Taiwan Global BioFund(TGB) Representative：Hong Jen Chang	Hong Jen Chang	Yes
Director	-	Hsin Yuan Fang	Yes
Independent Director	Chi Hang Yang		No
Independent Director	Chia Ying Ma		No
Independent Director	Jerome Shen		No

As can be seen from the above table, in 2021, when the term of office of the directors of Medeon expired, a general election of directors was held at its annual general Shareholders' Meeting. The total number of directors of the Company was increased from seven seats to eight seats, which, together with the change in the number of seats of the previous two directors, resulted in an overall change of 3/8 directors. The change of one-third between the new directors and the old directors reached the threshold stipulated in Article 4.3 of the Directions for Public Companies Conducting Private Placements of Securities: "If there has been, is, or will be any significant

change in managerial control during the period from 1 year preceding the day on which the board of directors resolves on the private placement of securities to 1 year from the delivery date of those privately placed securities, the company shall engage a securities underwriter to provide an assessment opinion on the necessity and reasonableness for conducting the private placement, and shall state the opinion in the notice to convene the shareholders' meeting to serve as a reference for the shareholders to decide whether to agree." For this reason, the Securities Underwriter was engaged to issue an opinion on the necessity and reasonability of the private placement. The changes in the list of directors of the Company after the re-election are as follows: (1) the representative of Center Laboratories Inc.: Hsin Yuan Fang was changed to [the representative of Center Laboratories Inc.: Jung Chin Lin], (2) the representative of Taiwan Global Bio Fund: Hong Jen Chang was changed to [Hong Jen Chang], (3) one new director was added [Hsin Yuan Fang]. In view of the changes, the newly appointed natural person directors, Hong Jen Chang and Hsin Yuan Fang, were originally members of the board of directors of Medeon, but this time they were elected as natural person representatives instead of corporate representatives. In addition, the two natural person directors only held 0.08% and 0.03% of the Company's shares respectively at the time of the election, thus they did not pose any significant influence on the Company. The new corporate director, Jung Chin Lin, was also the new corporate representative appointed by the original corporate director, Center Laboratories Inc. Moreover, as Center Laboratories Inc. is the majority shareholder of the Company holding 29.71% of the shares, there has been no change in shareholding and managerial control of the Company. In summary, the change in change in management rights resulting from the general re-election of directors at the 2021 Annual General Meeting of Shareholders was primarily due to a change in the status of the original directors who were elected. There was no change in shareholding structure resulting in a transfer of control or a loss of control by the original management.

3. Whether the Introduction of Strategic Investors in the Private Placement has Resulted in a Significant Change in Managerial Control

The number of outstanding shares of the Company is 73,234,074 shares. After adding 35,000,000 shares to the proposed private placement, the paid-in capital will be increased to 108,234,074 shares on the basis of the full issuance. The proportion of the private placement shares to the capital after the private placement is estimated to be 32.34%, and the net income after taxes of the Company as shown in its audited consolidated financial report for the year 2021 is NT$2,078,192 thousand with no accumulated losses. Therefore, in accordance with Article 3 of the "Directions for Public Companies Conducting Private Placements of Securities", the use of funds from this private placement can only be used to bring in all strategic investors. However,

the timing of the proposed private placement of the Company's common shares will fall after the shareholders' meeting on June 20, 2022, and the prospective subscribers have not yet been identified. Therefore, it is not yet possible to determine whether the strategic investors to be brought in by the proposed private placement of common shares will obtain a certain number of directorships to participate in the management of the Company, which will result in a significant change in managerial control. In this regard, the Company has requested the Securities Underwriter to provide an opinion on the necessity and reasonability of the proposed private placement in accordance with the "Directions for Public Companies Conducting Private Placements of Securities".

4. Contents of the Private Placement Project

The Company considers that in order to accelerate product development, to invest in subsidiaries and the medical industry, and to develop the Company's strategic objectives, it has proceeded with a private placement of marketable securities in accordance with Articles 7 and 43-6 of the Securities and Exchange Act and Article 3 of the "Directions for Public Companies Conducting Private Placements of Securities". This private placement is made to qualified strategic investors who are able to strengthen Medeon's competitiveness in the field of advanced medical devices. The Company intends to request the shareholders' meeting to authorize the board of directors to issue up to 35,000,000 shares of common stock in several tranches within one year from the date of the shareholders' meeting, with the maximum number of tranches not exceeding three.

The price of ordinary shares in this private placement shall be set at a level not less than 80% of the higher of the price calculated on the following two bases prior to the date of the Company's pricing.

(1). The average of the closing prices of ordinary shares for one, three or five business days prior to the pricing date, excluding the ex-rights and dividends of the nil-paid allotment of shares and after adding back the capital reduction and ex-rights.

(2). The average of the closing prices of the ordinary shares for the 30 business days preceding the pricing date, excluding the ex-rights and dividends of the nil-paid allotment, and after adding back the capital reduction and ex-rights. The price of ordinary shares issued in the private placement shall be set at not less than 80% of the reference price. The actual issuance price of the private placement is proposed to the shareholders' meeting to authorize the board of directors to determine the price within a range not lower than the percentage resolved at the shareholders' meeting, taking into account the prevailing market conditions on the pricing date.

5. Necessity and Reasonability Assessment of the Private Placement

(1) Necessity of the private placement

In consideration of the current operating conditions and industry outlook, and in order to ensure the Company's sustainable operation, Medeon will introduce new targets that can directly or indirectly benefit the Company's future operations in line with the Company's future development blueprint. By leveraging the capital, technology and knowledge of the investors, the Company will be able to deepen its partnerships with advanced medical device companies worldwide and continue to expedite the development of innovative medical devices products that meet clinical needs and increase its bargaining power with international corporations, thus contributing to the Company's stable growth in the future. In addition, the non-transferable nature of marketable securities in the private placement for a period of three years will enable the Company to secure long-term stable capital and ensure long-term partnerships with the strategic investors it has brought in, which will also be conducive to the overall development of the Company's operations in the future. Therefore, it is expected that the private placement of ordinary shares will not only enhance the overall shareholders' equity, but also strengthen the depth of cooperation with the strategic investors, and hence should be necessary.

