



心誠行動醫電股份有限公司
HCmed Innovations Co., Ltd.

股東常會議事錄

Meeting Minutes for the 2026 Annual Shareholders' Meeting

時間：民國 115 年 5 月 29 日 (星期五) 上午 10 時 00 分整
Date and Time: May 29, 2026 (Friday) at 10:00 AM

地點：台北市大安區信義路四段 236 號 7 樓 703 會議室
Venue: Conference Room 703, 7F., No. 236, Sec. 4, Xinyi Rd., Da'an Dist., Taipei City

召開方式：實體股東會
Convention Method: Physical Convention of Shareholders' Meeting

出席：出席股東所代表股數計 26,032,916 股，佔本公司已發行股份總數 35,972,762 股之 72.36%，已逾法定開會股數。
In Attendance: Total outstanding shares: 35,972,762 shares; Total shares represented by shareholders present in person or by proxy: 26,032,916 shares.
The percentage of shares held by shareholders present in person or by proxy: 72.36%.

出席董事：鄭傑升、蔡文裕、謝宗宏(悠陽管理顧問股份有限公司代表人)、鍾威廉(安瑞管理顧問有限公司代表人)、方士豪(獨立董事)、張上元(獨立董事)、周兆龍(獨立董事)。

Directors: Jason Cheng, Leon Tsai, Simon Hsieh (You yang Management Consulting Co., Ltd.), William Chung (Forward Asset Management.), Shih-Hau Fang, Shine Chang, Dean Chou.

主席：鄭傑升



Chairman: Jason Cheng

紀錄：周敦甯

Recorder: Denise Chou

一、宣佈開會：出席股東代表之股份總數已達法定股數，主席宣布開會。
Call Meeting to Order: The total number of shares attended by shareholders has reached the required number of shares, and the chairman announces the start of the meeting.

二、主席致詞：略。
Chair's Remarks: Omit.

三、報告事項：
Report Items:
(一) 本公司 114 年度營業報告書，敬請 鑒察。(請參閱股東會議事手冊第 7 頁附件一)
The Company's 2025 business report, submitted for review. (Please refer to Attachment 1 on pages 7-10 of this Handbook.)

- (二) 審計委員會 114 年度查核報告書，敬請 鑒察。(請參閱股東會議事手冊第 11 頁附件二)
2025 Audit Committee's Review Report, submitted for review. (Please refer to Attachment 2 on page 11 of this Handbook.)
- (三) 本公司 114 年度累積虧損逾實收資本額二分之一報告案，敬請 鑒察。
Report on 2025 accumulated losses reaching one-half of paid-in capital of the Company, submitted for review.
- (四) 本公司 114 年度健全營運計畫執行情形報告，敬請 鑒察。(請參閱股東會議事手冊第 12-13 頁附件三)
Report on implementation status of 2025 sound operational plan of the Company, submitted for review. (Please refer to Attachment 3 on pages 12-13 of this Handbook.)
- (五) 本公司 114 年度董事酬勞給付情形報告，敬請 鑒察。(請參閱股東會議事手冊第 14 頁附件四)
Report on distribution of 2025 remuneration of directors of the Company, submitted for review. (Please refer to Attachment 4 on page 14 of this Handbook.)

四、承認事項：

Ratification Items:

第一案 (董事會提)

案由：本公司 114 年度營業報告書及財務報表案，提請 承認。

說明：一、本公司 114 年度營業報告書、個體及合併財務報表，業已編製完成，並委請資誠聯合會計師事務所林冠宏會計師及鄧聖偉會計師查核竣事，出具無保留意見查核報告書在案。

二、上述營業報告書及財務報表業經本公司審計委員會審查完竣，出具審計委員會查核報告書在案，並經本公司 115 年 3 月 12 日董事會決議通過，提請股東會承認。

三、茲檢附營業報告書，請參閱股東會議事手冊第 7-10 頁附件一；合併會計師查核報告書及財務報表，請參閱股東會議事手冊第 15-22 頁附件五；個體會計師查核報告書及財務報表，請參閱本手冊第 23-30 頁附件六。

決議：本案經投票表決結果如下，贊成權數占表決時出席股東表決權數之 92.98%，本案照原案表決通過。

項目	出席股東表決權	贊成	反對	無效	棄權/未投票
權數	26,032,916	24,206,198	18,282	-	1,808,436
比例	100.00%	92.98%	0.07%	0.00%	6.94%

I: The Company's 2025 Business Report and Financial Statements, submitted for ratification (Proposed by the Board of Directors)

1. The Company's 2025 business report, parent company only and consolidated financial statements have been prepared completely, which have been audited by CPA Kuan-Hung Lin and CPA Sheng-Wei Teng of PwC Taiwan, and an audit report of an unqualified opinion relating thereto has been issued.
2. The business report and financial statements have been reviewed by the Audit Committee of the Company, and the Audit Committee's Review Report has been issued, which has also been approved by the Board of Directors on March 12, 2026 through resolution and submitted to the shareholders' meeting for ratification.
3. Please refer to Attachment 1 on pages 7–10 of this Handbook for the business report; Attachment 5 on pages 15–22 of this Handbook for the Consolidated Independent Auditors' Report and Financial Statements; Attachment 10 on pages 23–30 of this Handbook for the Parent Company Only Independent Auditors' Report and Financial Statements.

Resolution: The resolution was approved with 92.98% of the votes cast in favor by shareholders present at the meeting.

