# Tanvex BioPharma, Inc. 英屬開曼群島商泰福生技股份有限公司 (the "Company")

	2020年股東常會開會通知書 Notice of 2020 Annual General Meeting			
	一、茲訂於台灣時間西元2020年6月15日上午10時假台北市大安區羅斯福路四段85號B1集思台大會議中心米開朗基羅廳【受理股東			
	報到時間:上午9:30起,報到處地點同開會地點】舉行本公司2020年股東常會,會議召集事由:(一)報告事項:1.2019年度營			
1.1	業報告。2.審計委員會審查2019年度決算表冊報告。3.2019年健全營運計畫執行情形。4.修訂本公司「誠信經營守則」報告。5.			
	修訂本公司「誠信經營作業程序及行爲指南」報告。6.修訂本公司「企業社會責任實務守則」報告。7.修訂本公司「董事會議事規則」報告。(二)承認事項:1.2019年度營業報告書及合併財務報告案。2.2019年度虧損撥補案。(三)討論事項:1.修訂股東會			
	議事規則案。2.修訂本公司章程案(本案應以特別決議通過)。3.解除董事競業禁止案。(四)臨時動議。			
	Please be informed that the Company's 2020 Annual General Meeting (The "Meeting") is scheduled to be convened at GIS			
	Convention Center, B1, No. 85, Sec. 4, Roosevelt Rd., Da'an Dist., Taipei City, Taiwan (R.O.C.), at 10:00 a.m.,June 15,			
1 1	2020. (The registration time is from 9:30 am at the same venue as the Meeting)  The Agenda of the Meeting:			
	1.Report Matters			
	(1) The 2019 Business Report.			
	(2) Audit Committee's review of the Annual Financial Audit Report of Year 2019.			
	<ul><li>(3) For the 2019 Financial Report and the execution status of Sound Business Plan.</li><li>(4) The Amendment of the Ethical Corporate Management Best Practice Principles of the Company.</li></ul>			
	(5) The Amendment of the Procedures for Ethical Management and Guidelines for Conduct of the Company.			
	(6) The Amendment of Corporate Social Responsibility Best Practice Principles of the Company.			
	(7) The Amendment of the Rules of Procedure for Board of Directors Meeting.			
	Acknowledgement Matters     (1) To accept 2019 Business Report and Consolidated Financial Report.			
	(2) To accept proposal of 2019 loss make-up.			
	3. Proposals and Discussions:			
	(1) To amend the Rules of Procedure for Shareholders' Meeting of the Company.			
	(2) To amend the Company's Memorandum and Articles of Association. (To be approved by way of special resolution) (3) Proposal for release of the prohibition on Directors from participation in competitive business.			
	4. Extemporary Motion			
	二、依中華民國公開發行公司相關規定應說明其主要內容置於公開資訊觀測站,查詢網址為:【http://mops.twse.com.tw】。			
ш	Pursuant to the applicable public company rules of ROC, the Main Points of certain Discussion Items shall be placed on			
	the website of MarketObservation Post System ("MOPS"), available at http://mops.twse.com.tw. 三、檢奉出席通知書及委託書各壹份, 貴股東如決定親自出席者,請於「出席通知書」上簽名或蓋章後(無須寄回),於開會當日攜往			
	會場報到出席;如委託代理人出席時,請於「委託書」上簽名或蓋章,並親填受託代理人姓名及地址後,於開會五日前送達本公			
	司股務代理人中國信託商業銀行代理部,以憑寄發出席簽到卡予受託代理人。			
	Please find enclosed the "Notice of Attendance" and "Proxy Statement". Please sign or apply your seal to the "Notice of Attendance" if you plan to attend the Meeting in person on the Meeting date (Do NOT return this by mail).			
1 1	Members/shareholders may appoint a proxy to attend the Meeting on his or her behalf by signing or applying their seal to			
	this "Proxy Statement". Please send out such signed or sealed "Proxy Statement" to the Company's stock agency, the			
	Transfer Agency Department of CTBC Bank, five (5) days prior to the Meeting date to allow the stock agency to deliver the			
	"Attendance Card" to your proxy.  四、如有股東鐵求委託書,本公司將於西元2020年5月15日製作鐵求人徵求資料彙總表册揭露於證基會網站,投資人如欲查詢,可直			
	接鍵入(https://free.sfi.org.tw)至『委託書免費查詢系統』,輸入查詢條件即可。			
	If Members solicit proxies for the Annual General Meeting, the Company will compile a summary statement of proxy			
1 1	solicitation and disclose the content in the website of Securities & Futures Institute (SFI) on May 15th ,2020.Members can			
	link with SFI's web address (https://free.sfi.org.tw) for relevant information. 五、本次股東會得以電子方式行使表決權,行使期間為:自西元2020年5月16日至2020年6月12日止,請逕登入臺灣集中保管結算所股			
	份有限公司「股東會電子投票平台」【https://www.stockvote.com.tw】,依相關說明操作之。			
	The voting at this Meeting can be exercised by way of electronic method from May 16, 2020 to June 12, 2020. The			
	members/shareholders can log in Electronic Voting Platform of Shareholders' Meeting established by Taiwan Depository and Clearing Corporation (https://www.stockvote.com.tw) directly and cast the vote according to the relevant explanations.			
	六、本次股東會委託書之統計驗證機構爲中國信託商業銀行代理部。			
	The proxies shall be tallied and verified by the Transfer Agency Department of CTBC Bank.			
	七、敬請察照辦理爲荷。			
1 1	Please fill out the documents as described in the information contained herein. 此致 貴股東			
	To Shareholder (- ( Single P ) )			
	英屬開曼群島商泰福生技股份有限公司董事會 敬啓			
	Board of Directors of Tanvex BioPharma, Inc.			
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	COVID-19(新冠肺炎)疫情期間			
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	1.請股東多加利用「股東e票通」(www.stockvote.com.tw)電子投票行使表決權。			
	2.股東欲出席股東會現場,請自備口罩並全程佩戴,且配合量測體溫。倘股東未佩戴			
	口罩或經連續量測二次體溫有發燒達額溫攝氏37.5度或耳溫攝氏38度者,禁止股東			
	進入股東會會場。			
Ш	3.本公司如因疫情影響,而須變更股東會開會地點,屆時將另行公告。			

