

# Mycenax Biotech Inc. Procedure Governing the Election of Directors (The Procedure)

# Article 1

Election of directors and independent directors ("directors") shall be acted upon in accordance with the Procedure.

# Article 2

The cumulative voting method shall be used to elect the directors of the Company. Each share will have voting rights equal to the directors to be selected and may be cast for a single candidate or split among multiple candidates. Attendance card numbers printed on the ballots may be used instead of recording the names of voting shareholders.

## Article 3

Elections of directors at this Corporation shall be conducted in accordance with the candidate nomination system and procedures set out in Article 192-1 of the Company Act. The Company's directors shall be elected in accordance with the Articles of Incorporation of the Company, with independent and non-independent directors elected simultaneously but in separately calculated numbers. Those receiving ballots representing the highest numbers of voting rights will be selected sequentially according to their respective numbers of votes. When two or more persons receive the same number of votes, thus exceeding the specified number of positions, they shall draw lots to determine the winner, with the chairman drawing lots on behalf of any person not in attendance.

#### Article 4

The board of directors shall prepare separate ballots for directors in numbers corresponding to the directors to be elected. The number of voting rights associated with each ballot shall be specified on the votes, which shall then be distributed to the attending shareholders at the shareholders' meeting.

#### Article 5

Before the election begins, the chairman shall appoint several individuals with vote monitoring and counting personnel, provided that all monitoring personnel shall be shareholders of this Corporation.

#### Article 6

The ballot boxes shall be prepared by the board of directors and publicly checked by the vote monitoring personnel before voting.

#### Article 7

Voters shall fill in the candidate's name or account name in the "candidate" column of the ballot. Suppose the candidate is a government agency or a legal entity. In that case, voters shall fill in the name of the government agency, legal entity, or their representative's name in the column. In the event that several candidates represent a government agency or a legal entity, the names of the



representatives shall be filled in separately in the column.

# Article 8

A ballot is invalid under any of the following circumstances:

- 1. It is not a ballot provided under the Procedure.
- 2. A ballot is invalid under any of the following circumstances.
- 3. It contains illegible words or corrections.
- 4. The candidate whose name is entered in the ballot does not conform to the director candidate list.
- 5. It contains any words or marks other than the candidate's name or account name.
- 6. It contains two or more candidates.

## Article 9

The ballots should be counted during the meeting right after the vote casting, and the Chairman should announce the election results at the meeting.

## Article 10

When some of the directors do not meet Article 26-3, paragraph 3 of the Securities and Exchange Act shall be deemed invalid.

## Article 11

The Company's board of directors shall issue a notice to the persons elected as directors.

#### Article 12

Any other items not specified herein shall be conducted in accordance with the Company Law of the Republic of China and relevant regulations.

# Article 13

The Procedure shall take effect after being submitted to and approved by a shareholders' meeting. Subsequent amendments to it shall be affected in the same manner.

The Procedure were enacted on June 28, 2002. The 2nd amendment was made on June 30, 2008. The 3rd amendment was made on June 29, 2012. The 4th amendment was made on August 15, 2019. The 5th amendment was made on June 10, 2020. The 6th amendment was made on July 6, 2021.

*Translation – In case of any discrepancy between the Chinese and English versions, the Chinese version shall prevail.*