

Director Evaluation Policy

MyMD Pharmaceuticals, Inc. Director Evaluation Policy

Skills

- Directors will complete the Skills Matrix and update it on an annual basis. For any skill that a Director claims, the Director shall submit a brief explanation of his or her basis for claiming such skill upon request as appropriate by the Nominating and Corporate Governance Committee.

Board Evaluation

- Directors will be interviewed individually by a member of the Nominating and Corporate Governance Committee. This interview will cover the topics on the Director Evaluation Scorecard, as well as the Director's own thoughts on his or her performance and that of the Committees and the Board as a whole. Over the course of the interview, participants will discuss:
 - The Director's strengths, and how the Director has contributed to the effectiveness of the Board over the past year.
 - The Director's gaps in skills and performance, if any, and any steps he or she has made to address such gaps in skills and performance.
 - The Director's thoughts on the performance of the Board over the past year, as well as any recommendations the Director has for how the Board can improve its efficacy.
 - The evaluator's recommendations for how the Director can improve.

Based on the interview, the evaluator will fill out the Director Evaluation Scorecard.

- Following the completion of interviews, the Nominating and Corporate Governance Committee will compile the Skills Matrices and Director Evaluation Scorecards and shall discuss their findings and recommendations, including the performance of individual Directors if necessary. If any Director receives consistently negative feedback in an area over the course of consecutive evaluations yet has taken no steps to improve in this area, or if such Director exhibits severe deficiencies over a shorter time period, the Nominating and Corporate Governance Committee may recommend to the Board that this Director not stand for reelection.
- The Nominating and Corporate Governance Committee will report their evaluations at the next Board Meeting, and the Board will discuss the findings of the evaluation and develop an Action Plan to address any issues identified, which will include specific objectives and timelines for accomplishing these objectives.
- If any gaps are identified in Director skills and experience, the Action Plan will include steps to remedy this. This may include providing additional training and educational resources to individual Directors to expand their expertise, restructuring Committee assignments, or prioritizing underrepresented skill sets when recruiting future Board nominees.

- Following the annual evaluation, the Nominating and Corporate Governance Committee will review the evaluation process and make any changes necessary to improve the process for the next evaluation.
- As needed, the Company may hire an external evaluator to conduct the Board Evaluation and identify any ways the evaluation process can be improved.

Disclosure

- This Policy and the Skills Matrix, and, if the Nominating and Governance Committee determines it necessary and appropriate, the Action Plan, will be posted on the Company's website, accompanied by an explanation of the evaluation process. Directors' official biographies in the Company's proxy statement for an annual meeting will discuss any qualifications identified on a Director's Skills Matrix.

Form of Skills Matrix

<i>Experience/Skills</i>	[DIRECTOR #1]	[DIRECTOR #2]	[DIRECTOR #3]	...
<i>General Management & Business Operations</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>CEO Experience</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>CFO Experience</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>CTO Experience</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>Public Board Experience</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>Pharmaceutical/ Biotechnology Industry Experience</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>International Business</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>Technology</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>Human Resources/ Compensation</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>Finance</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>Accounting</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>Risk Management</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>Strategy Development</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>Mergers & Acquisitions</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>Government Affairs</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>Legal/Regulatory</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>Corporate Governance</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>Marketing</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>Environmental</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Form of Director Evaluation Scorecard

Characteristic	Score (1-5)	Comments and Recommendations
Pharmaceutical/Biotechnology Industry Knowledge		
Knowledge of Company's Business		
Familiarity and Involvement with Company Strategy		
Financial Acumen		
Meeting Preparedness		
Meeting Attendance and Participation		
Commitment of Time		
Relationship with Fellow Directors		
Relationship with Management		
Leadership		
Commitment to Self-Improvement (clear goals, continuing education, etc.)		
Prioritization of Stockholder Interests		