## COVID-19 Containment Announcement:

- 1. Shareholders are advised to excise the voting rights online by "Shareholders' e-voting platform" at www.stockvote.com.tw.
- 2. Shareholders would like to attend the 2020 Annual General meeting in person, please wear your own face mask in meeting room and cooperate with body temperature checking. According to the "Guidelines for COVID-19 Prevention in an Annual General Meeting", if Shareholders don't wear the face mask or have a fever over 37.5°C(forehead temperature)/38°C(ear temperature), Shareholders are not allowed into the meeting.
- 3.If the venue of 2020 Annual General meeting shall be moved to another place due to the impact of the new coronavirus pandemic, the further announcement will be posted at http://mops.twse.com.tw."

## ※個人資料運用告知條款

### (Notice on the Use of Personal Information)

中信銀基於爲您於中華民國境內外處理本書件事項之目的,在本書件事項之目的存續期間、或依相關法令所定或因執行業務所必須之保存期間或依個別契約就資料之保存所定之保存年限(以孰後屆至者爲準),就直接或間接蒐集您之個人資料,將 保付所足之條付升成(以級投戶至有局平),就直接或傳輸,包括但不限於揭露予於以書面、音執及/或電子等形式處理、利用及/或國際傳輸,包括但不限於揭露予公務機關或協助處理本事項之第三人。您得要求查詢、閱覽、製給複本、補充或更正、停止蒐集、處理、利用及/或國際傳輸或刪除您的個人資料,但中信銀可能因此無法提供您所需金融商品或服務及提前終止與您之契約及相關服務,中信銀亦可能依法或基於風險管理等因素而得不依您的請求爲之。

In order for CTBC Bank Co., Ltd. (CTBC) to handle the matters herein for you, during the continuance period of the matters hereon, the safekeeping period as stipulated by relevant laws and regulations or required for exercising business, or safekeeping period as demonstrated in each contract, whichever later shall prevail, CTBC will process, use and/or internationally transmit, in the form of writing, audio recording and/or electronic files and others, including but not limited to disclosure to government agencies or a third party assisting the said matters, your personal information which has been directly or indirectly collected by CTBC. You may request for inquiry, review, duplicates, supplement, correction and deletion of your personal information or for cease of collection, process, use and/or international transmission of the same. Nevertheless, CTBC may therefore discontinue its financial products and services and terminate relevant services and contracts with you. In addition, CTBC may decline to follow your aforementioned request pursuant to relevant laws or factors such as risk management policy.

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#### **2020 Annual General Meeting Notice**

100-08 台北市中正區重慶南路1段83號5樓 安屬開豐群島商泰福生技股份有限公司股務代理人中國信託商業銀行代理部 https://ecorp.ctbcbank.com/cts/index.jsp 客服語音專線:(02)6636-5566(股票代號:6541)

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※本次股東常會※ ※恕不發放紀念品※ \* \* \* \* \* \* \* \* \* \* \* \* \* \* \* \* \* \*

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100-08 5th Floor, NO. 83, Sec. 1, Chongqing S. Rd., Taipei, ROC

Tanvex BioPharma,Inc.
Transfer Agency Department of CTBC Bank Co., Ltd.
https://ecorp.ctbcbank.com/cts/index.jsp
TEL No.:+886-2-6636-5566 (Stock code:6541)

開會通知請速詳閱



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(限向郵局窗口交寄)

Shareholder







# 委託書填表須知 **Proxy Statement Instruction**

- 一、委託書應依公開發行公司出席股東會使用委託書規則及本公司第七次修正之章程第62至72條規定辦理。 The use of proxies is authorized in accordance with the Regulations Governing the Use of Proxies for Attendance at Shareholder Meeting of Public Companies (the "Regulations") and Articles 62 to 72 of the Company's Seventh Amended and Restated Memorandum and Articles of Association.
- 二、股東接受他人徵求委託書前,應請徵求人提供徵求委託書之書面及廣告內容資料,或參考公司彙總之徵求 人書面及廣告資料,切實瞭解徵求人與擬支持被選舉人之背景資料及徵求人對股東會各項議案之意見。 Before a member/shareholder accepts the solicitation of a proxy statement, the member/shareholder must request the solicitor to provide the literature and advertisement for solicitation of proxies, or consider the literature and advertisement for solicitation of proxies compiled by the Company in order to gain a practical understanding of the background information of the solicitor and the candidate(s) for director that the solicitor intends to elect, and of the solicitor's opinion on the agenda items in the
- 三、股東應使用本公司印發之委託書用紙,委託書與親自出席通知書均簽名或蓋章者,視爲親自出席;但委託 書由股東交付徵求人或受託代理人者視爲委託出席。

Please use the Proxy Statement printed by the Company. In the event that the Company receives both a signed or sealed Proxy Statement AND a Notice of Attendance from a shareholder, the shareholder will be deemed to have attended the Meeting in person unless the Proxy Statement is delivered to the solicitor or proxy agent by the member/shareholder.

- 四、委託書應由委託人親自簽名或蓋章,並應由委託人親自填具徵求人或受託代理人姓名。但信託事業或股務代 理機構受委託擔任徵求人,及股務代理機構受委任擔任委託書之受託代理人者,得以當場蓋章方式代替之。 The member/shareholder shall sign or affix his/her/its seal on the proxies in person and the solicitor shall fill out the name of the solicitor or proxy agent in person in the Proxy Statement; however, in a situation where a trust enterprise or stock affairs agent acts as the solicitor and a stock affairs agent is mandated to act as the proxy agent, seals affixed on the proxies in substitution shall be permitted.
- 五、徵求人或受託代理人應於委託書上簽名或蓋章,並詳填户號、姓名或名稱、身分證字號或統一編號、住 址。受託代理人如非股東,請於股東戶號欄內填寫身分證字號或統一編號;徵求人如爲信託事業、股務代 理機構,請於股東户號欄內填寫統一編號。

A solicitor or proxy agent shall sign or affix the seal in the Proxy Statement and fill out his/her/its shareholder's number, name, identification number and address. A proxy agent who is not a shareholder of the Company shall fill the identification number or unified business number in the column of Shareholder's Number. If a trust enterprise or stock affairs agent acts as the solicitor, the proxy agent shall fill its unified business number in the column of Shareholder Number.

六、委託書應於開會五日前送達本公司股務代理人中國信託商業銀行代理部;委託書送達股務代理人後,股東 欲親自出席股東會或欲以書面或電子方式行使表決權者,應於股東會開會二日前,以書面向股務代理人爲撤銷委託之通知;逾期撤銷者,以委託代理人出席行使之表決權爲準。

The Proxy Statement shall be delivered to the Company's stock agent, the Transfer Agency Department of CTBC Bank, at least five (5) days prior to the Meeting date. In the event any shareholder who has appointed a proxy to attend a Meeting later decides to attend the Meeting in person or exercise his voting power by way of a written ballot or through electronic transmission, he shall, at least two (2) days prior to the date of such general meeting, serve the Transfer Agency with a separate written notice revoking his previous appointment of the proxy. Votes by way of proxy shall remain valid if the relevant shareholder fails to revoke his appointment of such proxy before the prescribed time.

