Meeting Minutes for the 2018 Annual General Shareholder’s Meeting

Time: Thursday, 10:00am-10:30am, June 13, 2018, Taipei Local Time

Venue: Banquet Hall C, 4F., No. 99, Sec. 1, Xintai 5th Rd., Xizhi Dist., New Taipei City, Taiwan

Shares Represented: 186,656,153 voting shares present, representing 86.01% of the total 216,992,061 outstanding ordinary shares.

Present Directors: Mr. Chi-Chuan Chen (Director), Mr. Allen Chao (Director) and Mr. Lee-Chiou Chang (Independent Director)

In Attendance: Mr. Hao-Ray Hu, Lawyer of Baker & McKenzie, Mr. Hao-Yu Hsiao, Senior Manager of PricewaterhouseCoopers, Taiwan

Chairman: Chi-Chuan Chen, Chairman of the Board of Directors

Secretary: Tiffany Chu

I. Opening Announcement:

The Chairman declared the members present in attendance and by proxy satisfied the quorum requirements of the Articles of Association of the Company, and called the meeting to order.

II. Chairman’s Remarks: (Omitted)

III. Report Matters:

Item 1: The 2017 Business Reports


Explanation: The Audit Committee’s review report is attached as Attachment 2.

Item 3: The 4th quarter, 2017 execution status report on sound business plan.

Explanation:
(1) In accordance with the Letter of Jeng-Gre-Shen-Ji number 1040019420 dated July 28th, 2015 issued by Taipei Exchange, it is required for the Company to submit the quarterly execution status report on sound business plan to the Board of Directors for monitoring, and to report in the Shareholders’ meeting.

(2) The 4th quarter, 2017 execution status report on sound business plan is attached as Attachment 3.

Item 4: The Amendment of the Rules of Procedure for Board of Directors Meeting.

Explanation:
(1) According to the Regulations Governing Procedure for Board of Directors Meeting of Public Companies, the Board of Directors resolved to amend the Company’s Rules of Procedure for Director Meeting and report this to the Shareholders Meeting.

(2) The comparison table of amendment to the Rules of Procedure for Board of Directors Meeting is attached as Attachment 4.

IV. Acknowledgement Matters

(proposed by the Board of Directors).

Explanation:
(1) The Company’s 2017 Business Report and Consolidated Financial Report have been approved by the Board of Directors and reviewed by the Audit Committee of the Company. The 2017 Consolidated Financial Report, including Balance Sheet, Consolidated Income Statements, Statement of Changes in Equity and Statements of Cash Flows were audited by Ms. Hui-Jin Tseng and Mr. Sheng-Wei Teng of PricewaterhouseCoopers Taiwan who issued the unqualified opinion of the auditor’s report.

(3) It is proposed to approve the proposal.

Ordinary Resolution:
The resolution was put to vote by the members. It was resolved by the votes described in the chart below, in favor of approving the proposal.

<table>
<thead>
<tr>
<th>Voting Result</th>
<th># of Shares Voted</th>
<th>% of the total represented share present</th>
</tr>
</thead>
<tbody>
<tr>
<td>Number of shares voted “in favor”</td>
<td>172,107,838</td>
<td>92.20%</td>
</tr>
<tr>
<td>Number of shares voted “against”</td>
<td>28,000</td>
<td>0.01%</td>
</tr>
<tr>
<td>Number of invalid shares</td>
<td>0</td>
<td>0.00%</td>
</tr>
<tr>
<td>Number of shares voted “abstain”/not voting</td>
<td>14,519,315</td>
<td>7.77%</td>
</tr>
</tbody>
</table>

Item 2: Proposal to accept the loss make-up of 2017 (proposed by the Board of Directors)

Explanation:
(1) After auditing by the CPA, in Year 2017 the Company’s net loss after tax is NT$ 1,409,800,417. After adding accumulated deficit of NT$ 2,079,701,015 in the beginning of 2017, the total accumulated deficit is NT$ 3,489,501,432.

