



PhytoHealth Corporation

Notice of 2023 Annual General Shareholders' Meeting

Form of Meeting : Physical Meeting

Meeting Time : 9:00a.m., Wednesday, May 24, 2023

Meeting Place : 3rd Fl., No.10 Shih-er Rd., Yangmei District, Taoyuan City

AGENDA

I. Chairperson Remarks.

II. Report Items:

1. The 2022 Business Report.
2. The 2022 Audit Committee's Review Report.
3. Report on Amendment to "Corporate Governance Best Practice Principles".
4. Status Report on the Execution of Plans to Enhance Operations for 2012 and 2020 Capital Increase Through Cash Injection.

III. Acknowledged Matters:

1. Adoption of 2022 the Individual and Consolidated Financial Statements and Business Report.
2. Adoption of the Proposal for 2022 Deficit Compensation.

IV. Discussion Matters:

1. Amendment to the "Articles of Incorporation".
2. Amendment to the "Rules of Procedure for Shareholder Meetings".

V. Election Matters:

Elections of Board Directors.

VI. Other Matters:

Proposal to Release the Prohibition on Directors and Their Representatives from Participation in Competitive Business.

VII. Extemporary Motions:

VIII. Adjournment.

Notice of Meeting

- I. The 2023 Annual Shareholders' Meeting is scheduled to be held on May 24, 2023 (Wednesday) at 9:00 am (shareholders' registration will be accepted 30 minutes before the start of the meeting) on the third floor of No. 10, Shih-er Road, Yangmei District, Taoyuan City. The main content of the meeting includes : (1) Report Items : 1. The 2022 Business Report. 2. The 2022 Audit Committee's Review Report. 3. Report on Amendment to "Corporate Governance Best Practice Principles". 4. Status Report on the Execution of Plans to Enhance Operations for 2012 and 2020 Capital Increase Through Cash Injection. (2) Acknowledged Matters : 1. Adoption of 2022 the Individual and Consolidated Financial Statements and Business Report. 2. Adoption of the Proposal for 2022 Deficit Compensation. (3) Discussion Matters : 1. Amendment to the "Articles of Incorporation". 2. Amendment to the "Rules of Procedure for Shareholder Meetings". (4) Election Matters : Elections of Board Directors. (5) Other Matters : Proposal to Release the Prohibition on Directors and Their Representatives from Participation in Competitive Business. (6) Extemporaneous Motions.
- II. This shareholders' meeting will elect 13 directors (including 4 independent directors) through a candidate nomination system. The list of director candidates includes representative of Maywufa Company Limited Lee Yi-Li, Lee I-Lin, representative of Maywufa Company Limited Lee Chen-Chia, representative of Maywufa Company Limited Lai Yu-Ju, representative of Li Ling Investment Company Ltd. Chen Wen-Hwa, representative of Jen Yu Ltd. Wang Pai-Sen, representative of Hua Wei Ltd. Tsai Ching-Chung, representative of Hua Wei Ltd. Wang Ming-Fu, representative of Jen Yu Ltd. Huang Tse-Hung. The list of independent director candidates includes Wang Der-Shan, Lai Sun-Quae, Lin Shoei-Loong and Wu Yang-Chang. For information on their educational and professional backgrounds, please refer to the announcements posted on the Market Observation Post System (MOPS) website (URL: <https://mops.twse.com.tw/mops/web/t146sb10>), under the category of "Announcements regarding the election of directors and supervisors through a candidate nomination system (TWSE/TPEX-listed and emerging stock companies)".
- III. If there are any matters that fall under the provisions of Article 172 of the Company Act for this shareholders' meeting, please refer directly to the Market Observation Post System (<https://mops.twse.com.tw>), click on "Electronic Filing" under the "Basic Information" section, and then click on "Annual Reports and Shareholders' Meeting-Related Information (including depositary receipt information)". Enter the company code (or abbreviation) and the fiscal year, and then click on "Agenda and Supplementary Information" or "Reference Materials for Shareholders' Meeting Proposals" to access the relevant information.
- IV. Pursuant to Article 165 of the Company Act, the transfer of the company's stocks will be suspended from March 26, 2023, to May 24, 2023.
- V. In addition to the public announcement on the Taiwan Stock Exchange website, we also send this letter along with one copy of the attendance sign-in card and proxy form to each shareholder. We kindly request your attendance at the meeting, and if you plan to attend in person, please fill out the third copy of the attendance sign-in card (no need to send it back), and bring it to the meeting venue for registration on the day of the meeting. If you plan to appoint a proxy to attend the meeting, please fill out the fourth copy of the proxy form, fold it, and send it to the Shareholder Services

Department of Grand Fortune Securities Co., Ltd., our stock transfer agent, at least five days before the meeting. After the Shareholder Services Department stamps the registration seal on the attendance sign-in card, they will send it back to you or your proxy as proof of attendance. If you or your proxy have not received the attendance sign-in card by the day before the meeting, please bring your ID card and seal to the meeting venue for registration.

- VI. If there is a solicitation of proxy for this shareholder meeting, the Company plans to compile the written information of the solicitation of proxy and upload it to the website of the Securities and Futures Institute (<https://free.sfi.org.tw>) before April 21, 2023, in accordance with the regulations. Investors can enter the website and search for the solicitation of proxy information by entering the securities code/company name in the "Free Proxy Search System".
- VII. Shareholders may exercise their voting rights electronically for this shareholder meeting during the period from April 22, 2023 to May 21, 2023. Please log in to the website of Taiwan Depository & Clearing Corporation's Shareholders E-voting System (<https://www.stockvote.com.tw>) and follow the instructions provided to cast your vote.
- VIII. The agency entrusted to verify the proxy solicitation for this shareholders' meeting is the Shareholder Services Department of Grand Fortune Securities Co., Ltd.
- IX. Your attention to these matters is greatly appreciated.

Dear Shareholders,

Greetings from the board of directors of PhytoHealth Corporation.