

CH BIOTECH R&D CO., LTD.

Code for Prevention of Insider Trading

The Code was enacted at Board Meeting on December 8, 2015

The first amendment to the Code was made on April 13, 2018

The second amendment to the Principles was made on February 21, 2023

- Article 1 This code is adopted according to Article 8, Paragraph 2 of Regulations Governing Establishment of Internal Control Systems by Public Companies and in exercise of avoiding and preventing who can acknowledge information will inadvertently result in violation of inside trading due to unfamiliar with relevant regulations.
- Article 2 Profit is not necessary to the constitution of inside trading. According to Article 157-1 of Securities and Exchange Act The necessary elements of constitution include :
1. Person who are subject to the regulations ;
 2. Actually knowing of material information ;
 3. After the information is precise, prior to the public disclosure of such information or within 18 hours after its public disclosure ;
 4. Purchase or sell, in the person's own name or in the name of another, shares of the Company that are listed on an exchange or an over-the-counter market, or any other equity-type security of the Company.
- Article 3 Person who are undertaking regulations that are set forth in Article 2, Paragraph 1 of this code are all subject to the scope of prohibition of inside trading, include :
1. A director, and/or managerial officer of the Company, and/or shareholders holding more than ten percent of the shares of the Company, and/or a natural person designated to exercise powers as representative pursuant to Article 27, paragraph 1 of the Company Act.
 2. Any person who are in connection of any of the persons named in preceding subparagraph (means their spouses, minor children and those held under the names of other parties).
 3. Any person who has learned the information by reason of occupational or controlling relationship.
 4. A person who, though no longer among those listed in any of the preceding three subparagraphs, has only lost such status within the last six months.
 5. Any person who has learned the information from any of the persons named in the preceding four subparagraphs.
- Article 4 Shares of the Company that are listed on an exchange or an over-the-counter market, or any other equity-type security of the Company that are named in Article 2, paragraph 4 of this code :
1. Shares mean shares of the Company that are listed trading on the stock exchange or over-the-counter market or for registration as emerging stock or any other equity-type security of the Company.
 2. Any other equity-type security means convertible bonds, corporate bonds with warrants, stock warrant, call (put) warrant, certificate of payment of shares, stock warrant certificate, certificate of entitlement to new shares, Certificate of Entitlement to New Shares form Convertible Bond and any other equity-type security.
- Article 5 The material information named in Article 2, paragraph 2 of this code means :
1. Any information that are in inspect of any financial or business matters and the specific content of which would materially affect the price of stock of the Company or a reasonably prudent investor's decision of investment ; include:
 - (1) The matters set forth in Article 7 of Securities and Exchange Act.
 - (2) The Company carries out any material transaction of public offering and issuance or private placement of equity-type securities, capital reduction, corporate merger, acquisition, or split, share exchange, conversion, or transfer of shares from others, direct or indirect investment project, or there is any material change in any of the above

- matters.
- (3) The Company is in proceedings for reorganization, bankruptcy, dissolution, or application for stock delisting or termination of OTC securities trading, or there is any material change in any of the above matters.
 - (4) A member of the Company's board of directors is subject to a provisional injunction ruling suspending his or her exercise of powers, making it impossible for the board of directors to exercise its powers, or all independent directors of the Company are removed from office.
 - (5) Occurrence of a disaster, group protest, strike, or environmental pollution, or any other material event, where the Company incurs a material loss, or where a relevant authority orders suspension of work, suspension of business, or termination of business, or revokes or voids a relevant permit.
 - (6) Dishonor of a negotiable instrument, filing for bankruptcy or reorganization, or any other similar event of a material nature, with respect to a related party of the Company or to a principal debtor or a joint and several guarantor of a principal debtor; or inability by a principal obligor, in favor of whom the Company has made an endorsement or guarantee, to settle a matured negotiable instrument, loan, or other obligation.
 - (7) Occurrence of a significant event of internal control-related malpractice, non arms-length transaction, or defalcation of Company assets.
 - (8) Suspension of part or all of business transactions between the Company and a principal client or supplier.
 - (9) Upon occurrence of any of the following with respect to a financial report of the Company:
 - i. Failure to make a public announcement or a filing in a manner consistent with the requirements of Article 36 of the Act.
 - ii. An error or omission in a financial report prepared by the Company, with respect to which Article 6 of the Enforcement Rules to the Act requires a correction to and further a restatement of the financial report.
 - iii. A certified public accountant issues an audit or review report containing an opinion other than an unqualified or modified unqualified opinion. The same does not apply, however, in cases where the certified public accountant issues a qualified audit or review report for the reason of annual amortization of losses, as permitted by law, or for the reason that an amount of long-term equity investment and profit/loss thereupon presented in the first-quarter, third-quarter, or semiannual financial report is calculated on the basis of financial statements of the investee Company that have not been audited or reviewed by a certified public accountant.
 - (10) A significant discrepancy between financial forecasts already publicly disclosed and actual figures or between updated (or corrected) financial forecasts and original forecasts.
 - (11) The Company buys back its own shares.
 - (12) The Company makes or suspends a public tender offer to acquire securities issued by a public Company.
 - (13) The Company acquires or disposes of a major asset.
 - (14) If the Company has issued securities overseas, occurrence of a material event that requires prompt public announcement or filing, as provided in the government laws and regulations, or securities exchange market rules and regulations, of the country where the securities are listed.
 - (15) Other matters relating to the finances or businesses of the Company that would have a material impact on its stock price or on the investment decisions of a reasonably prudent investor.
2. Information relating to the finances or businesses of the Company, or the supply and demand of such securities on the market, or tender offer of such securities, the specific content of which will have a material impact on the price of the securities, or will have a

material impact on the investment decision of a reasonably prudent investor:

- (1) The Company's securities traded on the centralized securities exchange market or the OTC securities market are subject to a public tender offer or suspension of a public tender offer.
- (2) Any material change in the shareholding of the Company or its controlling Company.
- (3) The Company's securities traded on the centralized securities exchange market or the OTC securities market are subject to an event of bidding, auctioning, material default in settlement, change of the original method of trading, or suspension, limitation, or termination of trading, or there is any circumstance that may lead to any such event.
- (4) Any other matter relating to the market supply and demand of such securities that would have a material impact on the Company's stock price or on the investment decisions of a reasonably prudent investor.

Article 6 The date of existence of the information described in the Article 2, paragraph 2 of this code shall be the date of the fact, agreement, contract signature, payment, request, execution of transaction, transfer of title, resolution of the audit committee or board of directors, or other precise date based on concrete evidence, whichever comes first.

Article 7

1. The Company shall disclose public information in accordance with Regulations Governing the Scope of Material Information and the Means of its Public Disclosure Under Article 157-1, Paragraph 4 of the Securities and Exchange Act defined by Financial Supervisory Commission, Executive Yuan :
 - (1) For the purposes of public disclose of the material information set forth in Article 5, paragraph 1 of this code means the Company shall enter such information into the Market Observation Post System ;
 - (2) For the purposes of public disclose of the material information set forth in Article 5, paragraph 2 of this code means the Company shall enter such information into the Market Observation Post System, the Taiwan Stock Exchange Corporation publicly announces the information on the Market Information System website, or coverage of the information by two or more daily national newspapers on non-local news pages, national television news, or electronic newspapers issued by any the aforesaid media.
2. In the case of information publicly disclosed under subparagraph 2 of the preceding paragraph, the period of 18 hours referred to in Article 2, paragraph 3, of the Code shall begin with the later of the time of delivery of the newspaper, first broadcasting of the television news, or posting of the news on the electronic website, as the case may be.
3. The time of delivery of a newspaper referred to in the preceding paragraph means 6 a.m. for morning newspapers and 3 p.m. for evening newspapers.

Article 8 Upon actually knowing of any information that will have a material impact on the price of the securities of the issuing Company, after the information is precise, and prior to the public disclosure of such information or within 18 hours after its public disclosure, who meets any of the persons described in Article 3 of this code shall not purchase or sell, in the person's own name or in the name of another, shares of the Company that are listed on an exchange or an over-the-counter market, or any other equity-type security of the Company.

Upon actually knowing of any information that will have a material impact on the ability of the issuing Company to pay principal or interest, after the information is precise, and prior to the public disclosure of such information or within 18 hours after its public disclosure, who meets any of the persons described in Article 3 of this code shall not sell, in the person's own name or in the name of another, the non-equity-type corporate bonds of such Company that are listed on an exchange or an over-the-counter market.

It is advisable that whoever meets the persons described in Article 3 of this code shall not trade the shares during the closed period of 30 days prior to the publication of the annual financial reports and 15 days prior to the publication of the quarterly financial reports.

Article 9 Stock Affair Specialist of the Company shall timely establish and maintain periodically the

information of the persons who are subject to Article 3 of this code, and provide related regulations of insider trading to such persons.

Article 10 Any person of the Company who is violated with this code would be submitted for examination according to Regulations of Rewards and Punishments of Employees and punished accordingly.

Article 11 If there are some incomplete matters, they shall be conducted according to related regulations.

Article 12 These Rules, and any amendments hereto, shall be implemented after adoption by meetings of the board of directors.