(2) Reasonability of the private placement

In accordance with Article 43-6, paragraph 6, of the Securities and Exchange Act, Medeon intends to approve the resolution at the shareholders' meeting on June 20, 2022, and will also list the matters related to the private placement of marketable securities in the grounds for the shareholders' meeting. The procedures are assessed to be appropriate.

As regulatory authorities in various countries have been increasingly stringent, coupled with the fact that both the public and private health insurance sectors share the goal of reducing medical costs, the regulatory and marketing thresholds are rising rapidly. As a result, international medical device companies are focusing their resources on the obtaining regulatory approval as well product launch effort in order to consolidate their advantages. With the Company's momentum in innovative technology and emphasis on product design and development, as well as animal and human trials, the Company needs to maintain a high degree of sensitivity and flexibility in finding partners in the global market to remain competitive. It is therefore expected that the introduction of strategic investors through a private placement will help the Company to strengthen its global competitiveness and enhance its chances of becoming a close partner in pre-development of products for international medical device companies, which will indeed have a positive impact on its

shareholders' equity and the expected benefits should be reasonable.

In addition, based on the non-transferable nature of marketable securities in the private placement for a period of three years, the private placement will not only provide the Company with stable capital in the long run, but will also ensure a long-term relationship with the strategic investors it brings in, thereby enhancing the Company's potential to enter into the development of new products or new business opportunities, and facilitating the growth of the Company's operations in the medium term. The subscription price of the private placement is not less than 80% of the reference price, which is in compliance with the relevant statutory requirements.

In summary, in accordance with the “Directions for Public Companies Conducting Private Placements of Securities”, the Securities Underwriter considers that it is necessary and reasonable for the Company to enter into the private placement.

The contents of this letter of opinion are for reference only and are not intended to be used for any other purposes in connection with the resolution of the private placement at the board of directors' meeting on March 24, 2022 and the shareholders' meeting on June 20, 2022. Furthermore, this opinion is based on the financial information provided by Medeon and its announcements on the Market Observation Post System. This letter of opinion hereby disclaims any legal responsibility for any future changes to its content as a result of changes to the private placement plan or other events.

Medeon Biodesign, Inc.

Opinion on the Necessity and Reasonability of a Private Placement

Engaged by: Medeon Biodesign, Inc.

Recipient: Medeon Biodesign, Inc.

Specified use of the Opinion: For the sole purpose of the 2022 Private Placement of Common Shares by Medeon Biodesign, Inc.

Type of report: Opinion on the necessity and reasonability of the private placement

Assessor: MasterLink Securities Corporation

Representative: Fred Chang

March 16, 2022, The Republic of China (ROC)

Declaration of Independence

1. The Company has been engaged to render an opinion concerning the necessity and reasonability of the private placement of common shares in 2022 by Medeon Biodesign, Inc. (hereinafter referred to as Medeon).
2. The Company declares the following for the purpose of this engagement.
   (1) The Company is not an equity-method investee of Medeon.
   (2) The Company is not an equity-method investor of Medeon.
   (3) The Chairman or President of the Company and the Chairman or President of Medeon are not the same person, nor are they related to each other as spouses or consanguineous within two degrees.
   (4) The Company is not a director or supervisor of Medeon.
   (5) Medeon is not a director or supervisor of the Company.
   (6) Other than the aforementioned situations, the Company does not have any relationship with Medeon as a related party under Article 18 of the Regulations Governing the Preparation of Financial Reports by Securities Issuers
3. The Company's assessment of the necessity and reasonability of the 2022 private placement of common shares for Medeon maintains a spirit of independence.

Assessor: MasterLink Securities Corporation

Representative: Fred Chang

March 16, 2022, The Republic of China (ROC)

Exhibit 6

Medeon Biodesign, Inc.

Comparison Table of Amended Articles of Incorporation

Content of Article before Amendment	Content of Article after Amendment	Reason for Amendment
Article 8: The share certificates of the Company shall be in registered form and shall be issued under the signatures or seals of three or more of the directors, after having been duly authenticated in accordance with the law. The shares issued by the Company may be issued without a printed share certificate, but shall be registered with a centralized security depository.	Article 8: The share certificates of the Company shall be in registered form and shall be issued under the signatures or seals of directors on behalf of the Company, after having been duly authenticated in accordance with the law. The shares issued by the Company may be issued without a printed share certificate, but shall be registered with a centralized security depository.	Adaptation to statutory and operational requirements
Article 11: The general meeting of shareholders shall be convened at least once a year, within six months after the end of the fiscal year, by the Board of Directors in accordance with the law. Extraordinary meetings shall be convened when necessary in accordance with the relevant laws and regulations.	Article 11: The general meeting of shareholders shall be convened at least once a year, within six months after the end of the fiscal year, by the Board of Directors in accordance with the law. Extraordinary meetings shall be convened when necessary in accordance with the relevant laws and regulations. The Company's shareholders' meetings may be held by video conference or other means announced by the central competent authority. The conditions, operating procedures and other matters to be complied with in connection with the holding of a shareholders' meeting by video conference shall be subject to the provisions of the competent authorities.	Adaptation to statutory and operational requirements
Article 28-1: When the Company has a surplus in each year's final accounts, the Company shall first make a tax payment to cover the deficit of the previous year and then set	Article 28-1: When the Company has a surplus in each year's final accounts, the Company shall first make a tax payment to cover the deficit of the previous year and then set	Adaptation to statutory and operational requirements