委 託	書	委託人(股東) (Proxy by	編號 泰福-KY Tanvex
Proxy Statement		shareholder)	o lalivex
1. 族委托 章方式代替)烏本股東代理人,出席本公司西元2020年6月15日舉行之股東常 會、代理人並依下列投權行使股東權利: I hereby appoint. (please fill out in person, affixing the seal is not acceptable) as my proxy agent, with authorization to vote and act on my behalf at the 2020 Annual General Meeting of Tanvex BioPharma, Inc. on	其他利益之價購 委託書行為。	股東户號 乙〇.	簽名式 蓋 蓋 言
June 15, 2020 pursuant to the scope of authorization described below:  (1)代理本股東就會議事項行使股東權利。(全權委託)  I grant my proxy full authorization to vote, act on my behalf at the Meeting and act for extemporary motions during the Meeting. (Authorization granted in full scope)  (2)代理本股東就下列各項議業行使本股東所委託表示之權利與意見,下列議業未勾選者,視為對各該議業表示承認及費成。 I grant my proxy authorization to vote and act on my behalf at the	exchange for proxies is	姓名或名稱 Name	Sign or
Meeting pursuant to authorized methods of exercise described below: (If neither box is ticked, it will be deemed as "vote-for".) a.2019+皮含素独含含及合种对药组合象: To accept 2019 Business Report and Consolidated Financial Report. (1) 示或(2) 公身(3) ① 秦根 (1) ○For (2) ○Qajanist(3) ○Abtain		持有股數 Shareholding	or Seal
b.2019年度謝賴梅賴皇: To accept proposal of 2019 loss make-up. (1)○承總(2)○反對(3)○秦權	集保結算所檢	微 求 人 Solicitor	簽名或蓋章 Sign or Seal
(1) 「For (2) 「Against(3) 「Abstain 。修可股東會議等規則案: To amend the Rules of Procedure for Shareholders' Meeting of the Company. (1) 『青夜(2) ○反射(3) □来權 (1) 「For (2) 「Against(3) 「Abstain d.修訂本公司章程案(本業應以特別決議通過): To amend the Company's Memorandum and Articles of Association.(To be approved by way of special resolution)	學獎金五萬元, 檢舉電話: (○二)二五四七	户 就 No.	
(1) 骨成(2) 反射(3) 金權 (1) For (2) Against(3) Abstain e.解除董事裁章性金皇: Proposal for release of the prohibition on Directors from participation in competitive business. (1) 骨成(2) 反射(3) 金粮 (1) For (2) Against(3) Abstain	Please report to Taiwan Depository & Clearing Corporation	姓名或名稱 Name	
f.臨時動議。 Extemporary Motion 2.本股東未於前項□內勾選授權範園或同時勾選者,視為全權委託,但股務代 理機構穩任受託代理人者,不得接受全權委託,代理人應依前項(二)之授權	("TDCC") supplementing	受託代理人 Proxy Agent	簽名或蓋章 Sign or Seal
度機構強性安定代度人者、不停接安全複要説、代理人局依削損(二)之程權 均容行度股東模料。 If neither authorization scope box is checked in the former item, it will be deemed as "authorization granted in full scope". However, whenever a stock affairs agent is mandated to act as the proxy agent, no authorization granted in full scope shall be permitted. The proxy agent shall vote and act on behalf the Member/Shareholder pursuant to authorization methods of exercise described as item 1.(2). 3.本度表便及人得對會議臨時事宜全權處理之。 The proxy agent may have the authorization to act on the Member/Shareholder 's behalf for extemporary motions during the Meeting. 4.請辯出應證(或出席簽到卡)等支代理人收款,如因被政期間會,本委託書仍 易有效(限此一會期)。 Please deliver the Attendance Card to the proxy agent. This Proxy will remain effective for any adjournment or postponement of the Meeting. 此 致to	discovering any suspicious illegal obtaining or use of proxies. Once verified by TDCC, the person making the report will be	户 號 No. 蛙名或名稱Name 身分挺于晚DNo. [c	
英屬開曼群島商泰福生技服份有限公司 技權印期 年 月 日 Tanvex BioPharma, Inc. Date of Authorization:	Report phone number: +886 2 25473733	住 址Address	