

Board Diversity Policy and Implementation

In planning succession for board members and key senior management positions, the Company places emphasis not only on successors' outstanding professional capabilities, but also on the alignment of their values with those of the Company. Required personal attributes include integrity, a long-term and strategic vision, an innovative mindset, and the ability to earn the trust of both employees and customers.

1. Diversity policy:

Article 20 of the Company's "Corporate Governance Best Practice Principles" stipulates that in order to strengthen the structure and functions of the Board of Directors, diversity shall be considered in the composition of Board members. Directors who are also managers in the Company may not take up more than one-third of all seats. In addition, appropriate diversity policies shall be stipulated reflective of the Company's operation status, operational pattern, and developmental needs, which shall include, without limitation, the following two major aspects:

- a. Basic criteria and values: Gender, age, nationality and culture, etc.
- b. Professional knowledge and expertise: A professional background (e.g., law, accounting, industry, finance, marketing, or technology), professional skills, and industry experience.

2. Specific management goals:

The board of directors shall provide guidance on the Company's strategies, supervise the management, be responsible for the Company and its shareholders, and shall ensure that it exercises its functions following the requirements of applicable laws and regulations and the Articles of Incorporation or decisions made during shareholders' meetings with regard to the respective operations and arrangements of the corporate governance system. The Board of Directors should have sufficient professional knowledge and skills, and its members' professional backgrounds cover law, accounting, industry-specific knowledge, and financing.

3. Information on the diversity of the Board of Directors is as follows:

As of the publication date of this Annual Report, the current Board of Directors of the Company is composed of 8 directors (including 3 Independent Directors). The current general directors are mainly composed of a BA in Economics from University of California, Berkeley, JD from Harvard University, an MBA from National Taiwan University, a Ph.D. in Pharmacy from Purdue University, and BA in Chemistry from Knox College. The Independent Directors are composed of a Ph.D. in finance from the University of Pennsylvania, a Ph.D. in Civil and Environmental Engineering from Cornell University, EMBA National Taiwan University. Members have rich experience and expertise in various fields including finance, business, law and the Company's industry. Currently, the Company's directors who concurrently serve as Company managers account for approximately 12%, and Independent Directors account for approximately 37%. One

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Independent Director has a tenure seniority of less than six years, and two independent directors have a tenure seniority of below 3 years. One director is aged above 70, three are between 61 and 70 years old, and four are between 51 and 60 years old. In addition to directors who are Taiwanese nationals, there are one director residing in the United States, with multi-nationality and cultural backgrounds. The progress is detailed in the table below:



Tanvex BioPharma, Inc.
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Position/ Name	Gender	Age	Capability of operational judgment	Accounting and financial analysis ability	Business management ability	Crisis management ability	Knowledge of the industry	International market perspective	Leadership ability.	Decision-making ability	Legal
Chairman Sheng, Pao-Shi	Male	51-60	v		v	v	v	v	v	v	
Director Stephen Lam	Male	51-60	v		v	v	v	v	v	v	
Director Chen, Lin-Cheng	Male	51-60	v	v	v	v		v	v	v	v
Director Chen, Chi-Chuan	Male	61-70	v	v	v	v		v	v	v	
Director Allen Chao	Male	71-80	v		v	v	v	v	v	v	
Independent Director Wang, Tay-Chang	Male	61-70	v	v	v	v		v	v	v	
Independent Director Hsieh, Shang-Hsien	Male	61-70	v		v	v		v	v	v	
Independent Director Chang, Yen-Shu	Female	51-60	v		v	v	v	v	v	v	

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4. The proportion of a single gender on the Company's Board of Directors is less than one-third. This is mostly due to the high professional barrier of the biotechnology industry, and most directors are individuals with rich technical or operational experience, and female candidates for such positions are relatively scarce. To promote diversity, the Company will seek talent recommendations from industry and academia and gradually increase the number of female directors to enhance governance diversity and decision-making quality.
5. Board of Directors