Content of Article before Amendment	Content of Article after Amendment	Reason for Amendment
aside 10% of the legal reserve, except that the legal reserve may not be set aside if it has reached the Company's paid-in capital; furthermore, the Company shall set aside or reverse the special reserve as required by law. If there are still un-appropriated earnings at the beginning of the period, the Board of Directors shall prepare a proposal for the appropriation of earnings and submit it to the shareholders' meeting for resolution on the distribution of dividends to shareholders.	aside 10% of the legal reserve, except that the legal reserve may not be set aside if it has reached the Company's paid-in capital; furthermore, the Company shall set aside or reverse the special reserve as required by law. If there are still un-appropriated earnings at the beginning of the period, the Board of Directors shall prepare a proposal for the appropriation of earnings and submit it to the shareholders' meeting for resolution on their distribution to shareholders. If the Company distributes all or part of a dividend, capital reserve, or legal reserve in cash, the Board of Directors is authorized to do so by a resolution of at least two-thirds of the Directors present and a majority of the directors present, and to report to the shareholders' meeting in accordance with Article 240, Paragraph 5 of the Company Act.	
The Company's dividend distribution policy will take into account the current and future investment environment, capital requirements, domestic and international competition, and capital budget, as well as the interests of shareholders, the balance of dividends and the Company's long-term financial planning, etc. The Board of Directors shall prepare a proposal for dividend distribution and submit it to the shareholders' meeting annually in accordance with the law. The types and rates of dividends may be adjusted by	The Company's dividend distribution policy will take into account the current and future investment environment, capital requirements, domestic and international competition, and capital budget, as well as the interests of shareholders, the balance of dividends and the Company's long-term financial planning, etc. The Board of Directors shall prepare a proposal for dividend distribution and submit it to the shareholders' meeting annually in accordance with the law. The types and rates of dividends may be adjusted by	

Content of Article before Amendment	Content of Article after Amendment	Reason for Amendment
resolution of the shareholders' meeting depending on the actual profitability and capital position of the year, provided that the total amount of dividends to be distributed from each year's earnings shall not be less than 10% of the distributable earnings for that year, and the proportion of cash dividends to be distributed shall not be less than 10% of the total amount of dividends.	resolution of the shareholders' meeting depending on the actual profitability and capital position of the year, provided that the total amount of dividends to be distributed from each year's earnings shall not be less than 10% of the distributable earnings for that year, and the proportion of cash dividends to be distributed shall not be less than 10% of the total amount of dividends.	
Article 30: The Articles of Incorporation were established on December 7, 2012. First amendment on 26 July 2013. Second amendment on 14 January 2014. Third amendment on 3 September 2014. Fourth amendment on 20 April 2015. Fifth amendment on 20 April 2016. Sixth amendment on 13 June 2017. Seventh amendment on 16 July 2021.	Article 30: The Articles of Incorporation were established on December 7, 2012. First amendment on 26 July 2013. Second amendment on 14 January 2014. Third amendment on 3 September 2014. Fourth amendment on 20 April 2015. Fifth amendment on 20 April 2016. Sixth amendment on 13 June 2017. Seventh amendment on 16 July 2021. Eighth amendment on 22 June 2022.	Addition of date of amendment

Exhibit 7

Medeon Biodesign, Inc.

Comparison Table of Amended "Procedures for Assets Acquisition or Disposal"

Content of Article before Amendment	Content of Article after Amendment	Reason for Amendment
Article 6 Professional appraisers and their officers, certified public accounts, attorneys, and securities underwriters that provide the Company with appraisal reports, certified public accountant's opinions, attorney's opinions, or underwriter's opinions shall meet the following requirements: 1. May not have previously received a final and un-appealable sentence to imprisonment for 1 year or longer for a violation of the Act, the Company Act, the Banking Act of The Republic of China, the Insurance Act, the Financial Holding Company Act, or the Business Entity Accounting Act, or for fraud, breach of trust, embezzlement, forgery of documents, or occupational crime. However, this provision does not apply if 3 years have already passed since completion of service of the sentence, since expiration of	Article 6 Professional appraisers and their officers, certified public accounts, attorneys, and securities underwriters that provide the Company with appraisal reports, certified public accountant's opinions, attorney's opinions, or underwriter's opinions shall meet the following requirements: 1. May not have previously received a final and un-appealable sentence to imprisonment for 1 year or longer for a violation of the Act, the Company Act, the Banking Act of The Republic of China, the Insurance Act, the Financial Holding Company Act, or the Business Entity Accounting Act, or for fraud, breach of trust, embezzlement, forgery of documents, or occupational crime. However, this provision does not apply if 3 years have already passed since completion of service of the sentence, since expiration of	Amendment of certain articles in accordance with Order No. Financial-Supervisory-Securities-Corporate-1110380465 of the Financial Supervisory Commission

Content of Article before Amendment	Content of Article after Amendment	Reason for Amendment
the period of a suspended sentence, or since a pardon was received. 2. May not be a related party or de facto related party of any party to the transaction. 3. If the company is required to obtain appraisal reports from two or more professional appraisers, the different professional appraisers or appraisal officers may not be related parties or de facto related parties of each other When issuing an appraisal report or opinion, the personnel referred to in the preceding paragraph shall comply with the following: 1. Prior to accepting a case, they shall prudently assess their own professional capabilities, practical experience, and independence. 2. When examining a case, they shall appropriately plan and execute adequate working procedures, in order to produce a conclusion and use the conclusion as the basis for	the period of a suspended sentence, or since a pardon was received. 2. May not be a related party or de facto related party of any party to the transaction. 3. If the company is required to obtain appraisal reports from two or more professional appraisers, the different professional appraisers or appraisal officers may not be related parties or de facto related parties of each other. When issuing an appraisal report or opinion, the personnel referred to in the preceding paragraph shall comply with the self-regulatory rules of the industry associations to which they belong and with the following provisions: 1. Prior to accepting a case, they shall prudently assess their own professional capabilities, practical experience, and independence. 2. When conducting a case, they shall appropriately plan and execute adequate working procedures, in order to produce a conclusion and use the conclusion as the basis for	

