

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

2025年第1次股東臨時會開會通知書
Notice of 2025 First Extraordinary General Meeting

- 一、茲訂於台灣時間西元2025年3月27日上午9時00分假台北市中正區中山南路11號10樓張榮發基金會國際會議中心【受理股東報到時間：上午8：30起，報到處地點同開會地點】舉行本公司2025年第一次股東臨時會，會議召集事由：(一)報告事項：1. 合併事項報告。2.2024年健全營運計畫執行情形報告。(二)選舉事項：本公司全面改選董事案。(三)其他議案：解除董事競業禁止限制案。(四)臨時動議。
- Please be informed that the Company's 2025 First Extraordinary General Meeting (The "Meeting") is scheduled to be convened at CHANG YUNG-FA FOUNDATION International Convention Center, 10F, No. 11, Zhongshan S. Rd., Zhongzheng Dist., Taipei City, Taiwan (R.O.C.), at 9:00 a.m., March 27th, 2025. (The registration time is from 8:30 am at the same venue as the Meeting).
- The Agenda of the Meeting:
- 1.Report Matters:
- (1)Report on merger matters.
- (2)The execution status of the Sound Business Plan for 2024.
- 2.Election Matters :
- Re-election of Board of Directors.
- 3.Other Discussion Matters :
- Proposal for lifting of non-compete restrictions for directors.
- 4.Extemporary Motion
- 二、1.本次股東會董事應選人數：董事9人(含獨立董事4人)。
- This Extraordinary General meeting shall elect nine (9) Directors (including four (4) Independent Directors).
- 2.採提名制之候選人名單：【董事：Delos Capital Fund, LP (股東名簿記載為：中國信託商業銀行受託保管康禧全球投資基金投資專戶) 代表人：陳林正、鵬霖投資有限公司代表人：陳志全、Allen Chao and Lee Hwa Chao Family Trust代表人：趙宇天、保瑞藥業股份有限公司代表人：盛保熙、保瑞藥業股份有限公司代表人：Stephen Lam】、【獨立董事：王泰昌、謝尚賢、賴銘榮、張彥妹】。
- Names of nominated candidates: [Directors: Delos Capital Fund, LP(The name of the shareholder on the List of shareholders is "China Trust Commercial Bank Entrusted with Keeping Kangxi Global Investment Fund Investment) Representative: Chen, Lin Cheng、Peng Lin Investment Co., Ltd. Representative: Chen, Chi Chuan、Allen Chao and Lee Hwa Chao Family Trust Representative: Allen Chao、Bora Pharmaceuticals Co., Ltd. Representative: Sheng Pao-Shi、Bora Pharmaceuticals Co., Ltd. Representative: Stephen Lam] and [Independent Directors: Wang, Tay-Chang、Hsieh, Shang-Hsien、Lai, Ming-Jung、Chang, Yen-Shu] .
- 3.各候選人之學經歷等相關資料之查詢網址為：【<https://mops.twse.com.tw>】。
- Please refer to <https://mops.twse.com.tw> for all candidates' detailed education background, experiences and related information.
- 三、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：【<https://mops.twse.com.tw>】。
- Pursuant to the applicable public company rules of ROC, the Main Points of certain Discussion Items shall be uploaded to Market Observation Post System ("MOPS"), available at <https://mops.twse.com.tw>.
- 四、貴股東欲親自出席股東會時，請於「出席簽到卡」上簽名或蓋章後，於開會當日攜往會場辦理報到並繳交以出席股東會，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 sign or seal in the "Attendance Card" while you want to attend the meeting in person. Shareholder may sign or seal in the "Proxy Statement" to appoint a proxy in writing to attend the meeting on his or her behalf by executing a power of attorney. Please send out such written "Proxy Statement" to the Company's Stock Affairs Agency, Stock Affairs Agency Department of CTBC Bank, no later than five days prior to the meeting date for processing the "Attendance Card" to the proxyrecipient.
- 五、如有股東徵求委託書，本公司將於西元2025年3月11日製作徵求人徵求資料彙總表冊揭露於證基會網站，投資人如欲查詢，可直接鍵入(<https://free.sfi.org.tw>)至「委託書公告資料免費查詢」系統，輸入查詢條件即可。
- If Shareholders solicit proxies for the Meeting, the Company will compile a summary statement of proxy solicitation and disclose the content in the website of Securities & Futures Institute (SFI) on March 11th, 2025. Shareholders may visit SFI's website (<https://free.sfi.org.tw>) for relevant information.
- 六、本次股東會得以電子方式行使表決權，行使期間為：自西元2025年3月12日起至2025年3月24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://stockservices.tdcc.com.tw>】，依相關說明操作之。
- The voting at this Meeting can be exercised by way of electronic method from March12th, 2025 to March 24th, 2025. The shareholders may log in to the Electronic Voting Platform of Shareholders' Meeting established by Taiwan Depository and Clearing Corporation (<https://stockservices.tdcc.com.tw>) directly and cast the vote according to the relevant instructions.
- 七、新開戶股東如擬繳交股東印鑑卡，可至本公司股務代理人中信銀法人信託網站下載印鑑卡使用。
- New shareholders who intend to submit their shareholder Signature Card can download the Signature Card for use from the website of the company's stock transfer agent, the Transfer Agency Department of CTBC Bank.
- 八、本次股東會委託書之統計驗證機構為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.
- 九、敬請察照辦理為荷。
- Please fill out the documents as described in the information contained herein.
- 此致 貴股東
- To Shareholder

