



Stock Code: 6576

Foresee Pharmaceuticals Co., Ltd.

2026 Annual Shareholders' Meeting

Meeting Notice

(Summary Translation)

- I. The 2026 Annual Shareholders' Meeting (the "Meeting") will be convened at 9:30 AM, May 21, 2026 (Thursday) at 2F, No. 19-10, Sanchong Rd., Nangang Dist., Taipei City 115, Taiwan (R.O.C.) (International Conference Center, 2F, Building A, Nangang Software Park) (Time for accepting shareholders' registration: starting from 9:00 am, the registration place is the same as the Meeting place.)

The agenda of the Meeting is listed as follows:

1. Report Items

- (1) 2025 Business Report
- (2) 2025 Audit Committee's Review Report
- (3) Report on the Execution Status of the 2025 Sound Operation Plan
- (4) Report on the 2025 Private Placement Status
- (5) Report on Matters Relating to the Issuance of the 1st Domestic Secured Convertible Bonds
- (6) 2025 Directors' Compensation Report

2. Ratification Items

- (1) Ratification of 2025 Financial Statements and Business Report
- (2) Ratification of the Proposal for Compensation of 2025 Deficit

3. Discussions

- (1) Proposal to Release Directors from Non-competition Restrictions
- (2) Proposal for the Issuance of Common Shares Through a Cash Capital Increase to Sponsor Global Depositary Receipts and/or to Conduct the Issuance of Common Shares via Book-Building, Auction Methods, and/or Private Placement

4. Ad Hoc Motions

- II. For details regarding the proposal for the issuance of common shares through a cash capital increase via private placement, please refer to Attachment 1.
- III. In accordance with Article 172 of the Company Act, the relevant information has been posted on the Market Observation Post System. For details, please visit: <https://mops.twse.com.tw>

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- IV. Shareholders who wish to attend the shareholders' meeting in person are requested to sign or affix their seal on the "Attendance Card" and bring it to the meeting venue on the meeting day for check-in and submission. If you wish to appoint a proxy to attend the meeting, please sign or affix your seal on the "Proxy Form," fill in the name and address of the proxy, and deliver it to the Company's stock affairs agent, the Stock Transfer Agency Department of CTBC Bank Co., Ltd., no later than five days before the meeting. The Attendance Card will then be mailed to the designated proxy.
- V. If any shareholders solicit proxy forms, the Company will publish a summary table of the solicitors' information on April 20, 2026, on the Securities and Futures Institute (SFI) website. Investors who wish to access this information may visit the "Free Proxy Information Disclosure System" at <https://free.sfi.org.tw> and enter the required search criteria.
- VI. Shareholders may exercise their voting rights electronically for this shareholders' meeting. The electronic voting period is from April 21, 2026 to May 18, 2026. Please log in to the Taiwan Depository & Clearing Corporation's "Shareholder eVoting Platform" at <https://stockservices.tdcc.com.tw> and follow the instructions provided.
- VII. New shareholders who wish to submit their specimen seal card may download the form from the Corporate Trust section of CTBC Bank's website, the Company's stock affairs agent.
- VIII. The institution responsible for verifying and counting the proxy forms for this shareholders' meeting is the Stock Transfer Agency Department of CTBC Bank Co., Ltd.
- IX. Please note and act accordingly.

Sincerely Yours,

The Board of Directors of Foresee Pharmaceuticals Co., Ltd.