Content of Article before Amendment	Content of Article after Amendment	Reason for Amendment
issuing the report or opinion. The related working procedures, data collected, and conclusion shall be fully and accurately specified in the case working papers. 3. They shall undertake an item-by-item evaluation of the comprehensiveness, accuracy, and reasonableness of the sources of data used, the parameters, and the information, as the basis for issuance of the appraisal report or the opinion. 4. They shall issue a statement attesting to the professional competence and independence of the personnel who prepared the report or opinion, and that they have evaluated and found that the information used is reasonable and accurate, and that they have complied with applicable laws and regulations.	issuing the report or opinion. The related working procedures, data collected, and conclusion shall be fully and accurately specified in the case working papers. 3. They shall undertake an item-by-item evaluation of the appropriateness and reasonableness of the sources of data used, the parameters, and the information, as the basis for issuance of the appraisal report or the opinion. 4. They shall issue a statement attesting to the professional competence and independence of the personnel who prepared the report or opinion, and that they have evaluated and found that the information used is appropriate and reasonable, and that they have complied with applicable laws and regulations.	
Article 8 Operating procedures for the acquisition or disposal of real property, equipment, or right-of-use assets thereof:	Article 8 Operating procedures for the acquisition or disposal of real property, equipment, or right-of-use assets thereof:	Amendment of certain articles in accordance with Order No. Financial-Supervisory-Securities-Corporate-1110380465 of

Content of Article before Amendment	Content of Article after Amendment	Reason for Amendment
Omitted above 2. Commissioning of expert valuation reports In acquiring or disposing of real property, equipment, or right-of-use assets thereof where the transaction amount reaches 20 percent of the company's paid-in capital or NT$300 million or more, the company, unless transacting with a domestic government agency, engaging others to build on its own land, engaging others to build on rented land, or acquiring or disposing of equipment or right-of-use assets thereof held for business use, shall obtain an appraisal report prior to the date of occurrence of the event from a professional appraiser and shall further comply with the following provisions: (1) Where due to special circumstances it is necessary to give a limited price, specified price, or special price as a reference basis for the transaction price, the transaction shall be submitted for approval in advance by the board of directors; the same procedure shall also be followed whenever there is any subsequent change to the terms and conditions of the	Omitted above 2. Commissioning of expert valuation reports In acquiring or disposing of real property, equipment, or right-of-use assets thereof where the transaction amount reaches 20 percent of the company's paid-in capital or NT$300 million or more, the company, unless transacting with a domestic government agency, engaging others to build on its own land, engaging others to build on rented land, or acquiring or disposing of equipment or right-of-use assets thereof held for business use, shall obtain an appraisal report prior to the date of occurrence of the event from a professional appraiser and shall further comply with the following provisions: (1) Where due to special circumstances it is necessary to give a limited price, specified price, or special price as a reference basis for the transaction price, the transaction shall be submitted for approval in advance by the board of directors; the same procedure shall also be followed whenever there is any subsequent change to the terms and conditions of the	the Financial Supervisory Commission

Content of Article before Amendment	Content of Article after Amendment	Reason for Amendment
transaction. (2) Where the transaction amount is NT$1 billion or more, appraisals from two or more professional appraisers shall be obtained. (3) Where any one of the following circumstances applies with respect to the professional appraiser's appraisal results, unless all the appraisal results for the assets to be acquired are higher than the transaction amount, or all the appraisal results for the assets to be disposed of are lower than the transaction amount, a certified public accountant shall be engaged to perform the appraisal in accordance with the provisions of Statement of Auditing Standards No. 20 published by the ROC Accounting Research and Development Foundation (ARDF) and render a specific opinion regarding the reason for the discrepancy and the appropriateness of the transaction price: A. The discrepancy between the appraisal result and the transaction amount is 20 percent or more of the	transaction. (2) Where the transaction amount is NT$1 billion or more, appraisals from two or more professional appraisers shall be obtained. (3) Where any one of the following circumstances applies with respect to the professional appraiser's appraisal results, unless all the appraisal results for the assets to be acquired are higher than the transaction amount, or all the appraisal results for the assets to be disposed of are lower than the transaction amount, a certified public accountant shall be engaged to render a specific opinion regarding the reason for the discrepancy and the appropriateness of the transaction price: A. The discrepancy between the appraisal result and the transaction amount is 20 percent or more of the	

Content of Article before Amendment	Content of Article after Amendment	Reason for Amendment
transaction amount. B. The discrepancy between the appraisal results of two or more professional appraisers is 10 percent or more of the transaction amount. (4) No more than 3 months may elapse between the date of the appraisal report issued by a professional appraiser and the contract execution date; provided, where the publicly announced current value for the same period is used and not more than 6 months have elapsed, an opinion may still be issued by the original professional appraiser. (5) Where a public company acquires or disposes of assets through court auction procedures, the evidentiary documentation issued by the court may be substituted for the appraisal report or CPA opinion. Omitted below	transaction amount. B. The discrepancy between the appraisal results of two or more professional appraisers is 10 percent or more of the transaction amount. (4) No more than 3 months may elapse between the date of the appraisal report issued by a professional appraiser and the contract execution date; provided, where the publicly announced current value for the same period is used and not more than 6 months have elapsed, an opinion may still be issued by the original professional appraiser. (5) Where a public company acquires or disposes of assets through court auction procedures, the evidentiary documentation issued by the court may be substituted for the appraisal report or CPA opinion. Omitted below	
Article 9 Operating procedures for the acquisition or disposal of securities:	Article 9 Operating procedures for the acquisition or disposal of securities:	Amendment of certain articles in accordance with Order No. Financial-