英屬開曼群島商泰福生技股份有限公司 董事會 敬啟
Board of Directors of Tanvex BioPharma, Inc.

中信銀為境內外處理股務業務之目的，在法令規定、相關事實或法律關係存續之期間，就直接或間接(例如透過集保)蒐集與股務相關之您的個人資料，將以書面及/或電子等形式處理、利用及/或國際傳輸，例如揭露予公務機關或協助處理股務之第三人。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服務，亦可能依法或基於風險管理等因素而得不依您的請求為之。

For the purpose of processing domestic and foreign stock business, during the period of time required by law, relevant facts or existing legal relationships, CTBC Bank may directly or indirectly (e.g., via TDCC) collect your personal information that is related to stock affairs. CTBC Bank may utilize and/or transmit your personal information internationally in written and/or electronic form, for example disclosing it to a third party such as a public affairs agency or an assistant of stock affairs. You may request to have access to, or review, make copies of, or supplement or amend, cease collection of, process, utilize and/or internationally transmit your personal information, or delete your personal information. However, this may result in CTBC Bank not being able to provide you with the service you request or not being able to fulfill your request due to law or risk management considerations.

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※本次股東臨時會※
※恕不發放紀念品※
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※No Souvenir in this Meeting※
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2025 First Extraordinary General Meeting Notice

tanvex
BIOPHARMA, INC.

100-003
台北市中正區重慶南路一段83號5樓
英屬開曼群島商泰福生技股份有限公司(股票代號：6541)
股務代理人中國信託商業銀行代理部
客服專線：(02)6636-5566
100-003 5F, NO. 83, Sec. 1, Chongqing S. Rd., Taipei, Taiwan ROC
Stock Affairs Agency of Tanvex BioPharma, Inc.(Stock code:6541)
Stock Affairs Agency Department of CTBC Bank Co., Ltd.
TEL No.:+886-2-6636-5566

第 1 聯
(First copy)

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開會通知請速詳閱
親自出席無須寄回

(限向郵局窗口交寄)



台北郵局許可證
台北字第1333號

股東 台啟
Shareholder



第 3 聯：憑此出席簽到卡辦理報到
(Third copy)
Registration Page

114 出席簽到卡
Attendance Card

本股東決定親自出席本公司西元
2025年3月27日舉行之2025年
第1次股東臨時會，請 察照。

Please be informed that I/We will
attend 2025 First Extraordinary
General Meeting on March 27th, 2025

此 致

英屬開曼群島商泰福生技股份有限公司
To Tanvex BioPharma, Inc.

股東：
戶號

Shareholder
No.

股東：
戶名

Name of
Shareholder

親自出席簽章處
Shareholder
Signature

英屬開曼群島商泰福生技股份有限公司西元2025年第1次股東臨時會
2025 First Extraordinary General Meeting of Tanvex BioPharma, Inc.

