

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

2019年股東常會開會通知書  
Notice of 2019 Annual General Meeting

一、茲訂於台灣時間西元2019年6月19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2019年股東常會，會議召集事由：(一)報告事項：1. 2018年度營業報告。2. 審計委員會審查2018年度決算表冊報告。3.2018年健全營運計畫執行情形。(二)承認事項：1. 2018年度營業報告書及合併財務報告案。2. 2018年度虧損撥補案。(三)討論事項：1. 公司章程修訂案(本案應以特別決議通過)。2.修訂「取得與處分資產作業程序」案。3.修訂「資金貸與作業程序」案。4.修訂「背書保證作業程序」案。5.解除董事就業禁止案。(四)臨時動議。

Please be informed that the Company's 2019 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 19, 2019. (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 2018 Business Reports.
  - (2)The Audit Committee's review of the Annual Financial Audit Report of Year 2018.
  - (3)For the 2018 Financial Report and the execution status of Sound Business Plan.
- 2.Acknowledgement Matters
  - (1)To accept 2018 Business Report and Consolidated Financial Report.
  - (2)To accept proposal of 2018 loss make-up.
- 3.Proposals and Discussions:
  - (1)To amend the Company's Memorandum and Articles of Association. (To be approved by way of special resolution)
  - (2)To amend the Operational Procedures for Acquisition and Disposal of Assets.
  - (3)To amend the Procedures for Loaning of Funds.
  - (4)To amend the Procedures for Making of Endorsements/Guaranteee.
  - (5)Proposal for release of the prohibition on Directors from participation in competitive business.
- 4.Extemporary Motion

二、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). 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.

三、如有股東徵求委託書，本公司將於西元2019年5月17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 solicitation and disclose the content in the website of Securities & Futures Institute (SFI) on May 17th ,2019.Members can link with SFI's web address (<https://free.sfi.org.tw>) for relevant information.

四、本次股東會得以電子方式行使表決權，行使期間為：自西元2019年5月18日至2019年6月16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 18, 2019 to June 16, 2019. 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.

五、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.

六、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 敬啟  
Board of Directors of Tanvex BioPharma, Inc.



第3聯：貴股東如親自出席請於此聯簽章後親至股東會會場辦理出席  
(Third copy)

Registration Page

108 出席通知書  
Notice of Attendance

本股東決定親自出席本公司  
西元2019年6月19日舉行之  
股東常會，請 察照。

Please be informed that I/We  
will attend 2019 Annual General  
Meeting on June 19, 2019.

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

2019 Annual General Meeting Notice

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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 台啓  
Shareholder

集保結算所「股東e票通」電子投票  
[www.stockvote.com.tw](http://www.stockvote.com.tw)  
The electronic voting platform of Taiwan  
Depository and Clearing Corporation will be  
available at <https://www.stockvote.com.tw>

本簽到卡未加蓋中國信託登記章者  
無效，股東請勿於此欄蓋章  
This column is reserved for  
reception desk

中國信託蓋章處  
Sealed by CTBC

108 出席簽到卡  
Attendance Card

時間：西元2019年6月19日上午10時  
Time : 10:00am, June 19, 2019, Taiwan Time  
地點：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  
Venue : GIS Convention Center, B1, No. 85, Sec. 4, Roosevelt Rd.,  
Da'an Dist., Taipei City, Taiwan (R.O.C.)

股東戶號：

Shareholder No.

持有股數：

Shareholding

728 泰福-KY  
Tanvex

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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六次修正之章程第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 Sixth 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 Meeting.
- 三、股東應使用本公司印發之委託書用紙，委託書與親自出席通知書均簽名或蓋章者，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 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 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.

Proxy Page

委 託 書 Proxy Statement		委託人(股東) (Proxy by shareholder)	編號 No. 728 泰福-KY 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2019年6月19日舉行之股東常會，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 the 2019 Annual General Meeting of Tanvex BioPharma, Inc. on June 19, 2019 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.2018年度營業報告書及合併財務報告案： To accept 2018 Business Report and Consolidated Financial Report. (1)○承認(2)○反對(3)○棄權 (1)○For (2)○Against(3)○Abstain b.2018年度虧損撥補案： To accept proposal of 2018 loss make-up. (1)○承認(2)○反對(3)○棄權 (1)○For (2)○Against(3)○Abstain c.公司章程修訂案(本案應以特別決議通過)： To amend the Company's Memorandum and Articles of Association. (To be approved by way of special resolution) (1)○贊成(2)○反對(3)○棄權 (1)○For (2)○Against(3)○Abstain d.修訂「取得與處分資產作業程序」案： To amend the Operational Procedures for Acquisition and Disposal of Assets. (1)○贊成(2)○反對(3)○棄權 (1)○For (2)○Against(3)○Abstain e.修訂「資金貸與作業程序」案： To amend the Procedures for Loaning of Funds. (1)○贊成(2)○反對(3)○棄權 (1)○For (2)○Against(3)○Abstain f.修訂「背書保證作業程序」案： To amend the Procedures for Making of Endorsements/Guarantee. (1)○贊成(2)○反對(3)○棄權 (1)○For (2)○Against(3)○Abstain g.解除董事競業禁止案： Proposal for release of the prohibition on Directors from participation in competitive business. (1)○贊成(2)○反對(3)○棄權 (1)○For (2)○Against(3)○Abstain h.臨時動議。 Extemporary Motion. 2.本股東未於前項□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(二)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 Member/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 Member/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，如因故改期開會，本委託書仍屬有效(限此一書期)。 Please deliver the Attendance Card to the proxy agent. This Proxy will remain effective for any adjournment or postponement of the Meeting. 此 致 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.	姓名或稱 Name	持有股數 Shareholding	簽名或蓋章 Sign or Seal	
	禁止交付現金或其他利益之價購委託書行為。 Offering cash or non-cash consideration in exchange for proxies is prohibited for Proxy solicitation.	戶號 No.	姓名或稱 Name		身分證字號 ID No.
	發現違法取得及使用委託書，可檢附具體事證向集保結算所檢舉，經查證屬實者，最高給予檢舉獎金五萬元，檢舉電話：(〇二)二五四七三七三三。 Please report to Taiwan Depository & Clearing Corporation ("TDCC") supplementing with specific information when discovering any suspicious illegal obtaining or use of proxies. Once verified by TDCC, the person making the report will be granted a reward up to NTD 50,000. Report phone number: +886 2 25473733				
	徵求人 Solicitor				
	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 ID No.	住址 Address		

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