



**Clene Inc.**  
(the “Company”)

## **BOARD DIVERSITY POLICY**

**(Adopted by the board of directors of the Company, effective December 30, 2020)**

### **1. PURPOSE**

- 1.1 This Board Diversity Policy (the “**Policy**”) aims to set out the approach to diversity on the board of directors (the “**Board**”) of the Company.

### **2. VISION**

- 2.1 The Company recognizes and embraces the benefits of having diversity in the composition of the Board and sees increasing diversity at the Board level as an essential element in maintaining the Company’s competitive advantage.
- 2.2 In recognition of the particular importance of gender diversity, the Company is committed to promote gender diversity to enhance the effectiveness of corporate governance.

### **3. POLICY STATEMENT**

- 3.1 The Nominating and Governance Committee of the Board will review annually the structure, size and composition of the Board and where appropriate, make recommendations on changes to the Board to complement the Company’s corporate strategy.
- 3.2 In relation to reviewing and assessing the Board composition, the Nominating and Governance Committee will consider a number of aspects, including but not limited to gender, age, cultural and educational background, ethnicity, professional qualifications, skills, knowledge, length of service and industry and regional experience. Meanwhile, the Company will consider the above factors based on its business mode and its occasional specific needs, and the ultimate decision will be based on merit and contribution that the selected candidates will bring to the Board.

- 3.3 To promote diversity in developing the pipeline of potential successors to the Board commensurate with industry practice, subject to availability of experienced management personnel in the industry, the Company considers diversity as a strategic priority when sourcing new director candidates. The Company intends to leverage community resources including relevant associations, networking groups and publications, and forging and keeping relationships with potential candidates.
- 3.4 All Board candidates will be considered against objective criteria, having due regard for the benefits of diversity on the Board.

#### **4. MEASURABLE OBJECTIVES**

- 4.1 The Nominating and Governance Committee will discuss and agree on measurable objectives for achieving diversity on the Board and recommend such objectives to the Board for adoption. The Company aims to maintain an appropriate balance of diversity perspectives on the Board that are relevant to the Company's business growth.

#### **5. MONITORING AND REPORTING**

- 5.1 The Nominating and Governance Committee will monitor the implementation of this Policy. A summary of this Policy and where applicable, the measurable objectives that the Board has adopted for implementation of this Policy and the progress made towards achieving these objectives, should be disclosed annually in the Company's Corporate Governance Report.
- 5.2 To enable the shareholders of the Company to judge for themselves whether the Board as constituted is a reflection of diversity, or a gradual move toward increased diversity, on a scale and at a speed which they support, the Shareholders will be provided with detailed information of each candidate for election to the Board in a proxy statement furnished to all shareholders prior to general meetings of the Company.

#### **6. REVIEW OF THE POLICY**

- 6.1 The Nominating and Governance Committee will review this Policy as appropriate and recommend revisions, if any, to the Board for consideration and approval.