Item	Shares of attendance	Agree	Against	Invalid	Abstention
Shares	26,032,916	24,206,198	18,282	-	1,808,436
Percentage	100.00%	92.98%	0.07%	0.00%	6.94%

第二案 (董事會提)

案 由：本公司 114 年度虧損撥補案，提請 承認。

說 明：一、本公司 114 年度尚未獲利，累積虧損 664,117,339 元，依公司法 232 條規定不擬分派股息及紅利。

二、114 年度虧損撥補表業經本公司審計委員會同意暨董事會通過在案。

三、虧損撥補表，請參閱股東會議事手冊第 31 頁附件七。

決 議：本案經投票表決結果如下，贊成權數占表決時出席股東表決權數之 92.98%，本案照原案表決通過。

項目	出席股東表決權	贊成	反對	無效	棄權/未投票
權數	26,032,916	24,205,798	18,282	-	1,808,836
比例	100.00%	92.98%	0.07%	0.00%	6.94%

II: Proposal for the 2025 deficit compensation of the Company, submitted for ratification. (Proposed by the Board of Directors)

1. The company did not make a profit in 2025, and the accumulated loss is NT\$ 664,117,339; therefore, according to Article 232 of the Company Act, no dividend and bonus are to be distributed.
2. The 2025 Deficit Compensation Table has been approved by the Audit Committee and the Board of Directors.
3. Please refer to Attachment 7 on page 31 of this Handbook for the Deficient Compensation Table.

Resolution: The resolution was approved with 92.98% of the votes cast in favor by shareholders present at the meeting.

Item	Shares of attendance	Agree	Against	Invalid	Abstention
Shares	26,032,916	24,205,798	18,282	-	1,808,836
Percentage	100.00%	92.98%	0.07%	0.00%	6.94%

五、討論事項：

Discussion Items:

第一案 (董事會提)

案由：修訂本公司「公司章程」案，提請討論。

說明：一、本公司現行「公司章程」中部分條文存在錯別字，為確保公司文件之準確性與合法性，特此擬對章程相關內容進行修訂，修訂內容僅涉及文字更正，未涉及公司組織架構、股權比例或經營範圍等實質性調整。

二、公司章程修訂前後條文對照表，請參閱股東會議事手冊第 32—33 頁附件八。

決議：本案經投票表決結果如下，贊成權數占表決時出席股東表決權數之 92.98%，本案照原案表決通過。

項目	出席股東表決權	贊成	反對	無效	棄權/未投票
權數	26,032,916	24,205,583	17,282	-	1,810,051
比例	100.00%	92.98%	0.06%	0.00%	6.95%

I: Proposal for amendment of the “Articles of Incorporation” of the Company, submitted for discussion. (Proposed by the Board of Directors)

1. Certain typographical errors have been identified in the current version of the Company’s Articles of Incorporation. To ensure the accuracy and

legality of the Company’s official documents, it is proposed to amend the relevant provisions accordingly. The revisions are limited to textual corrections and do not involve any substantive changes to the Company’s organizational structure, shareholding ratios, or business scope.

2. For the Comparison Table for Amendments of “Articles of Incorporation”, please refer to Attachment 8 on pages 32 – 33 of this Handbook.

Resolution: The resolution was approved with 92.98% of the votes cast in favor by shareholders present at the meeting.

Item	Shares of attendance	Agree	Against	Invalid	Abstention
Shares	26,032,916	24,205,583	17,282	-	1,810,051
Percentage	100.00%	92.98%	0.06%	0.00%	6.95%

第二案 (董事會提)

案由：修訂本公司「取得或處分資產處理程序」，提請討論。

說明：一、因應金融監督管理委員會 114 年 7 月 24 日金管證發字第 1140383333 號函修正「公開發行公司取得或處分資產處理準則」，公開發行公司應配合檢討並修正相關內部處理程序。
二、本次修正係配合法令變動進行調整，以確保本公司內控制度及作業程序符合主管機關規範。
三、取得或處分資產處理程序修正前後條文對照表，請參閱股東會議事手冊第 34 – 38 頁附件九。

決議：本案經投票表決結果如下，贊成權數占表決時出席股東表決權數之 92.98%，本案照原案表決通過。

項目	出席股東表決權	贊成	反對	無效	棄權/未投票
權數	26,032,916	24,205,583	17,282	-	1,810,051
比例	100.00%	92.98%	0.06%	0.00%	6.95%

II: Proposal for amendment of the “Procedures for Acquisition or Disposal of Assets” of the Company, submitted for discussion. (Proposed by the Board of Directors)

1. In response to the amendment to the “Regulations Governing the Acquisition and Disposal of Assets by Public Companies” as promulgated by the Financial Supervisory Commission under Letter No. 1140383333 dated July 24, 2025, public companies are required to review and revise their relevant internal procedures accordingly.
2. The proposed amendments are made in accordance with the changes in

applicable laws and regulations to ensure that the Company’s internal control system and operating procedures comply with the requirements of the competent authority.

3. For the Comparison Table for Amendments of “Procedures for Acquisition or Disposal of Assets”, please refer to Attachment 9 on pages 34 – 38 of this Handbook.

Resolution: The resolution was approved with 92.98% of the votes cast in favor by shareholders present at the meeting.

Item	Shares of attendance	Agree	Against	Invalid	Abstention
Shares	26,032,916	24,205,583	17,282	-	1,810,051
Percentage	100.00%	92.98%	0.06%	0.00%	6.95%

六、臨時動議：無。

Extraordinary Motions: None.

七、散會：同日上午 10 時 20 分。

Adjournment: 10:20 AM on Friday, May 29, 2026.

本次股東會無股東提問。

There were no questions raised by any shareholders at this meeting.