Content of Article before Amendment	Content of Article after Amendment	Reason for Amendment
Omitted above 2. Obtaining experts' opinions: A public company acquiring or disposing of securities shall, prior to the date of occurrence of the event, obtain financial statements of the issuing company for the most recent period, certified or reviewed by a certified public accountant, for reference in appraising the transaction price, and if the dollar amount of the transaction is 20 percent of the company's paid-in capital or NT$300 million or more, the company shall additionally engage a certified public accountant prior to the date of occurrence of the event to provide an opinion regarding the reasonableness of the transaction price. <u>If the CPA needs to use the report of an expert as evidence, the CPA shall do so in accordance with the provisions of Statement of Auditing Standards No. 20 published by the ARDF.</u> This requirement does not apply, however, to publicly quoted prices of securities that have an active market, or where otherwise provided by regulations of the Financial Supervisory Commission (FSC). Omitted below	Omitted above 2. Obtaining experts' opinions: A public company acquiring or disposing of securities shall, prior to the date of occurrence of the event, obtain financial statements of the issuing company for the most recent period, certified or reviewed by a certified public accountant, for reference in appraising the transaction price, and if the dollar amount of the transaction is 20 percent of the company's paid-in capital or NT$300 million or more, the company shall additionally engage a certified public accountant prior to the date of occurrence of the event to provide an opinion regarding the reasonableness of the transaction price. This requirement does not apply, however, to publicly quoted prices of securities that have an active market, or where otherwise provided by regulations of the Financial Supervisory Commission (FSC). Omitted below	Supervisory-Securities-Corporate-1110380465 of the Financial Supervisory Commission
Article 10	Article 10	

Content of Article before Amendment	Content of Article after Amendment	Reason for Amendment
Evaluation and operation procedures for the acquisition or disposal of intangible assets or right-of-use assets thereof or memberships:	Evaluation and operation procedures for the acquisition or disposal of intangible assets or right-of-use assets thereof or memberships:	Amendment of certain articles in accordance with Order No. Financial-Supervisory-Securities-Corporate-1110380465 of the Financial Supervisory Commission
When the Company acquires or disposes of intangible assets or right-of-use assets thereof or memberships, it shall do so in accordance with the following: 1. Price determination method and reference basis Where a public company acquires or disposes of intangible assets or right-of-use assets thereof or memberships, consideration should be given to the likely future benefits of the asset, its fair market value and, if necessary, expert opinions, and agreed with the counterparty to the transaction. 2. Engaging experts for opinions Where a public company acquires or disposes of intangible assets or right-of-use assets thereof or memberships and the transaction amount reaches 20 percent or more of paid-in capital or NT$300 million or more, except in transactions with a domestic government	When the Company acquires or disposes of intangible assets or right-of-use assets thereof or memberships, it shall do so in accordance with the following: 1. Price determination method and reference basis Where a public company acquires or disposes of intangible assets or right-of-use assets thereof or memberships, consideration should be given to the likely future benefits of the asset, its fair market value and, if necessary, expert opinions, and agreed with the counterparty to the transaction. 2. Engaging experts for opinions Where a public company acquires or disposes of intangible assets or right-of-use assets thereof or memberships and the transaction amount reaches 20 percent or more of paid-in capital or NT$300 million or more, except in transactions with a domestic government	

Content of Article before Amendment	Content of Article after Amendment	Reason for Amendment
agency, the company shall engage a certified public accountant prior to the date of occurrence of the event to render an opinion on the reasonableness of the transaction price; the CPA shall comply with the provisions of Statement of Auditing Standards No. 20 published by the ARDF. Omitted below	agency, the company shall engage a certified public accountant prior to the date of occurrence of the event to render an opinion on the reasonableness of the transaction price. Omitted below	
Article 13 Evaluation and operating procedures:	Article 13 Evaluation and operating procedures:	Amendment of certain articles in accordance with Order No. Financial-Supervisory-Securities-Corporate-1110380465 of the Financial Supervisory Commission
Omitted above Where the position of independent director has been created by the Company, when the Company's procedures for the acquisition and disposal of assets are submitted to the board of directors for discussion pursuant to the first paragraph, the board of directors shall take into full consideration each independent director's opinions. If an independent director objects to or expresses reservations about any matter, it shall be recorded in the minutes of the board of directors meeting. In accordance with the first paragraph, the approval by one-half	Omitted above When the Company's procedures for the acquisition and disposal of assets are submitted to the board of directors for discussion pursuant to the first paragraph, the board of directors shall take into full consideration each independent director's opinions. If an independent director objects to or expresses reservations about any matter, it shall be recorded in the minutes of the board of directors meeting. In accordance with the first paragraph, the approval by one-half	

Content of Article before Amendment	Content of Article after Amendment	Reason for Amendment
or more of all audit committee members shall be obtained and a resolution shall be submitted to the board of directors for a resolution, subject to the provisions of Article 7, paragraph 4.	or more of all audit committee members shall be obtained and a resolution shall be submitted to the board of directors for a resolution, subject to the provisions of Article 7, paragraph 4. In the event that the Company or its subsidiaries have the first transaction which amounts to more than ten percent of the Company's total assets, the Company shall submit the information listed in the first paragraph to the shareholders' meeting for approval before entering into the transaction contract and making the payment. This shall not apply to transactions between the Company and its subsidiaries, or between each of its subsidiaries.	
The calculation of the amount of the foregoing transaction shall be made in accordance with Article 27, Paragraph 2. In addition, the reference to within one year shall be retroactive from the date of the transaction to one year, and the part of the transaction that has been submitted to the supervisors or the audit committee for approval and sent to the board of directors or the shareholders' meeting for resolution in accordance with these procedures	The calculation of the amount of the first and the foregoing transaction shall be made in accordance with Article 27, Paragraph 2. In addition, the reference to within one year shall be retroactive from the date of occurrence of the transaction to one year, and the part of the transaction that has been submitted to the supervisors or the audit committee for approval and sent to the board of directors or the shareholders'	

Content of Article before Amendment	Content of Article after Amendment	Reason for Amendment
shall not be counted.	meeting for approval in accordance with these procedures shall not be counted.	
Article 27 Procedures of public disclosure of information:	Article 27 Procedures of public disclosure of information:	Amendment of certain articles in accordance with Order No. Financial-Supervisory-Securities-Corporate-1110380465 of the Financial Supervisory Commission
Omitted above 7. Where an asset transaction other than any of those referred to in the preceding six subparagraphs, a disposal of receivables by a financial institution, or an investment in the mainland China area reaches 20 percent or more of paid-in capital or NT$300 million; provided, this shall not apply to the following circumstances: A. Trading of domestic government bonds. B. Where done by professional investors—securities trading on securities exchanges or OTC markets, or subscription of ordinary	Omitted above 7. Where an asset transaction other than any of those referred to in the preceding six subparagraphs, a disposal of receivables by a financial institution, or an investment in the mainland China area reaches 20 percent or more of paid-in capital or NT$300 million; provided, this shall not apply to the following circumstances: A. Trading of domestic government bonds or foreign government bonds with a rating that is not lower than the sovereign rating of Taiwan. B. Where done by professional investors—securities trading on securities exchanges or OTC markets, or subscription of foreign	

Content of Article before Amendment	Content of Article after Amendment	Reason for Amendment
corporate bonds or general bank debentures without equity characteristics (excluding subordinated debt) that are offered and issued in the primary market, or subscription or redemption of securities investment trust funds or futures trust funds, or subscription by a securities firm of securities as necessitated by its undertaking business or as an advisory recommending securities firm for an emerging stock company, in accordance with the rules of the Taipei Exchange.	government bonds, or of ordinary corporate bonds or general bank debentures without equity characteristics (excluding subordinated debt) that are offered and issued in the primary market, or subscription or redemption of securities investment trust funds or futures trust funds, or subscription or redemption of exchange traded notes, or subscription by a securities firm of securities as necessitated by its undertaking business or as an advisory recommending securities firm for an emerging stock company, in accordance with the rules of the Taipei Exchange.	
C. Trading of bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust	C. Trading of bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.	

Content of Article before Amendment	Content of Article after Amendment	Reason for Amendment
enterprises. Omitted below	Omitted below	

Appendix 1

Medeon Biodesign, Inc.
Articles of Incorporation

Chapter 1 General Principles

Article 1: The Company is organized in accordance with the provisions of the Company Act of the Republic of China as a joint stock company and shall be known as Medeon Biodesign, Inc.

Article 2: The businesses of the Company are as follows:

(1) CB01010 Mechanical equipment manufacturing
(2) CC01070 Wireless communication mechanical equipment manufacturing
(3) CC01080 Electronic components manufacturing
(4) CC01120 Data storage media manufacturing and duplicating
(5) CE01030 Optical instruments manufacturing
(6) CF01011 Medical Devices Manufacturing
(7) F108031 Wholesale of medical devices
(8) F113030 Wholesale of precision instruments
(9) F119010 Wholesale of electronic materials
(10) F208031 Retail sale of medical apparatus
(11) F213040 Retail sale of precision instruments
(12) F401010 International trade
(13) I103060 Management consulting
(14) I301010 Information Software services
(15) I301020 Data processing services
(16) I301030 Electronic information supply services
(17) I501010 Product designing
(18) IG01010 Biotechnology services
(19) IG02010 Research and development service
(20) IZ15010 Market Research and Public Opinion Polling
(21) IZ99990 Unclassified Other services
(22) J399010 Software publishing
(23) ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval

Article 3: The headquarters of the Company shall be located in Taipei City, and branches may be established within or outside the country if necessary by the resolution of the Board of Directors.

Article 4: The Company shall make announcements in accordance with Article 28 of the Company Act and the provisions of the competent security authorities.

Article 5: The Company may undertake external guarantees due to business needs, which shall

be executed by the Board of Directors in accordance with the operational procedures for endorsements and guarantees of the Company.

Chapter 2 Shares of the Company

Article 6: The total amount of the Company's reinvestments shall not be subject to the restriction in Article 13 of the Company Act that such reinvestments shall not exceed 40% of the paid-in capital.

Article 7: The total capital of the Company is set at NT$2 billion, divided into 200 million shares of NT$10 each, which the Board of Directors is authorized to issue in tranches. Of this amount, 5 million shares are reserved for the issuance of employee stock options.

Article 7-1: The Company may acquire shares for transfer, issue new shares for employee stock options and restricted employee rights, and issue new shares for cash capital increase and reserve shares for employee subscription in accordance with the Company Act, all of which may include employees who control or are subordinate to the Company under certain conditions, and the terms and conditions of transfer, issue and subscription are authorized to be determined by the Board of Directors.

Article 8: The share certificates of the Company shall be in registered form and shall be issued under the signatures or seals of three or more of the directors, after having been duly authenticated in accordance with the law. The shares issued by the Company may be issued without a printed share certificate, but shall be registered with a centralized security depository.

Article 9: The transfer and change of name of shares shall cease not later than 60 days prior to the date of the annual general meeting, not later than 30 days prior to the date of the extraordinary shareholders' meeting, or not later than 5 days prior to the date on which the Company decides to distribute dividends and bonuses or other benefits.

Article 10: The handling of the Company's share affairs shall comply with the provisions of the "Regulations Governing the Administration of Shareholder Services of Public Companies" issued by the competent security authorities.

Chapter 3 Shareholders' Meeting

Article 11: The general meeting of shareholders shall be convened at least once a year, within six months after the end of the fiscal year, by the Board of Directors in accordance with the law. Extraordinary meetings shall be convened when necessary in accordance with the relevant laws and regulations.

Article 12: The Chairman of the Board of Directors shall be the chairman of the shareholders' meeting. If the Chairman of the Board of Directors is absent from work or is unable to exercise his or her duties for any reason, he or she shall designate a director to act on his or her behalf; if the Chairman of the Board of Directors does not designate a proxy, the directors shall elect one from among themselves to act on his or her behalf.

Article 13: If a shareholder is unable to attend a shareholders' meeting for any reason, he or she may appoint a proxy to attend the meeting by producing a proxy form issued by the

Company, in accordance with Article 177 of the Company Act and the “Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies”.

Article 14: The shareholders of the Company shall have one vote per share unless otherwise specified by law.

Article 15: Except otherwise specified in the Company Act, a resolution at a shareholders’ meeting shall be made by a majority of votes of the shareholders present, representing a majority of the total number of issued shares.

The shareholders of the Company may also exercise their voting rights electronically. Shareholders who exercise their voting rights electronically shall be deemed to be present in person, and all relevant matters shall be handled in accordance with the provisions of the law.

Article 16: Resolutions of shareholders' meetings shall be recorded in a minute book, signed or sealed by the chairman, and distributed to the shareholders within 20 days after the meeting. The foregoing minutes shall be distributed by public announcement.

Article 17: The Company may transfer shares to employees at a price lower than the average price of the shares actually purchased or issue employee warrants at a price lower than the closing price on the issue date with the consent of at least two-thirds of the shareholders present at a general meeting representing a majority of the total number of shares in issue.

Article 18: If the Company wishes to cancel a public offering, it shall do so only after a resolution of the shareholders' meeting, and this provision shall not be changed during the period of the Emerging Stock Market and the Listing (OTC).

Chapter 4 Directors and Managers

Article 19: The Company shall have five to nine Directors for a term of three years, who shall be nominated by candidates and shall be elected by the Shareholders' Meeting from a list of candidates and shall be eligible for re-election.

Among the aforesaid number of directors, no less than two shall be independent directors and no less than one-fifth of the number of directors. The professional qualifications, shareholdings, restrictions on part-time employment, nomination and election of independent directors and other matters to be complied with shall be governed by the relevant regulations of the competent security authorities.

Article 20: The Company may establish functional committees in accordance with the relevant provisions of the Securities and Exchange Act. The Audit Committee shall be composed of all independent directors and shall be responsible for carrying out the duties and responsibilities of the supervisors under the Company Act, the Securities and Exchange Act and other laws and regulations.

Article 21: The Board of Directors shall be organized by the directors and shall be composed of at least two-thirds of the directors present and a majority of the directors present

agreeing to elect from among themselves a chairman who shall represent the Company externally. The Chairman of the Board shall represent the Company externally.

Article 22: A meeting of the Board of Directors of the Company shall be convened at least once in every quarter. The Board of Directors shall convene a meeting with seven-days notice, stating the reason for the convening. However, in case of emergency, the Board may be convened at any time.

Notice of such convening may be given in writing, by facsimile or by e-mail.

Article 23: The chairman of the board of directors shall be the Chairman of the Board of Directors. If the Chairman of the Board of Directors is absent from office or is unable to exercise his or her powers and functions for any reason, his or her proxy shall be appointed in accordance with the provisions of Article 208 of the Company Act. If a director is unable to attend a board meeting for any reason, he or she may appoint another director to act as his or her proxy, provided that the aforementioned proxy is appointed by one person.

A director may participate in a board meeting by video conference. A director who participates in a meeting by video conference shall be deemed to be present in person.

Article 24: The Company shall purchase liability insurance for its directors in order to reduce the risk of a director being sued by shareholders or other related parties for the performance of his duties in accordance with the law.

Article 25: The Company shall remunerate the directors for executing the business of the Company, irrespective of the profit or loss of the Company, and shall authorize the Board of Directors to determine such remuneration in accordance with the extent of their participation in and the value of their contribution to the operations of the Company and with reference to the ordinary standards of the industry.

Article 26: The Company may have a manager, whose appointment, dismissal and remuneration shall be in accordance with the provisions of Article 29 of the Company Act.

Chapter 5 Accounting

Article 27: At the close of each fiscal year, the directors shall prepare the following reports and financial statements and submit to the general meeting of shareholders for approval:

(1) the business report;
(2) the financial statements; and
(3) the surplus earning distribution or loss off-setting proposals.

Article 28: If the Company makes a profit in a year, it shall make an appropriation of not less than one percent for the remuneration of its employees and not more than two percent for the remuneration of its directors. However, if the Company has accumulated losses, it shall retain in advance the amount of the indemnity and then pay the remuneration of its employees and directors in accordance with the foregoing proportions.

Remuneration of employees may be in the form of shares or cash and may be granted

to employees of a controlled or subordinate company who satisfy certain conditions, as defined by the Board of Directors. Remuneration of directors may be in cash only.

The foregoing two items shall be resolved by the Board of Directors and reported to the shareholders' meeting.

Article 28-1: When the Company has a surplus in each year's final accounts, the Company shall first make a tax payment to cover the deficit of the previous year and then set aside 10% of the legal reserve, except that the legal reserve may not be set aside if it has reached the Company's paid-in capital; furthermore, the Company shall set aside or reverse the special reserve as required by law. If there are still unappropriated earnings at the beginning of the period, the Board of Directors shall prepare a proposal for the appropriation of earnings and submit it to the shareholders' meeting for resolution on the distribution of dividends to shareholders.

The Company's dividend distribution policy will take into account the current and future investment environment, capital requirements, domestic and international competition, and capital budget, as well as the interests of shareholders, the balance of dividends and the Company's long-term financial planning, etc. The Board of Directors shall prepare a proposal for dividend distribution and submit it to the shareholders' meeting annually in accordance with the law. The types and rates of dividends may be adjusted by resolution of the shareholders' meeting depending on the actual profitability and capital position of the year, provided that the total amount of dividends to be distributed from each year's earnings shall not be less than 10% of the distributable earnings for that year, and the proportion of cash dividends to be distributed shall not be less than 10% of the total amount of dividends.

