



Stock Code : 4180

TWi Pharmaceuticals, Inc.

Notice of 2019 Annual Shareholders' Meeting (Summary translation)

- I. The 2019 Annual Shareholders' Meeting (the "Meeting") will be convened at 2F., No.327, Sec. 1, Tiding Blvd., Neihu Dist., Taipei City (The shareholders meeting admission time will start at 08:30 a.m. at the meeting venue) at 9:00 a.m. on June 21, 2019 (Friday). The agenda for the Meeting is as follows:
 1. Reports on Company Affairs :
 - (1) 2018 Business Report.
 - (2) 2018 Audit Committee's Review Report.
 - (3) Report on Accumulated Losses Reaching One-Half of Paid-in Capital and Execution of the Improvement Plan of the Operation for the fourth quarter 2018.
 - (4) The implementation of the Company's dealing with participation in capital increase by cash and disposing of shares of TWi Biotechnology, Inc. for year 2018.
 - (5) The result of examination of the Audit Committee regarding the share conversion between Calchen Pharmaceuticals, Inc. and the Company.
 2. Proposals :
 - (1) Adoption of the 2018 Business Report, Financial Statements and Consolidated Financial Statements.
 - (2) Adoption of the Proposal for 2018 Deficit Compensation.
 3. Discussions :
 - (1) Amendment to the Articles of Incorporation of the Company.
 - (2) Amendment to the Rules of Procedure for Shareholder Meetings of the

Company.

- (3) Amendment to the Procedure for Election of Directors of the Company.
- (4) Amendment to the Procedure Governing the Acquisition and Disposal of Assets of the Company.
- (5) Amendment to the Regulation Governing Loaning of Funds to Others of the Company.
- (6) Amendment to the Regulation Governing Making of Endorsements and Guarantees of the Company.
- (7) Proposal of Release the Prohibition on Directors or Representatives of Directors from Participation in Competitive Business.
- (8) The Company's disposal of shares of TWi Biotechnology, Inc. it holds in installments and giving up its preemptive right to subscribe the newly issued shares of TWi Biotechnology, Inc. for the capital increase by cash if there is any during the one-year period commencing from the date of the meeting.
- (9) The proposed share conversion between Calchen Pharmaceuticals, Inc. and the Company and the proposed application to the Taipei Exchange for the Company's shares to be terminated to be traded on TPEX.
- (10) The proposed application to void the qualification of the Company as a public company.

4. Questions and Motions

5. Adjournment

II. In accordance with the regulations of Article 172 of the Company Act, the essential contents of this Meeting shall be stated and posted on the website of the Market Observation Post System. The website can be visited at (<http://mops.twse.com.tw>).

III. The Share Conversion Agreement, the Audit Committee's Result of Examination regarding the Share Conversion and the Reasonableness Opinion Issued by the Independent Expert regarding the Share Conversion Price, etc. have been posted on the website of the Market Observation Post System (<http://mops.twse.com.tw>) and

prepared at the Company's operation location (4F, No. 41, Lane 221, Kang Chien Rd., Nei Hu Dist. Taipei City), and will be prepared at the place of the Meeting on the Meeting day.

- IV. Please find the Notice of Attendance and Proxy Form enclosed with this Meeting Notice. If you plan to attend the meeting in person, please affix your signature or personal seal to the Sign-in Card and submit it for registration on the day of the Shareholders' Meeting. If you wish to appoint a proxy to attend the Meeting, please fill out the name and relevant information of the proxy and affix your signature or personal seal to the Proxy Form. Such proxy form shall be delivered to the Company's securities agent at the Register and Transfer Agency division of CTBC Bank Corporation, at least five (5) days prior to the meeting so that a sign-in card can be issued to the proxy.

- V. If any shareholder solicits proxies, the Company will publish a summary of such solicitation on the Securities and Futures Commission website (<http://free.sfi.org.tw>). For shareholders who wish to make inquiries, please access the "free inquiry system for published information on proxies" and enter the search criteria.

- VI. This Annual General Meeting allows shareholders to exercise their proxy votes by correspondence or by electronic means. Please login to the Taiwan Depository & Clearing Corporation stock vote platform website (<http://www.stockvote.com.tw>) to exercise your proxy vote between May 22th, 2019 to June 18th, 2019..

- VII. The institution responsible for tallying and verifying the votes for the Company is the Register and Transfer Agency division of CTBC Bank Corporation.

Sincerely Yours

The Board of Directors of TWi Pharmaceuticals, Inc.