(2) The annual loss make-up for 2017 is as follows:

<table>
<thead>
<tr>
<th>Item</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Losses to be covered in the beginning of the year</td>
<td>(2,079,701,015)</td>
</tr>
<tr>
<td>Plus: 2017 Net loss after tax</td>
<td>(1,409,800,417)</td>
</tr>
<tr>
<td>Losses to be covered at the end of the year</td>
<td>(3,489,501,432)</td>
</tr>
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</table>

(3) It is proposed to approve the proposal.
Ordinary Resolution:
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<td>172,105,838</td>
<td>92.20%</td>
</tr>
<tr>
<td>Number of shares voted “against”</td>
<td>30,000</td>
<td>0.01%</td>
</tr>
<tr>
<td>Number of invalid shares</td>
<td>0</td>
<td>0.00%</td>
</tr>
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Total number of voting shares present: **186,655,153**

V. Proposals and Discussions

**Item 1: Proposal to Amend the Company’s Memorandum and Articles of Association.** [Proposed by the Board of Directors](To be approved by way of special resolution)

**Explanation:**

(1) To have the Company’s Memorandum and Articles of Association comply with Taiwan laws, and with reference to Articles 18, 27, 28, 29 and 35 of the newly amended Business Mergers and Acquisitions Act of Taiwan, it is proposed to amend part of the Company’s Memorandum and Articles of Association.

(2) The comparison table of content of amendment of articles is attached as Attachment 6.

(3) The English version of the Memorandum and Articles of Association of the Company shall govern if there is any discrepancy between the Chinese and English versions.

(4) It is proposed to approve the proposal by way of special resolution.

**Special Resolution:**
The resolution was put to vote by the members. It was resolved by the votes described in the chart below, in favor of approving the proposal.
Total number of voting shares present: **186,655,153**

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<td>28,000</td>
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<td>0.00%</td>
</tr>
<tr>
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<td>7.77%</td>
</tr>
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VI. **Election Matters**

**Item 1: Re-election of Board of Directors.** [Proposed by the Board of Directors]

**Explanation:**

(1) The 3rd term of the Company's directors expire on May 14, 2018. It is proposed to ask the Annual General Meeting of shareholders to elect 9 directors (including 3 independent directors) for the 4th term.

(2) The newly elected directors shall hold office for three years from June 13, 2018 to June 12, 2021. The incumbent directors will be discharged from the office as the date of the election of the new directors.

(3) The Company has announced the accepting of director candidates nominated by the shareholder(s) and Board of Directors for the period from March 30, 2018 to April 9, 2018. The list of nine (9) directors candidate’s related information are as follows, which were approved by the 16th meeting of the 3rd term of Board of Directors dated March 26th, 2018.
<table>
<thead>
<tr>
<th>No.</th>
<th>Shareholder No.</th>
<th>Name</th>
<th>ID or Uniformed Number</th>
<th>Number of Shares held by the candidate</th>
<th>Work (and) Educational Experience</th>
<th>Note</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td></td>
<td>Chang, Lee-Chiou</td>
<td>M1008****</td>
<td>-</td>
<td>Master, NCCU Department of Risk Management and Insurance, National Chengchi University Bachelor, Department of Public Finance, National Chengchi University Chairman, Yuanta Securities Finance Co., Ltd. President, Yuanta Securities Co., Ltd. President, Grand Cathay Securities Corp. Auditor, Director, Special Commissioner, Assistant Director, Director, Securities and Futures Commission, Ministry of Finance Auditor and Assistant Auditor, National Taxation Bureau of Taipei</td>
<td>Candidate of Independent Director</td>
</tr>
<tr>
<td>2</td>
<td></td>
<td>Tsai, Jin-Pau</td>
<td>F1227****</td>
<td>-</td>
<td>Master in Accounting, Graduate Institute of Accounting, National Chengchi University Master in Law, College of Law, National Chengchi University Bachelor, Department of Accounting, National Chengchi University Deputy CEO, CEO and Deputy Chairman, PwC Taiwan President, PwC Management Consulting Company Ltd. Vice Chairman, Fuh Hwa Securities Investment Trust Co., Ltd. Director and Managing Director, Taiwan Corporate Governance Association Managing Director, Accounting Research and Development Foundation Chairman, Auditing Standards Committee Consultant, Public Service Pension Fund Supervisory Board</td>
<td>Candidate of Independent Director</td>
</tr>
<tr>
<td>No.</td>
<td>Shareholder No.</td>
<td>Name</td>
<td>ID or Uniformed Number</td>
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<td>Note</td>
</tr>
<tr>
<td>-----</td>
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<td>------</td>
</tr>
</tbody>
</table>
| 3   |                | Shih, Chuan | K123G***** | - | PhD in Organic chemistry, Ohio State University  
Master in Organic chemistry, Ohio State University  
Bachelor, Department of Chemistry, National Chung Hsing University  
Special Researcher and Director, Institute of Biotechnology and Pharmaceutical Research (IBPR), National Health Research Institutes (NHRI)  
Crown Bioscience, Inc.  
Member of Science Consultant Committee | Candidate of Independent Director |
| 4   | 10             | Peng Lin Investment Co., Ltd.  
Representative: Chen, Chi-Chuan | 54283722 | 70,566,999 | Master in Business, National Taiwan University, College of Management  
Vice President and Special Assistant to CEO, Investment Management Office, RueTex Group | Candidate of Director |
| 5   | 10             | Peng Lin Investment Co., Ltd.  
Representative: Cho, Lung-Yeh | 54283722 | 70,566,999 | Bachelor in Accounting, National Taipei University  
CPA, KPMG | Candidate of Director |
| 6   | 1              | Allen Chao and Lee Hwa  
Chao Family Trust  
Representative: Allen Chao | 5054***** | 16,888,022 | Ph.D., Purdue University, College of Pharmacy  
Founder and CEO, Watson Pharmaceuticals.  
(now Allergan) | Candidate of Director |
| 7   | 8              | Hsia Family Trust  
Representative: David Hsia | 4741***** | 2,442,430 | Ph. D., Purdue University, College of Pharmacy  
Senior Vice President, R&D, Watson Pharmaceuticals (now Allergan)  
Manager, Pharmaceutical Technology  
R&D Director, American Hospital Supply Corp. (now Baxter) | Candidate of Director |
| 8   | 63             | 中國信託商業銀行受託  
保管庫存全球投資基金  
投資專戶 (Delos Capital Fund, LP)  
Representative: Chen, Uni-Cheng | F1214***** | 14,400,000 | J.D., Harvard University  
Managing Partner, Delos Capital Fund, LP  
Partner and Co-Head of Asia, Perмира  
Managing Director, Goldman Sachs  
Lawyer, Davis Polk & Wardwell, LLP and New York Bar | Candidate of Director |
<table>
<thead>
<tr>
<th>No.</th>
<th>Shareholder No.</th>
<th>Name</th>
<th>ID or Uniformed Number</th>
<th>Number of Shares held by the candidate</th>
<th>Work (and) Educational Experience</th>
<th>Note</th>
</tr>
</thead>
</table>
| 9   | 25             | Yen, Yun | A1026****              | 273,748                                | Ph.D. in Pathology and Cell Biology, Thomas Jefferson University  
M.D., Taipei Medical University  
Adjunct Professor, Graduate Institute of Oncology, National Taiwan University  
Affiliate Professor, California Institute of Technology  
Attending Physician, Division of Medical Oncology, City of Hope  
Professor, Medical Oncology and Graduate School, City of Hope  
Director, Developmental Cancer Therapeutics Program, City of Hope  
Chairman, Molecular Pharmacology Department, City of Hope  
Vice President, City of Hope Fellow, Hematology and Oncology Section, School of Medicine, Yale University | Candidate of Director      |

**Election Results : New Director**

<table>
<thead>
<tr>
<th>Shareholder Number or ID Number</th>
<th>Name</th>
<th>Election Results</th>
</tr>
</thead>
</table>
| 10                              | Peng Lin Investment Co., Ltd.  
Representative: Chen, Chi-Chuan      | 236,244,519      |
| 1                               | Allen Chao and Lee Hwa Chao Family Trust  
Representative: Allen Chao           | 197,989,007      |
<p>| 63                              | 中國信託商業銀行受託保管康福全球投資基金投資 | 162,667,026      |</p>
<table>
<thead>
<tr>
<th>Shareholder Number or ID Number</th>
<th>Name</th>
<th>Election Results</th>
</tr>
</thead>
<tbody>
<tr>
<td>専戸 (Delos Capital Fund, LP)</td>
<td>Representative: Chen, Lin-Cheng</td>
<td></td>
</tr>
<tr>
<td>8</td>
<td>Hsia Family Trust</td>
<td>162,016,114</td>
</tr>
<tr>
<td></td>
<td>Representative: David Hsia</td>
<td></td>
</tr>
<tr>
<td>10</td>
<td>Peng Lin Investment Co., Ltd.</td>
<td>161,358,932</td>
</tr>
<tr>
<td></td>
<td>Representative: Cho, Lung-Yeh</td>
<td></td>
</tr>
<tr>
<td>25</td>
<td>Yen, Yun</td>
<td>160,170,572</td>
</tr>
</tbody>
</table>

**New Independent Director**

<table>
<thead>
<tr>
<th>Shareholder Number or ID Number</th>
<th>Name</th>
<th>Election Results</th>
</tr>
</thead>
<tbody>
<tr>
<td>M1008****</td>
<td>Chang, Lee-Chiou</td>
<td>121,908,814</td>
</tr>
<tr>
<td>F1227****</td>
<td>Tsai, Jin-Pau</td>
<td>121,693,931</td>
</tr>
<tr>
<td>K1236****</td>
<td>Shih, Chuan</td>
<td>121,195,132</td>
</tr>
</tbody>
</table>

VII. Other Discussion Matters
Item 1: Release of Prohibition on Non-Competition of Board Directors. [Proposed by
the Board of Directors]

Explanation:

(1) According to Article 209 of the Company Act of the Republic of China, a Director
who does anything for himself or on behalf of another person that is within the
scope of the company's business, shall explain to the meeting of shareholders the
essential contents of such an act and secure its approval.

(2) It is proposed to release a Director who does anything for himself or on behalf of
another person that is within the scope of the Company's or similar company's
business and assumes a role of Director from the prohibition of non-competition
according to Section 97B of the Company’s Memorandum and Articles of
Association, on the conditions that there are no damage to the Company's interests.

(3) The details of the proposal to release the non-competition prohibition, are attached
as Attachment 7.

(4) It is proposed to approve the proposal.

Ordinary Resolution:
The resolution was put to vote by the members. It was resolved by the votes described in
the chart below, in favor of approving the proposal.

<table>
<thead>
<tr>
<th>Voting Result</th>
<th># of Shares Voted</th>
<th>% of the total represented share present</th>
</tr>
</thead>
<tbody>
<tr>
<td>Number of shares voted “in favor”</td>
<td>169,303,827</td>
<td>90.70%</td>
</tr>
<tr>
<td>Number of shares voted “against”</td>
<td>36,000</td>
<td>0.01%</td>
</tr>
<tr>
<td>Number of invalid shares</td>
<td>0</td>
<td>0.00%</td>
</tr>
<tr>
<td>Number of shares voted “abstain”/not voting</td>
<td>17,315,326</td>
<td>9.27%</td>
</tr>
</tbody>
</table>

VIII. Extemorary Motion: None
IX. Meeting Adjourned

Chairman
Name: Chi-Chuan Chen

Secretary
Name: Tiffany Chu