Chapter 6 Supplementary Provisions

Article 29: Matters not stipulated in the Articles of Association shall be handled in accordance with the provisions of the Company Act and other relevant laws and regulations.

Article 30: The Articles of Incorporation were established on December 7, 2012.

First amendment on 26 July 2013.

Second amendment on 14 January 2014.

Third amendment on 3 September 2014.

Fourth amendment on 20 April 2015.

Fifth amendment on 20 April 2016.

Sixth amendment on 13 June 2017.

Seventh amendment on 16 July 2021.

Medeon Biodesign, Inc.

Appendix 2

Medeon Biodesign, Inc.
Rules and Procedures for Shareholders Meetings

Article 1: The Company's shareholders' meetings shall be conducted in accordance with these rules unless otherwise specified by law.

Article 2: An attendance book shall be provided for shareholder attendance registrations, or a sign-in card shall be handed in by the shareholders present to sign in on their behalf. The number of shares present shall be calculated by adding the number of shares exercising the right to vote by written or electronic means to the attendance book or the sign-in card.

Article 3: Attendance and voting at shareholders' meetings shall be counted on the basis of shares.

Article 4: The venue for a shareholders' meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a shareholders' meeting. The meeting shall commence no earlier than 9 a.m. and no later than 3 p.m.

Article 5: If a shareholders' meeting is convened by the Board of Directors, the chairman of the meeting shall be the Chairman of the Board of Directors. If the Chairman of the Board of Directors is absent from office or is unable to exercise his or her powers and functions for any reason, the Chairman of the Board of Directors shall appoint a Director to act as his or her proxy, or if the Chairman of the Board of Directors does not appoint a proxy, the directors shall appoint one from among themselves to act as their proxy. If a shareholders' meeting is convened by a person other than the Board of Directors with the right to convene, the chairman of the meeting shall be the person with the right to convene.

Article 6: The Company may appoint lawyers, accountants or related personnel to attend the shareholders' meetings. The meeting personnel conducting the shareholders' meetings shall wear identification cards or armbands.

Article 7: The proceedings of the shareholders' meetings shall be audio or video recorded and kept for at least one year.

Article 8: The Chairman shall declare a meeting open at the time when it is due to commence, but if no member representing more than half of the total number of shares in issue is present, the Chairman may adjourn the meeting for a period not more than twice. The total time of such adjournment shall not exceed one hour. When the number of shareholders present does not constitute more than one-half of the total number of voting shares after the second adjournment, but those present represent one-third or more of the total number of issued shares, a tentative resolution may be passed in accordance with Article 175-1 of the Company Act. If, before the conclusion of the meeting, more than half of the total number of issued shares are represented by the

shareholders present, the chairman may re-submit the tentative resolution to the meeting for voting in accordance with Article 174 of the Company Act.

Article 9: If a shareholders' meeting is convened by the Board of Directors, the agenda shall be set by the Board of Directors, and the relevant motions (including provisional motions and amendments to original motions) shall be decided on a case-by-case basis, and the meeting shall proceed in accordance with the scheduled agenda, which cannot be changed without a resolution of the shareholders' meeting. If a shareholders' meeting is convened by a person other than the Board of Directors with the right to convene, the provisions of the preceding paragraph shall apply. The chairman of the meeting shall not adjourn the meeting without a resolution before the conclusion of the proceedings (including interim motions) as set out in the preceding two items. After the meeting has been adjourned, the shareholders shall not elect another chairman to continue the meeting at the same place or at another place.

Article 10: Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order shareholders speak will be set by the chairman. A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail. When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chairman and the shareholder that has the floor; the chairman shall stop any violation.

Article 11: Except with the consent of the chairman, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chairman may terminate the speech.

Article 12: When a legal person is appointed to attend as proxy, it may designate only one person to represent it in the meeting. If a corporate shareholder designates two or more representatives to attend the meeting, only one representative can speak for each discussion item.

Article 13: After an attending shareholder has spoken, the chairman may respond in person or direct relevant personnel to respond.

Article 14: When the chairman is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chairman may announce the discussion closed, call for a vote and arrange adequate time for voting.

Article 15: Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chairman, provided that all monitoring personnel shall be shareholders of the Company.

Article 16: At the discretion of the chairman, a break may be declared at any time during the meeting.

Article 17: Except as otherwise provided in the Company Act and the Articles of Incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chairman or a person designated by the chairman shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the Market Observation Post System.

Article 18: When there is an amendment or an alternative to a proposal, the chairman shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.

Article 19: The chairman may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear armband bearing the word “Proctor.”

Article 20: These Rules, and any amendments hereto, shall be implemented after adoption by shareholders’ meetings.

Appendix 3

Shareholding of All Directors

1. The minimum shareholding required for all Directors and shares all Directors held on the book closure date are listed as follows:

Title	Minimum shareholdings required	Shares on the book closure date
Directors	5,858,725 shares	30,136,765

Note: Book closure date: April 22, 2022

2. Shareholding of Directors

Title	Name	Shares on the book closure date	Remarks
Chairman	Medeon, Inc.(USA) Representative：Yue Teh Jang	8,294,431	
Director	Center Laboratories, Inc. Representative：Jung Chin Lin	21,751,037	
Director	Center Laboratories, Inc. Representative：Chih Hsiung Wu		
Director	Hong Jen Chang	67,100	
Director	Hsin Yuan Fang	24,197	
Independent Director	Chi Hang Yang	0	
Independent Director	Chia Ying Ma	0	
Independent Director	Jerome Shen	0	

Note: Book closure date: April 22, 2022