Board of Directors Meeting date	Major Resolutions
2025/01/21	<ol style="list-style-type: none"> 1. Proposal the capital injection plan from the Company to the U.S. subsidiary, Tanvex BioPharma USA Inc. ("Tanvex USA") through a rights issuance up to US\$ 50,000,000 in 2025. 2. Proposal for the capital investment plan in the U.S. subsidiary, Tanvex BioPharma USA Inc. ("Tanvex USA"). 3. Proposal for the revisions to the Company's Level of Authority Form. 4. Proposal for the re-election of the Company's Board of Directors. 5. Proposal for the details regarding the nomination period, the number of positions, and the location for accepting these nominations for director candidates (including independent directors). 6. Proposal for and approve the list of nominations for director candidates, including independent directors. 7. Proposal for the lifting of non-compete restrictions for directors. 1. Proposal for the date, venue, and agenda of the First Extraordinary General Meeting of 2025.
2025/03/14	<ol style="list-style-type: none"> 1. Proposal for the bank account opening and bank loan application be approved. 2. Proposal for the open a bank account with Chang Hwa Commercial bank account. 3. Proposal for the 2024 Internal Control Declaration be approved. 4. Proposal for the FY2024 Business Report and Consolidated Financial Report be approved. 5. Proposal for FY2024 deficit compensation. 6. Proposal for the appointment of CPA for FY2025 the consolidated financial statements audit of 2025. 7. Proposal for amendment to Company's Memorandum and Articles of Association.

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Board of Directors Meeting date	Major Resolutions
	1. Proposal for the time, venue, and agenda of the 2025 shareholders' annual general meeting.
2025/03/27	1. To elect the Chairman of the Board of Directors. 1. To appoint the Members of the 5th term of the Remuneration Committee
2025/04/07	1. Proposal for new shares be issued through a cash capital increase for 2025, along with a revision of the Sound Business Plan. 2. Proposal for the appointment and the remuneration and benefits for the Chief Commercial Officer. 1. Proposal for the appointment and the remuneration and benefits for the Vice President of Operations.
2025/05/07	1. Proposal for the Q1'25 Consolidated Financial Report be approved. 2. To open a bank account with The Shanghai Commercial & Savings Bank, Ltd. 3. Proposal for FY2024 bonus for managerial officers. 1. Proposal for FY2025 merit increase for managerial officers.
2025/06/27	1. Proposal for the appointment of the Company's litigation and non-litigation legal representative. 2. Proposal for the change of the contact information for the Company's litigation and non-litigation legal representative. 3. Proposal for the appointment of the Company's Spokesperson. 4. Proposal for the appointment of the Company's Acting Spokesperson. 5. Proposal for the bank loan application. 6. Proposal for signing the License, Supply & Distribution Agreement between Tanvex BioPharma USA, Inc. and Invagen Pharmaceuticals Inc. 1. Proposal for the Company's 2025 Cash Capital Increase subscription list for the eligible employees.
2025/08/12	1. Proposal for the establishment of "Internal Control System – General Rules", "Operating Procedures for Internal Control Self-Assessment", "Operating Procedures for Internal Audit", and "Operating Procedures for Deputy and Delegation of Authority" for the Company. 2. Proposal for the change of account name with E.SUN Commercial Bank. 1. Proposa for Q2'25 Consolidated Financial Report be approved.
2025/11/12	1. Proposal for the revision of "Purchase and Payment Cycle" and the establishment of "Rules Governing Financial and Business Matters Between Company and its

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Board of Directors Meeting date	Major Resolutions
	<p>Related Parties” for the Company.</p> <ol style="list-style-type: none"> 2. Proposal for the Company’s Q3’25 Consolidated Financial Report. 3. Proposal for the opening of a bank account with CTBC Bank Co., Ltd. 1. Proposal for the bank loan application.
2025/12/11	<ol style="list-style-type: none"> 1. Proposal for the FY2026 audit plan. 2. Proposal for the FY2026 operational and budget plan. 3. Proposal for the capital injection plan from the Company to the U.S. subsidiary, Tanvex BioPharma USA, Inc. (“Tanvex USA”) through a rights issuance up to US\$45,000,000. 4. Proposal for the evaluation of the independence and qualifications of the CPA. 1. Proposal for the appointment of CPA for auditing the FY2026 consolidated financial statements of the Company.