

# **GT BIOPHARMA, INC. BOARD DIVERSITY POLICY**

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Adopted as of June 21, 2023

## **Purpose and Scope**

GT Biopharma, Inc. and all its subsidiaries (“GT Biopharma” or the “Company”) recognize the benefits of promoting diversity in members of its Board of Directors (the “Board”). GT Biopharma believes that a Board made up of highly qualified individuals from diverse backgrounds promotes better corporate governance and performance and more effective decision-making.

In this Board Diversity Policy (this “Policy”), diversity refers to all the characteristics that make individuals different from each other. It includes but is not limited to characteristics such as gender, geographical representation, education, experience, ethnicity, age and disability.

## **Board Diversity**

Diversity is an important consideration in determining the composition of the Board. To support the Company’s board diversity objectives, the Nominating and Corporate Governance Committee of the Board will, when identifying and considering the selection of candidates for election or re-election to the Board:

- Consider only candidates who are highly qualified based on their experience, functional expertise and personal skills and qualities.
- Consider diversity criteria including gender, age, ethnicity, disability, diversity of thought and geographical background of the candidate.
- Consider the level of representation of women on the Board and the progress made by the Company towards achieving its target for women to represent at least 20 percent of its directors by the Company’s 2024 annual meeting of stockholders.
- In addition to its own searches, as and when appropriate from time to time, engage qualified independent external advisors to conduct a search for candidates who meet the Board’s and the Company’s expertise, skills and diversity criteria to help achieve the Company’s diversity goals.

## **Gender Diversity**

Gender diversity is one important component of the Company’s diversity strategy. The Nominating and Corporate Governance Committee of the Board will assess on an annual basis the Company’s progress against this Policy’s objectives. GT Biopharma is committed to ensuring that gender diversity at the Board is actively pursued, and that women represent at least 20 percent of its directors from and after the 2024 annual meeting of stockholders.