[Attachment 1]

- (1) To support business growth, meet working capital requirements, and enhance the flexibility and timing of fundraising, the Company plans to issue up to 35,000,000 common shares, either in one or a combination of the following financing instruments, as deemed appropriate based on market conditions, the Company's financial position, and in compliance with applicable regulations.
- (2) The primary explanations regarding the issuance of common shares for cash through private placement are as follows:
 - (A) Basis and Reasonableness of the Private Placement Pricing:
 - a. The pricing of this private placement of common shares shall be no less than 80% of the reference price. The reference price shall be the higher of the following two calculations
 - (I) The simple arithmetic average of the closing prices of the common shares for 1, 3, or 5 consecutive business days prior to the pricing date, adjusted for stock dividends, ex-rights and ex-dividends, and further adjusted for capital reduction.
 - (II) The simple arithmetic average of the closing prices of the common shares for the 30 consecutive business days prior to the pricing date, adjusted for stock dividends, ex-rights and ex-dividends, and further adjusted for capital reduction.
 - b. The subscription price for the common shares in this private placement shall be no less than 80% of the reference price. The actual pricing date and the final private placement price will be determined within the range approved by the shareholders' meeting. The Board of Directors is authorized to set the price based on the specific investors and market conditions at the time.
 - c. The determination of the subscription price for the common shares in the private placement is based on the company's stock price and complies with the relevant regulations regarding the issuance of private placement securities by publicly listed companies, and is therefore reasonable.
 - d. In the event that the issue price per share is set below par value in response to market fluctuations, and alternative fundraising methods are not adopted, the main consideration lies in maintaining the Company's operational stability and financial soundness. Compared with pure debt instruments, equity-related financing tools are more suitable in this context. Raising funds through private placement would not incur interest expenses, thereby reducing financial risk, while immediately improving the Company's financial structure and increasing its financial flexibility. Therefore, the use of equity-related fundraising instruments in this case is considered reasonable. Should the issue price be below par value, it may result in a reduction of the Company's capital surplus or retained earnings on the books; such effects will be addressed and remedied in due course depending on the Company's

actual operating performance. The issuance price will be determined in accordance with applicable regulations. Once the capital increase takes effect, the Company's financial structure is expected to be significantly improved, which will be beneficial to the Company's long-term development and should not adversely affect shareholders' equity.

(B) Method of Selection of Specific Investors, Purpose, Necessity, and Expected Benefits:

- a. The target investors for this private placement are limited to specific persons who meet the requirements set forth in Article 43-6 of the Securities and Exchange Act and the relevant regulations, including Financial Supervisory Commission Order No. 1120383220 dated September 12, 2023.
- b. The placees have not yet been determined. However, to enhance the feasibility of this private placement, the company intends to approach insiders or related parties, as they have a better understanding of the company's operations.

The list of insiders or related parties:

No.	Name of Insider	Title
1	Foresee Pharmaceuticals, Inc. Representative : Ben Chien	Chairman & CEO
2	Jennifer Yen	Spouse of Chairman
3	Foresee Pharmaceuticals, Inc. Representative : Yisheng Lee	Director, and Chief Medical Officer
4	Foresee Pharmaceuticals, Inc. Representative : Vincent Yen	Director
5	George Lee	Director
6	Jeff Wang	Director
7	Frank Lee	Independent Director
8	Fu-Shiow Yin	Independent Director
9	Hank Lai	Independent Director
10	Ben Liu	Independent Director
11	Yuhua Li	Chief Technology Officer
12	Wenjin Yang	Chief Scientific Officer
13	Bassem Elmankabadi	Senior Vice President of Clinical Development
14	Mathieu Boudreau	Chief Business Officer & Chief Operating Officer
15	Max Chan	Chief Financial Officer
16	John Sheehan	Vice President, Pharmaceuticals and Manufacturing
17	Bill Miller	Vice President of Regulatory Affairs
18	Ruby Chen	Accounting Manager

No.	Name of Insider	Title
19	Stephanie Tsai	Assistant Manager of Investor Relations
20	Jack Zheng	Auditor
21	QPS Taiwan	Related Party

Matters that should be disclosed if the placees are legal persons:

Legal Person Placee	The Shareholders with Top 10 Shareholding Percentage	Relationship with the Company
Foresee Pharmaceuticals, Inc.	Liao-Wei Yan (69.23%)	A first-degree blood relative of the representative of the Company's corporate director
	Ben Chien (12.52%)	Chairman & CEO
	Benjamin Mingta Chien, Trustee of the Chien and Yen Family Trust (0.57%)	The Chairman's family trust of the Company
	Jennifer Chungfan Yen, Trustee of the Chien and Yen Family Trust (14.82%)	The Chairman's family trust of the Company
	Jennifer Chungfan Yen, as Trustee of the Non-GST Article III Lifetime Trust under the Chien Family Irrevocable Trust (2.86%)	The Chairman's family trust of the Company
QPS Taiwan	QPS Holding, LLC (93.67%)	Related Party
	Genovate Biotechnology Co., Ltd. (6.33%)	None

- c. If any of the placees are strategic investors, the method of selection, purpose, necessity, and expected benefits are as follows:

To address market competition and support the Company's long-term business development, the introduction of funds from financial and strategic investors is expected not only to strengthen the Company's financial structure and maintain its market competitiveness, but also to enhance its technological capabilities or optimize its production and sales framework with the assistance of such investors. These contributions are anticipated to significantly promote the Company's future operational performance and profitability. Therefore, it is necessary for the placees in this private placement to be financial or strategic investors. It is proposed that the shareholders authorize the Board of Directors to have full authority in

handling all matters related to the engagement of such specific persons.

- (C) Necessity of Conducting Private Placement:
- a. Reasons for not adopting a public offering: Considering the efficiency and simplicity of private placements, and the regulatory restriction that privately placed securities may not be freely transferred within three years, a long-term relationship between the Company and the placees can be further ensured. In addition, by authorizing the Board of Directors to conduct the private placement based on the Company's actual operational needs, the flexibility and responsiveness of the Company's capital-raising efforts can be significantly enhanced.
 - b. Purpose of the capital raised and expected benefits: The funds raised in this round are expected to be used to replenish working capital, strengthen the financial structure, and meet the Company's long-term development needs. Depending on market conditions and the status of seeking specific placees, the Company will conduct the placement in a single tranche within one year from the date of the shareholders' resolution. The private placement is expected to enhance the Company's competitiveness, improve operating efficiency, and strengthen the financial structure, which will have a positive impact on shareholders' equity.
- (3) The common shares to be issued through this cash capital increase via private placement will all be issued or delivered in dematerialized form. Except for the privately placed securities, which are subject to a three-year transfer restriction from the date of delivery in accordance with Article 43-8 of the Securities and Exchange Act, the rights and obligations of the privately placed common shares will be identical to those of the existing common shares. With respect to the common shares issued in this private placement, the Board of Directors shall be authorized to apply, in accordance with relevant laws and regulations, for supplementary procedures for public issuance and for TWSE/TPEX listings after a period of three years from the date of delivery of the privately placed securities.
- (4) Following the approval of the proposal for the issuance of common shares through a cash capital increase via private placement—by the shareholders' meeting, it is proposed that the shareholders authorize the Board of Directors to determine, adjust, and fully handle all matters related to this capital raising based on the Company's actual needs, market conditions, and relevant laws and regulations. Such matters include the issuance or private placement terms, the capital utilization plan, the purpose of funds, the expected schedule, the anticipated benefits, and other related issues. In the event that changes or adjustments are required due to amendments to laws or regulations, instructions from competent authorities, operational evaluations, or other objective changes in market conditions, it is further proposed that the shareholders authorize the Board of Directors to fully handle such matters at its sole discretion.
- (5) Whether the Independent Directors have an objection or reservation: No.
- (6) Whether it will cause any significant change in managerial control during the period from one year preceding the day on which the Board of Directors resolves on the private

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placement of securities to one year from the delivery date of those privately placed securities: No.

- (7) The proposal to issue the private placement common shares of the company, in accordance with Article 43-6 of the Securities and Exchange Act, the essential contents of the proposal have been posted on the websites of the Market Observation Post System (<https://mopsplus.twse.com.tw/mops/#/web/t116sb01>) and the Company (<http://www.foreseepharma.com/en-us>).