時間：西元2025年3月27日上午9時00分
Time：9:00 a.m., March 27th, 2025, Taiwan Time
地點：台北市中正區中山南路11號10樓張榮發基金會國際會議中心
Location：CHANG YUNG-FA FOUNDATION International Convention Center,
10F, No.11, Zhongshan S. Rd., Zhongzheng Dist., Taipei City 10048

股東戶號：

Shareholder No.

持有股數：

Share(s) held

※如本通知書所列之「持有股數」與
貴股東實際持股不符者，係因採信
用交易方式買進本公司股票，且股
東臨時會融券無須回補，同一券商
資券相抵後股數不足分配所致。如
有疑問，請逕向往來券商確認。

728 泰福-KY(臨)
Tanvex

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十次修正之章程第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 Tenth Amended Articles of Incorporation.
- 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 shareholder accepts the solicitation of a proxy statement, the 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 Meeting.
- 三、股東應使用本公司印發之委託書用紙，委託書與親自出席均簽名或蓋章者，視為親自出席；但委託書由股東交付徵求人或受託代理人者視為委託出席。
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 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 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，並詳填戶號、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；徵求人如為信託事業、股務代理機構，請於股東戶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為撤銷委託之通知；逾期撤銷者，以委託代理人出席行使之表決權為準。
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/her/its voting power by way of a written ballot or through electronic transmission, he/she/it 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/her/its 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 Proxy Statement		委託人(股東) (Proxy by shareholder)		編號 No. 728 泰福-KY (臨) Tanvex
<div>1.茲委託 君(須由委託人親自填寫，不得以蓋章方式代替)為本股東代理人，出席本公司西元2025年3月27日舉行之2025年第1次股東臨時會，代理人並依下列授權行使股東權利： 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 2025 First Extraordinary General Meeting of Tanvex BioPharma, Inc. on March 27th, 2025 pursuant to the scope of authorization described below: <input type="checkbox"/> (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) <input type="checkbox"/> (2)代理本股東就下列各項議案行使本股東所委託表示之權利與意見，下列議案未勾選者，視為對各議案表示承認或贊成。 I grant my proxy authorization to vote and act on my behalf at the Meeting pursuant to authorized methods of exercise described below: (If neither box is ticked, it will be deemed as "vote-for") a. 本公司全面改選董事案。 Re-election of Board of Directors. b. 解除董事競業禁止限制案： Proposal for lifting of non-compete restrictions for directors. (1) <input type="radio"/> 贊成 (2) <input type="radio"/> 反對 (3) <input type="radio"/> 棄權 (1) <input type="radio"/> For (2) <input type="radio"/> Against (3) <input type="radio"/> Abstain c. 臨時動議。 Extemporary Motion. 2.本股東未於前項 <input type="checkbox"/> 內勾選授權範圍或同時勾選者，視為全權委託，但股務代理機構擔任受託代理人者，不得接受全權委託，代理人應依前項(2)之授權內容行使股東權利。 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 Shareholder pursuant to authorization methods of exercise described as item 1.(2). 3.本股東代理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 Shareholder's behalf for extemporary motions during the Meeting. 4.請將出席證(或出席簽到卡)寄交代理人收執，如因故延期開會，本委託書仍屬有效(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 透 英屬開曼群島商泰福生技股份有限公司 授權日期 年 月 日 Tanvex BioPharma, Inc. Date of Authorization:</div>		股東戶號 No.		簽名或蓋章 Sign or Seal
		姓名或稱 Name		
		持有股數 Shareholding		
		徵 求 人 Solicitor		簽名或蓋章 Sign or Seal
		戶 號 No.		
		姓名或稱 Name		
		身分證字號或統一編號 ID No.		
		受 託 代 理 人 Proxy Agent		簽名或蓋章 Sign or Seal
		戶 號 No.		
		姓名或稱 Name		
		身分證字號或統一編號 ID No.		
		住 址 Address		

Proxy Page

☐ 徵求場所及人員簽章處：
Signature by the place of solicitation and personnel: