TSE Securities code190A November 10, 2025

Dear Shareholders,

2-26-1 Muraokahigashi, Fujisawa, Kanagawa Chordia Therapeutics Inc Representative Director & CEO Hiroshi Miyake

# Notice of Convocation of the 8th Annual General Meeting of Shareholders

We are pleased to inform you that the 8th Annual General Meeting of Shareholders will be held as outlined below.

In convening the Annual General Meeting of Shareholders, we have taken measures to provide information in an electronic format and posted the information, including the reference materials for the Meeting ("Matters to Be Provided in an Electronic Format") on the websites shown below.

[The Company's website]
https://www.chordiatherapeutics.com/en/



(Please access the above website and select "IR," "IR News," and "Materials for the General Meeting of Shareholders" in that order.)

[The Website for meeting material]
https://www.chordiatherapeutics.com/en/ir/stock/meeting



[Tokyo Stock Exchange Website (TSE Listed Company Search)] https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show



(Please access the above TSE website, enter "Chordia Therapeutics" in the "Issue Name (Company Name)" field or our securities code "190A" in the "Code" field, select "Basic Information" and "Documents for public inspection/PR information" in that order, and check the "Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting" field in the "Filed information available for public inspection.")

# **Information on Exercising Voting Rights in Advance**

Please refer to the Notice of Convocation of the 8th Annual General Meeting of Shareholders (page 1) and exercise your voting rights using one of the following methods.

Mail

Please indicate your approval or disapproval of the proposals on the voting form and return it by mail. Voting forms must arrive no later than 6:00 p.m. on Friday, November 21, 2025 (Japan Time).

#### Internet

Please access the Internet voting website (<a href="https://evote.tr.mufg.jp/">https://evote.tr.mufg.jp/</a>) and enter your approval or disapproval of the proposals. The deadline for exercising voting rights is 6:00 p.m. on Friday, November 21, 2025 (Japan Time).

⇒⇒Please see the following for details

### **Procedures for Exercising Voting Rights via the Internet**

If you exercise your voting rights via the Internet, please refer to the following.

Access the Internet voting website via a computer, smartphone, tablet, or mobile phone and follow the direction on the screen to exercise your voting right.

# Procedures to vote by scanning the QR code via a smartphone or tablet

- (1) Scan the QR code shown on the bottom right of the voting form.
- (2) Please cast your vote by following the directions on the screen.

#### Procedures to vote by entering your login ID and password

- (1) Access the Internet voting website: <a href="https://evote.tr.mufg.jp/">https://evote.tr.mufg.jp/</a>
- (2) Once you have accessed the Internet voting website, please enter your login ID and temporary password shown on the bottom right of the voting form. Please cast your vote by following the directions on the screen.

#### **Notes:**

- The site cannot be accessed between 2:30 a.m. and 4:30 a.m. daily in Japan Time.
- How we process Multiple Votes
  - (1) If you exercise your voting right by both mail and via the Internet, the vote via the Internet will be counted as valid.
  - (2) If you exercise your voting right multiple times via the Internet, the last vote you enter will be counted as valid.
- The shareholder will pay all fees arising from accessing the Internet voting website (Interconnection fees, communication fees, etc.).

# **Business Report**

From September 1, 2024 To August 31, 2025

#### 1. Corporate Overview

- (1) Business summary for the fiscal year ended August 31, 2025
  - ① Outline and results of business operations

Chordia Therapeutics Inc (the "Company") aspires to build a world where people can feel hope for tomorrow under its slogan of "Building a World where Tomorrow is Another Day" by delivering first-in-class anticancer drugs to patients from Japan as quickly as possible. With a vision to grow into a Japan-originated, R&D-driven pharmaceutical company by 2030, we are focusing our business on oncology, an area with high unmet medical needs. In particular, we are committed to the research and development of first-in-class small molecule drugs with novel mechanisms of action, which are expected to demonstrate unique efficacy over existing therapies and potentially transform current treatment paradigms. Our goal is to bring hope to patients who are anxious about the progression of cancer due to insufficient efficacy of existing treatments, by offering new options to control disease progression

During the fiscal year ending August 31, 2025, the Japanese economy experienced continued price increases, mainly in food and energy, while momentum in wage growth was maintained, resulting in stagnant personal consumption. In addition, the recovery of inbound demand due to the increase in foreign tourists contributed to improved performance in the service and retail sectors, and the overall economy continued to show a moderate recovery trend. On the other hand, political instability became apparent, such as the ruling party's consecutive defeats in national elections, leaving uncertainty about the future. Furthermore, concerns over inflation resurgence and economic slowdown due to uncertainties surrounding U.S. trade policy have led to increased downside risks for the global economy. These external environmental changes have also affected the pharmaceutical and biotech industries, with several major global pharmaceutical companies planning to establish new manufacturing sites in the U.S. to avoid tariff policies, leading to a restructuring of supply chains. Meanwhile, some stagnation has been observed in business development activities, and the business environment surrounding our company remains uncertain.

According to the "Pharmaceutical Industry Production Statistics" published by the Ministry of Health, Labor and Welfare, the pharmaceutical industry, which the Company belongs to, produced 10,033.2 billion yen in finished pharmaceutical products (total of ethical drugs and general-purpose drugs) in Japan in 2023 and imported 3,772.7 billion yen from abroad, for a total value of 13,805.9 billion yen. In contrast, shipments to Japan totaled 12,359.7 billion yen, and exports to foreign countries totaled 713.1 billion yen, for a total value of 13,072.8 billion yen. The production value of prescription drugs in 2023 was 9,152.9 billion yen (up 0.8% year-on-year). The size of the domestic pharmaceutical market has been significantly affected by drug price revisions and

healthcare system reforms. Since 2020, the value of pharmaceutical production has remained generally flat, except for a 10% year-on-year increase observed in 2022.

With regard to oncology and first-in-class drugs that we are focusing on, the U.S. Food and Drug Administration (FDA) approved 50 new drugs in 2024, of which 24 were oncology and 13 were first-in-class drugs. And approximately half of these approvals were by small molecule modalities, indicating that the development of first-in-class small molecule oncology drugs remains active. We believe that this trend reflects continued strong interest from major pharmaceutical companies in our pipelines.

In this environment, the Company is advancing research and development on five pipeline programs, with a particular focus on the CLK inhibitor CTX-712, for which the international nonproprietary name (INN) is rogocekib. The key development progress of our pipeline during the current fiscal year is as follows.

#### <rogocekib>

Rogocekib is a first-in-class, selective, orally administered small-molecule inhibitor of CLK, which are key regulators of RNA splicing reactions essential for cell proliferation. The drug has been granted Orphan Drug Designation (ODD) by FDA for the treatment of acute myeloid leukemia (AML). In a Phase 1 clinical trial initiated in Japan in 2018 as monotherapy, rogocekib was administered to a total of 60 patients, including 46 with advanced, recurrent, or refractory solid tumors and 14 with hematologic malignancies. Adverse events related to rogocekib included nausea, vomiting, and diarrhea; however, the Safety Review Committee, which included clinical investigators, concluded that the safety profile was within an acceptable range. Regarding efficacy, four partial responses (PR) were observed in patients with solid tumors, all of which were ovarian cancer cases. Among the 14 ovarian cancer patients enrolled, this corresponds to a response rate of 28.6%. In addition, among 14 patients with AML or myelodysplastic syndromes (MDS), six responses were observed, including four complete remissions (CR), resulting in a response rate of 42.9%. These results suggest that rogocekib could be effective in ovarian cancer and hematologic malignancies. Currently, we are conducting the Phase 1 portion of a Phase 1/2 clinical trial in the United States, initiated in 2023, targeting patients with relapsed or refractory AML and MDS. As of the end of August 2025, a total of 36 patients have been enrolled, and we plan to initiate the expansion cohort in early 2026.

## <MALT1 inhibitor CTX-177>

Regarding CTX-177, a MALT1 inhibitor, we entered into a license agreement with Ono Pharmaceutical Co., Ltd. ("Ono") in 2020, under which Ono conducted Phase 1 clinical trials in both the United States and Japan. However, on April 28, 2025, we received notice from Ono that it had decided to discontinue these clinical trials for strategic reasons. Following the termination of the license agreement, we possess exclusive worldwide rights for the research, development,

manufacturing, and commercialization of CTX-177. We are currently in discussions with Ono regarding the handling of ongoing studies, the transfer of accumulated data, and the treatment of intellectual property rights. Going forward, we intend to actively pursue business development activities to out-license the program again.

#### < Preclinical pipelines >

Pipelines in the preclinical stage such as a CDK12 inhibitor CTX-439 ("CTX-439"), a GCN2 inhibitor ("GCN2") and a fifth pipeline program (target undisclosed), are being advanced through in-house research supported by grants from the Japan Agency for Medical Research and Development ("AMED") and other sources. Research findings on CTX-439 and GCN2 were presented at the American Association for Cancer Research (AACR) Annual Meeting held in Chicago, USA, from April 25 to 30, 2025. We believe that accelerating the development of rogocekib, our most advanced program, and obtaining regulatory approval will significantly contribute to enhancing corporate value. Accordingly, we are concentrating internal resources on rogocekib, while proactively exploring a wide range of options for CTX-439 and GCN2, including early-stage partnering opportunities. In addition, to maximize the value of our pipeline, we are investigating potential applications beyond oncology through collaborative research. In July 2025, we initiated joint research with D. Western Therapeutics Institute, Inc., and in August 2025, with Senju Pharmaceutical Co., Ltd., to explore the potential of certain compounds as treatments for ophthalmic diseases.

As a result, no operating revenue was recorded for the current fiscal year, consistent with the previous fiscal year. Operating expenses consisted of research and development expenses totaling \(\xi\)1,425 million (a 5.0% decrease year-on-year) and selling, general, and administrative expenses totaling \(\xi\)364 million (a 20.8% increase year-on-year). Consequently, the operating loss was \(\xi\)1,789 million (compared to \(\xi\)1,801 million in the previous fiscal year), the ordinary loss was \(\xi\)1,769 million (compared to \(\xi\)1,824 million), and the net loss was \(\xi\)1,785 million (compared to \(\xi\)1,827 million).

As the Company operates a single business segment, the pharmaceutical business, segment information is not presented.

- ② Capital expenditureNot applicable
- 3 Funding status During the current fiscal year, the Company raised ¥61 million through the exercise of stock acquisition rights.
- Business transfers, absorption-type splits, or incorporation-type splits Not applicable

- Business transferred from other companies Not applicable
- ⑥ Rights and obligations related to other companies' businesses assumed as a result of absorptiontype mergers or splits Not applicable
- Acquisition or disposition of shares, other equity interests, or subscription rights to shares of other companies
   Not applicable
- Significant events or conditions regarding the going concern assumption

The Company is a drug discovery venture company engaged in research and development with the aim of commercializing novel anti-cancer drugs. The drug discovery business requires a high level of expertise and substantial financial resources, while also being characterized by a long lead time to commercialization. As a result, we have continued to incur operating losses and negative operating cash flows, and also incur material operating losses and negative operating cash flows, which constitute events or conditions that may raise substantial doubt about our ability to continue as a going concern.

In light of this situation, we are focusing our internal resources on accelerating the development of "rogocekib," our most promising pipeline candidate. For other pipeline programs, we intend to continue controlling costs while strategically exploring options including partnerships with other companies.

As of the end of the current fiscal year, we held cash and deposits totaling ¥2,548 million, which we believe is sufficient to fund our business activities for at least the next 12 months. In addition, in September 2025, we resolved to issue the 9th (with exercise price adjustment clause), 10th stock acquisition rights—and 11<sup>th</sup> stock acquisition rights, thereby securing a financing option to support the future development of rogocekib. These measures enable us to maintain the Company to respond future funding needs in flexible manner.

Based on the above, we believe there is no material uncertainty regarding the going concern assumption.

#### (2) Assets and Profit and Loss for The Last Three Fiscal Years

Item		5th Fiscal Year (Ended August 31, 2022)	6th Fiscal Year (Ended August 31, 2023)	7th Fiscal Year (Ended August 31, 2024)	8th Fiscal Year (Ended August 31, 2025)
Business revenue	Thousand yen	-	2,500,000	-	-
Ordinary income(loss)	Thousand yen	(1,776,640)	225,761	(1,824,707)	(1,769,669)
Net income (loss)	Thousand yen	(1,779,060)	223,341	(1,827,127)	(1,785,867)
Net income (loss) per share	yen	(39.78)	3.96	(31.11)	(26.03)
Total Asset	Thousand yen	4,498,947	4,909,123	4,632,370	2,681,349
Net Asset	Thousand yen	4,277,539	4,500,881	4,161,297	2,437,010
Net Asset per share	yen	(72.35)	79.28	61.44	35.29

Note: The Company conducted a 200-for-1 stock split of shares of common stock on June 2, 2023. Net assets per share and net income (loss) per share are calculated assuming the stock split was conducted at the beginning of the 5th fiscal year.

#### (3) Current status of major parent company and subsidiaries

- Parent company
  - Not applicable
- ② Major Subsidiaries

Not applicable

#### (4) Issues to be addressed

Our goal is to develop anti-cancer drugs with new modes of action, thereby providing new treatment options for cancer patients for whom there have been no effective therapies. On the other hand, commercialization as a pharmaceutical product requires a large amount of capital and a long time before commercialization, and the Company has incurred operating losses and negative operating cash flow and has not generated sufficient revenue to cover all investments in research and development. Our immediate R&D activities will focus on the U.S. Phase 1/2 study of CTX-712, the lead pipeline, and we are actively exploring out-licensing opportunities for CTX-177 to enable its early development restart. With respect to our other in-house pipelines, we are advancing internal research utilizing public grants, including those from AMED. For CTX-439 and GCN2, we are proactively evaluating a broad range of strategic options, including early-stage partnering opportunities, to accelerate their development..

In light of the current business environment, we are committed to addressing the following key issues.

## ① Acceleration of CTX-712 development

We have successfully demonstrated a clinically acceptable safety profile and antitumor activity for

rogocekib in Japan Phase 1 clinical trial targeting solid and hematologic malignancies, thereby achieving Proof of Concept (POC). The Japan Phase 1 trial has been completed, and we are currently conducting an ongoing Phase 1/2 clinical trial in the United States, which was initiated in 2023. To obtain early regulatory approval in both Japan and the U.S., strengthening our development team and securing additional funding remain critical challenges. In particular, to pursue regulatory approval in the U.S.—the world's largest pharmaceutical market—we have revised the clinical trial protocol to comply with the FDA's Project Optimus guidance (issued in 2021), which aims to optimize dose selection in oncology drug development. As a result, the total planned enrollment has increased by 55 patients, from the originally planned 170 to 225. We are currently raising the necessary funds to support this expanded development plan. To accelerate completion of the U.S. trial, we are maintaining close communication with clinical sites and contract research organizations. Furthermore, with a view toward future regulatory submission and commercialization, rogocekib received Orphan Drug Designation (ODD) from the FDA in January 2025 for the treatment of acute myeloid leukemia (AML). ODD is granted to drugs intended for conditions affecting fewer than 200,000 patients in the U.S. and for which there is a significant unmet medical need. This designation provides various development incentives, including waiver of certain application fees, federal tax credits for clinical development costs, and eligibility for FDA regulatory support programs. Importantly, upon approval, ODD confers seven years of market exclusivity in the U.S., representing a significant milestone toward the commercialization of rogocekib. In Japan, we aim to obtain domestic Orphan Drug Designation and leverage expedited regulatory pathways such as the Sakigake designation and the Conditional Early Approval system. The Sakigake designation provides prioritized consultation and review from an early stage of development, while the Conditional Early Approval system allows for approval based on limited confirmatory data for serious diseases with high unmet medical needs, subject to postmarketing obligations. We also plan to utilize similar programs in other regions to accelerate development and regulatory review globally. Based on these strategies and the use of such expedited programs, we are planning for a regulatory submission in the latter half of 2028.

#### ② Out-license of CTX-177

Following the termination of our license agreement with Ono, we have regained full global rights to CTX-177. In preparation for resuming clinical development, we are actively exploring strategic options, including entering into a licensing agreement with a new partner. We plan to pursue partnership opportunities with diligence to maximize the value of CTX-177.

#### 3 Acceleration of Preclinical Pipeline Development

There are three preclinical pipeline programs: CTX-439, GCN2 and a new pipeline program which are all targeting RNA deregulation stress. While we continue in-house research supported by grants from organizations such as AMED, our primary development resources remain focused on rogocekib. Accordingly, for CTX-439 and GCN2, we are proactively considering a broad range of strategic options, including early-stage partnering. Securing the right partners at the appropriate timing, based on accurate assessment of market conditions and competitive landscape, is a key challenge going

#### forward.

### 4 Enhancement of new pipeline

The Company believes that, when it is appropriate, we need to establish new oncology pipelines targeting RNA deregulation stress and periodically reassess prioritization among existing programs to improve the probability of R&D success. To achieve this, maintaining access to cutting-edge science through collaboration with academia and securing sufficient research and development funding are critical challenges. At present, our development resources remain primarily focused on rogocekib, and therefore we are taking a restrained approach to initiating new pipeline programs.

#### Strengthening financial position

As a drug discovery biotech company, the Company requires substantial upfront investment in research and development, which tends to result in continuous operating losses and negative operating cash flow. Therefore, strengthening our financial position remains a critical challenge. To accelerate development of our existing pipeline, including rogocekib, while continuing to create new programs, we consider it essential to enhance and stabilize our financial base by securing new strategic partners as well as raising capital through equity financing and other measures in the capital markets.

#### 6 Acquisition of excellent talent

The Company's experienced experts in drug discovery actively utilize outsourcing to manage the organization efficiently. However, as competition with domestic and global biotech and pharmaceutical companies continues, differentiation from competitors, acceleration of R&D, and potential expansion of business domains may become increasingly important. To achieve these goals, securing top talent capable of maintaining access to cutting-edge science and driving creative, innovative research is a critical challenge for us. In addition, while we plan to maintain a lean organization in administrative functions for the time being, we intend to recruit new personnel properly to further strengthen our management systems, including finance, accounting, and internal controls.

#### Securing strategic alliance partner

To advance the development of our pipeline, securing the most suitable strategic partners remains a key priority. To this end, we continuously monitor the R&D strategies and directions of potential partners and actively collect market intelligence, including medical and healthcare information. The Company also ensures timely communication with them, taking into consideration the development status of our pipeline and the competitive situation.

# (5) Principal Business (As of August 31, 2025)

Business	Detail of business
Pharmaceutical business	Research and Development of medical drugs

# (6) Major offices (As of August 31, 2025)

Headquarter	Fujisawa, Kanagawa
Tokyo Office	Chuo-ku, Tokyo

# (7) Employees (As of August 31, 2025)

Number of Employees	Changes from the end of the previous fiscal year
20 (1)	-2 (-1)

Note: The number of employees is the number of full-time employees, and the number of temporary employees (including employees dispatched by staffing companies) is filled as ( ) as the annual average number of employees in parentheses.

- (8) Major lenders and borrowing amounts (As of August 31, 2025) Not applicable
- (9) Other material matters regarding the current status of the Company Not applicable

# 2. State of shares (As of August 31, 2025)

(1) Total number of Authorized shares 200,000,000

(2) Total number of issued shares 68,988,800

Note: As a result of the exercise of stock acquisition rights, the total number of issued shares has increased by 1,310,000 shares.

(3) Number of shareholders 12,459

(4) Major shareholders (Top 10)

Name of shareholders	Number of shares owned (Thousand shares)	Stock ownership ratio
Takeda Pharmaceutical Company Limited	10,760	15.6%
New Life Science No. 1 Investment Limited Partnership	7,252	10.5%
Japan Growth Capital Investment Corporation	4,810	7.0%
Innovation Kyoto 2016 Investment Limited Partnership	4,657	6.8%
MEDIPAL Innovation Investment Limited partnership	4,210	6.1%
Mitsubishi UFJ Life Sciences No. 1 Investment Limited Partnership	2,971	4.3%
Kyodai Venture NVCC No2. Investment Limited partnership	2,570	3.7%
Rakuten Securities Inc.	1,830	2.7%
Medipal Holdings Corporation	1,307	1.9%
An indivisual shareholder	1,070	1.6%

Note: Shareholding ratios are rounded to the second decimal place

(5) Shares issued to the Company's directors as compensation Not applicable

## State of issues related to equity warrant

(1) Outline of the features of the Share Options delivered in exchange for the execution of duties held by our directors

		1st Stock Option		2nd Stock Option	
Date of resolution of issuance		January 7, 2019 Board of director resolution January 16, 2019 Extraordinary General Meeting of Shareholders resolution		January 7, 2019 Board of director resolution January 16, 2019 Extraordinary General Meeting of Shareholders resolution	
Number of s	tock options		3,250 unit		200 unit
Type and nu acquired	umber of stocks to be	Common 65 (Per 1 unit	50,000 shares 200 shares)		,000 shares 200 shares)
Issue price		0 yen		0 yen	
Exercise prior	ce	Per 1 unit (Per 1 share	7,100 yen 36 yen)	Per 1 unit (Per 1 share	7,100 yen 36 yen)
Exercise per	iod	From 2 years to 10 years post Corporate resolution date on issuance		From 2 years to 10 years post Corporate resolution date on issuance	
Condition of	exercise	Note		Note	
Status of	Directors who are not Audit & Supervisory Committee members (excluding outside directors)	Number of stock options Number of shares Number of holders	3,250 650,000 1	Number of stock options Number of shares Number of holders	-  -  -
holding by directors	Outside directors who are not Audit & Supervisory Committee members	Number of stock options Number of shares Number of holders	- - -	Number of stock options Number of shares Number of holders	200 40,000 1
	Directors who are Audit & Supervisory Committee members	Number of stock options Number of shares Number of holders	_ _ _	Number of stock options Number of shares Number of holders	_ _ _

Note:

- ① Stock option may be exercised in part with respect to the number of stock options allotted. However, each stock option may be partially exercised only when the number of shares to be issued upon exercise of the stock acquisition right is an integral multiple of one share of the Company.
- ② The stock option may be exercised only to the extent that the total annual exercise price of the stock acquisition rights (from January 1 to December 31) does not exceed 12 million yen. (when the upper limit of annual exercise price, which is one of the tax qualification requirements, is revised due to revisions to laws and regulations, the upper limit of revised annual exercise price)
- ③ If a stock option holder waives their stock option, they may not exercise such stock option.
- ④ In the event of the death of a stock option holder, only if the Board of Directors of the Company gives its approval by the date elapsing one month from the date of inheritance, and only if all the heirs of such stock option holders agree to limit the successor to one person (hereinafter referred to as the "succeeding

heir") of said stock option right by the date elapsing six months from the date of inheritance. The succeeding heir may inherit said stock option rights and exercise said stock acquisition rights in accordance with the provisions of the period during which the stock option rights may be exercised and the conditions for exercising the stock option. However, if the succeeding heir dies after inheriting such stock acquisition rights, the stock acquisition rights shall immediately become unexercisable without any procedures, and such stock acquisition rights shall not be inherited by the heirs of the succeeding heir.

- ⑤ The holders of the stock options may not exercise them until the company's common stock is listed on any financial instruments exchange, or until the sale of a majority of the company's issued shares by the company's shareholders, or until the company's merger, company split, or business transfer. In cases where control of the company or the company's business is transferred, the period until approval is given by a resolution of the Board of Directors (hereinafter, these cases are collectively referred to as "Implementation of Listing, etc.") shall be the period during which the stock options cannot be exercised. However, this shall not apply if the Board of Directors of the company specifically approves exercise after two years have passed from the date of the resolution.
- ⑥ Other conditions shall be as set forth in the stock acquisition right allotment agreement to be executed between the Company and the stock acquisition right holders.

		4th Stock Option		5th Stock Opti	on
Date of resolution of issuance		June 15, 2021 Board of director resolution June 24, 2021 Extraordinary General Meeting of Shareholders resolution		June 15, 2021  Board of director resolution  June 24, 2021  Extraordinary General Meeting of  Shareholders resolution	
Number of s	tock options		750 unit		11,000 unit
Type and nu acquired	umber of stocks to be	Common share (Per 1 unit	150,000 shares 200 share)		,200,000 shares 200 shares)
Issue price		0 yen		210 yen / 1 un	it
Exercise prior	ce	Per 1 unit (Per 1 share	10,000 yen 50 yen)	Per 1 unit (Per 1 share	10,000 yen 50 yen)
Exercise period		From June 25, 2023 to June 15, 2031		From June 28, 2021 to June 27, 2031	
Condition of	exercise	Note ①, ②, ③, ④, ⑤		Note ②. ③, ④, ⑤, ⑥, ⑦, ⑧	
Status of	Directors who are not Audit & Supervisory Committee members (excluding outside directors)	Number of stock option: Number of shares Number of holders	s – – –	Number of stock options Number of shares Number of holders	11,000 2,200,000 1
holding by directors	Outside directors who are not Audit & Supervisory Committee members	Number of stock options Number of shares Number of holders	s 250 50,000 1	Number of stock options Number of shares Number of holders	
	Directors who are Audit & Supervisory Committee members	Number of stock options Number of shares Number of holders	500 100,000 2	Number of stock options Number of shares Number of holders	

Note:

- ① Stock options may be exercised in part with respect to the number of stock options allotted. However, each stock option may be partially exercised only when the number of shares to be issued upon exercise of the stock acquisition right is an integral multiple of one share of the Company.
- ② If a stock option holder waives their stock option, they may not exercise such stock option.
- ③ In the event of the death of a stock option holder, only if the Board of Directors of the Company gives its approval by the date elapsing one month from the date of inheritance, and only if all the heirs of such stock option holders agree to limit the successor to one person (hereinafter referred to as the "succeeding heir") of said stock option right by the date elapsing six months from the date of inheritance. The succeeding heir may inherit said stock option rights and exercise said stock acquisition rights in accordance with the provisions of the period during which the stock option rights may be exercised and the conditions for exercising the stock option. However, if the succeeding heir dies after inheriting such stock acquisition rights, the stock acquisition rights shall immediately become unexercisable without any procedures, and such stock acquisition rights shall not be inherited by the heirs of the succeeding heir.
- 4 The holders of the stock options may not exercise them until the company's common stock is listed on

any financial instruments exchange, or until the sale of a majority of the company's issued shares by the company's shareholders, or until the company's merger, company split, or business transfer. In cases where control of the company or the company's business is transferred, the period until approval is given by a resolution of the Board of Directors (hereinafter, these cases are collectively referred to as "Implementation of Listing, etc.") shall be the period during which the stock options cannot be exercised. However, this shall not apply if the Board of Directors of the company specifically approves exercise after two years have passed from the date of the resolution.

- ⑤ Other conditions shall be as set forth in the stock acquisition right allotment agreement to be executed between the Company and the stock acquisition right holders.
- ⑥ Person allotted with the stock option ("stock option holder") will not be able to exercise all of the remaining the stock options in any of the case of the following occurs.
- (a) When issuance, etc. of the common shares of the Company is conducted at a price below the exercise price (excluding when the amount to be paid is "particularly favorable" stipulated in Article 199, Paragraph 3 and Article 200, Paragraph 2 of the Companies Act or when the amount is recognized to be different from the price of common shares and when the issuance, etc. of the shares are by shareholder allotment)
- (b) When stock option is issued with exercise price below the exercise price (excluding when it is issued with the exercise price set at a price different from the price of the common shares of the Company as of the issuance of the concerned stock option)
- (c) When acquisition, sales or other transactions is conducted at a price below the exercise price in case the common shares of the Company, which is the purpose of the stock option, is not listed on any of the financial instruments exchanges in Japan (excluding when a transaction is conducted at a price recognized to be significantly lower than share price as of the concerned transaction)
- (d) When the common shares of the Company, which is the purpose of the stock option, is listed on any of the financial instruments exchanges in Japan and the closing price of the regular trade of the common shares of the Company at the concerned financial instruments exchange is below the exercising price after the listing day.
- The concerned stock option cannot be exercised when total issued shares of the Company surpasses the authorized shares at the concerned point of time with the exercise of the stock option.
- ® Fraction less that one stock option cannot be exercised.

	7th Stock Option		8th Stock Option	
	August 3	31, 2022	August 31, 2022	
	Extraordinary Ge		Extraordinary Gen	
Date of resolution of issuance	Shareholder	s resolution	Shareholders	resolution
	October	14, 2022	October 1	4, 2022
	Board of director resolution		Board of director resolution	
Number of stock options		1,000 unit		550 unit
Type and number of stocks to be acquired	Common share (Per 1 unit	200,000 shares 200 shares)	Common share (Per 1 unit	110,000 shares 200 shares)
Issue price	0 ЈРҮ		0 JP	Y

Exercise price		Per 1 unit (Per 1 share	13,500 yen 68 yen)	Per 1 unit (Per 1 shares	13,500 yen 68 yen)
Exercise period		From October 15, 2024 to October 14, 2032		From October 15, 2024 to October 14, 2032	
Condition of	exercise	Note ①, ②, ③, ④, ⑤	), 6, 7	Note ①, ③, ④, ⑤	, 6, 7
St. 4. C	Directors who are not Audit & Supervisory Committee members (excluding outside directors)	Number of stock options Number of shares Number of holders	900 180,000 1	Number of stock options Number of shares Number of holders	
Status of holding by directors	Outside directors who are not Audit & Supervisory Committee members	Number of stock options Number of shares Number of holders	100 20,000 1	Number of stock options Number of shares Number of holders	1 1 1
	Directors who are Audit & Supervisory Committee members	Number of stock options Number of shares Number of holders		Number of stock options Number of shares Number of holders	550 110,000 3

Note:

- ① Stock options may be exercised in part with respect to the number of stock options allotted. However, each stock option may be partially exercised only when the number of shares to be issued upon exercise of the stock acquisition right is an integral multiple of one share of the Company.
- ② The stock option may be exercised only to the extent that the total annual exercise price of the stock acquisition rights (from January 1 to December 31) does not exceed 12 million yen. (when the upper limit of annual exercise price, which is one of the tax qualification requirements, is revised due to revisions to laws and regulations, the upper limit of revised annual exercise price)
- If a stock option holder waives their stock option, they may not exercise such stock option.
- ④ In the event of the death of a stock option holder, only if the Board of Directors of the Company gives its approval by the date elapsing one month from the date of inheritance, and only if all the heirs of such stock option holders agree to limit the successor to one person (hereinafter referred to as the "succeeding heir") of said stock option right by the date elapsing six months from the date of inheritance. The succeeding heir may inherit said stock option rights and exercise said stock acquisition rights in accordance with the provisions of the period during which the stock option rights may be exercised and the conditions for exercising the stock option. However, if the succeeding heir dies after inheriting such stock acquisition rights, the stock acquisition rights shall immediately become unexercisable without any procedures, and such stock acquisition rights shall not be inherited by the heirs of the succeeding heir.
- ⑤ The holders of the stock options may not exercise them until the company's common stock is listed on any financial instruments exchange, or until the sale of a majority of the company's issued shares by the company's shareholders, or until the company's merger, company split, or business transfer. In cases where control of the company or the company's business is transferred, the period until approval is given by a resolution of the Board of Directors (hereinafter, these cases are collectively referred to as "Implementation of Listing, etc.") shall be the period during which the stock options cannot be exercised. However, this shall not apply if the Board of Directors of the company specifically approves exercise after two years have passed from the date of the resolution.
- (6) (a) and (b) below, and shall be exercised in whole or in part in accordance with the time periods set

forth in (a) and (b) below. However, this shall not apply if the Board of Directors of A specifically approves the exercise after two (2) years have elapsed from the date of resolution. (a) From the day on which two years have elapsed from the date of IPO until the day on which three years have elapsed, up to 500 of the allotted stock acquisition rights may be exercised. (b) On and after the day on which three years have elapsed from the date of the initial public offering, all of the allotted stock acquisition rights shall be exercisable.

⑦ Other conditions shall be as set forth in the stock acquisition right allotment agreement to be executed between the Company and the stock acquisition right holders.

- (2) Stock option to shares granted to the Company's employees, etc., as consideration for execution of duties during the fiscal year ended August 31, 2025 Not applicable
- (3) Other material matters regarding Stock options Not applicable

## 4. Matter related to the director of the Company

(1) Directors and Audit & Supervisory Committee members (As of August 31, 2025)

Post & Responsibility	Name	Material posts concurrently held
Representative Director	Hiroshi Miyake	
Director	Akihiko Shimauchi	Advisor, Indee Medical Co., Ltd.
Director	Manabu Nakamura	CEO of Shinsei Capital Partners, Ltd. Outside Director, AlphaNavi Pharma Inc. Outside Director, FREST Inc.
Full-time Audit & Supervisory Committee member	Kosuke Ishii	Representative of Accounting Office Kosuke Ishii Representative Director of Bio Aid Co., Ltd.
member		Outside Auditor, Metagen Therapeutics, Inc.
		Outside Auditor, miRax Therapeutics K.K.
		Outside Director, Audit & Supervisory Committee
		Member, RaQualia Pharma Inc.
		Outside Auditor, Ciconia Bioventures, Inc.
Full-time Audit & Supervisory Committee member	Yukari Nishikata	Representative Director of SA3 Co., Ltd
Full-time Audit &	Ayuko Hashimoto	Kottodori law firm attorney
Supervisory Committee member		Part-time lecturer of Kobe University Graduate School of
member		Law
		Conflict of Interest Advisor and part-time lecturer of Tokyo
		University of the Arts
		Outside Auditor, Allganize Holdings Co., Ltd.
		Part-time lecturer of Ueno Gakuen Junior College

Note: 1.Director Akihiko Shimauchi is an outside director. He has more than ten years of experience as a corporate manager.

- 2.Director Manabu Nakamura is an outside director. He is a finance expert and has intensive investment experiences on biotechnology companies.
- 3. Director Kosuke Ishii is an outside director and a full-time audit and supervisory committee member. He is a certified public accountant and has extensive experience in accounting audits at an auditing firm and CFO in bio-ventures, as well as considerable knowledge of finance and accounting.
- 4. Director Yukari Nishikata is an outside director and a full-time audit and supervisory committee member. She has considerable knowledge of business management in listed companies and clinical development strategies.
- 5. Director Ayuko Hashiomoto is an outside director and an audit and supervisory committee member. She is qualified as an attorney at law and has considerable knowledge of the law.
- 6.Director Akihiko Shimauchi. Audit & Supervisory Committee member Kosuke Ishii, Audit & Supervisory Committee member Yukari Nishikata and Audit & Supervisory Committee member Ayuko Hashimoto are designated as independent directors under the regulations of the Tokyo Stock Exchange and reported to the Tokyo Stock Exchange.
- 7. Director Kosuke Ishii and Director Yukari Nishikata are appointed as full-time Audit & Supervisory Committee members in order to enhance the effectiveness of audits and strengthen the audit and supervisory functions through the facts of information gathering and adequate cooperation with the internal audit department and

other departments.

### (2) Summary of limited liability agreement

In accordance with the provisions of Paragraph 1 of Article 427 of the Corporate Law and the Articles of Incorporation, the Company has entered into an agreement with all directors (excluding executive directors) to limit their liability for damages as stipulated in Paragraph 1 of Article 423 of the said Law. The maximum amount of liability for damages under the applicable agreement shall be the minimum amount of liability as set forth in Clause 1 of Article 425 of the Companies Act for all applicable employees.

## (3) Summary of directors' and officers' liability insurance

The Company has concluded an officer liability insurance contract as set forth in Article 430-3, Paragraph 1 of the Companies Act, which covers all directors, and the Company bears all insurance premiums. The outline of such an insurance contract shall cover any damage that may arise when the Insured assumes responsibility for the execution of its duties or receives a claim pertaining to the pursuit of such liability.

#### (4) Remuneration paid to directors and statutory auditors

Policy on Determination of Details of Remuneration for Directors and Auditor & Supervisory member

At a meeting of the Board of Directors held on November 17, 2022, the Company adopted a resolution entitled "Policy for Determining the Details of Remuneration, etc., for Individual Directors." With respect to the determination of the amount of remuneration, etc., or the method of calculation thereof, the Company sets the amount according to the position and responsibility of the director, taking into consideration the business environment and the level of other companies. In addition, the Company has a policy that performance-linked remuneration, which is calculated using the market price of shares and company performance as indicators, can be introduced into the remuneration of its directors, but this is not currently in operation. The amount of remuneration for each director is determined by a resolution of the Board of Directors within the maximum amount of remuneration determined by a resolution of the General Meeting of Shareholders, taking into consideration such factors as business conditions, financial conditions, and economic conditions, etc. Regarding the granting of stock options, the Board of Directors determines the number of allotments through discussion in accordance with the responsibilities of each director.

The amount of remuneration for Directors who are members of the Audit & Supervisory Committee is determined by the Audit & Supervisory Committee within the maximum amount of remuneration determined by a resolution of the General Meeting of Shareholders, taking into consideration such factors as business conditions, financial conditions, and economic climate.

The remuneration of the Company's Directors is a cash remuneration paid in a fixed amount each month.

The Board of Directors has confirmed that the method of determining the details of remuneration,

etc., and the details of remuneration, etc., determined for each individual director for the fiscal year under review are consistent with the decision-making policy approved by the Board of Directors and are deemed to be in line with such policy.

②Total amount of compensation, etc., for the fiscal year ended August 31, 2024

	Total amount of	Total remunerations by type (Thousand yen)				
Category of Officers	remuneration (Thousand yen)	Basic Compensation	Bonus	Stock Option	Number of officers covered (Person)	
Directors (excluding Audit & Supervisory Committee members) (Outside directors)	27,200 (3,600)	27,200 (3,600)	-	l	2 (1)	
Directors (Audit & Supervisory Committee members) (Outside directors)	18,800 (18,800)	18,800 (18,800)	-	-	3 (3)	
Total (Outside directors)	46,000 (22,400)	46,000 (22,400)	_	-	5 (4)	

Notes: 1. The maximum amount of remuneration for directors (excluding Audit & Supervisory Committee members) was resolved in the resolution of the Annual General Meeting of Shareholders held on November 17, 2022, to be within 200 million yen per year (not including the amount used by directors who also serve as employees), and the number of directors (excluding Audit & Supervisory Committee members) at the conclusion of the Annual General Meeting of Shareholders was two. Within the limit of remuneration set by the resolution of the General Meeting of Shareholders, the amount is determined by the Board of Directors, taking into consideration the size of the responsibility, performance and contribution, and other factors.

- Directors' (excluding Audit & Supervisory Committee members) remuneration is determined by the Board of Directors at its meeting held on November 28, 2024
- 3. The maximum amount of remuneration for Directors, Audit & Supervisory Committee members was resolved by the Extraordinary General Meeting of Shareholders held on November 17, 2022, that the total annual amount shall not exceed 30 million yen. The number of members of the Audit & Supervisory Committee as of the conclusion of said General Meeting of Shareholders was three. Within the limit of remuneration set by the resolution of the General Meeting of Shareholders, discussion at the Audit & Supervisory Committee

member determines the amount of remuneration based on comprehensive consideration of the size of the scope of responsibility, business performance, and level of contribution.

4. The number of directors receiving remuneration excludes one director who receives no compensation (including one outside director).

#### (5) Information on Outside Directors

- ① Status of important concurrent positions held by other juridical persons, etc., and the relationship between us and such other juridical persons
  - Mr. Akihiko Shimauchi, an Outside Director, serves concurrently as an advisor to INDEE Japan Ltd., but there is no special interest between us and the other company.
  - Mr. Manabu Nakamura, an Outside Director, serves concurrently as CEO of Shinsei Capital Partners, Ltd. (SCP). New Life Science I Investment Limited Partnership, which includes Mr. Nakamura and SCP as general partners, holds 7,252,100 ordinary shares of the Company. Mr. Nakamura also serves concurrently as an Outside Director of AlphaNavi Pharma Inc. and FREST Inc.
  - Mr. Kosuke Ishii, an Outside Director and Full-time Audit & Supervisory Committee member, concurrently serves as Representative of the Accounting Office Kosuke Ishii, Representative Director of Bio Aid Corporation, Outside Auditor of Metagen Therapeutics, Inc., Outside Auditor of miRax Therapeutics K.K., Outside Director, Audit & Supervisory Committee member of RaQualia Pharma Inc. and Outside Auditor of Ciconia Bioventures, Inc. There are no special interests between us and the other companies.
  - Ms. Yukari Nishikatai, an Outside Director and Full-time Audit & Supervisory
    Committee member, concurrently serves as Representative Director of SA3 Co., Ltd.
    There are no special interests between us and the other company.
  - Ms. Ayuko Hashimoto, an Outside Director and Full-time Audit & Supervisory Committee member, concurrently serves as an attorney at the Kottodori Law Office, part-time lecturer of Kobe University Graduate School of Law, Conflict of Interest Advisor and part-time lecturer of Tokyo University of the Arts, Outside Auditor of Allganize Holdings Co., Ltd. and a part-time lecturer of Ueno Gakuen Junior College. There are no special interests between us and the other companies.

# ② Major activities this fiscal year

Post	Name	Attendance Status, Activity Status and Roles
Director	Akihiko Shimauchi	Attended all 14 meetings of the Board of Directors held this fiscal year and fully demonstrated the role and responsibilities required for an outside director by proactively making comments concerning overall management in the meetings of the Board of Directors of the Company from his extensive experience and deep insight as an executive manager in Japan and the U.S.
Director	Manabu Nakamura	Attended all 10 meetings of the Board of Directors held this fiscal year after November 28, 2024 and fully demonstrated the role and responsibilities required for an outside director by proactively making comments concerning overall management in the meetings of the Board of Directors of the Company from his extensive experience and deep insight as an investor and finance professional.
Director (Full-time Audit & Supervisory Committee member)	Kosuke Ishii	Attended all 14 meetings of the Board of Directors and all 13 meetings of the Audit & Supervisory Committee held this fiscal year, and while supervising the execution status of duties of the directors of the Company as a full-time Audit & Supervisory Committee member, fully demonstrated the role and responsibilities required for an outside director by proactively offering advice and proposals to secure appropriateness and adequateness of the decision making of the Board of Directors of the Company, drawing on his extensive experience as a member of executive management and a certified public accountant.
meDirector (Full-time Audit & Supervisory Committee member)	Yukari Nishikata	Attended all 14 meetings of the Board of Directors and all 13 meetings of the Audit & Supervisory Committee held this fiscal year, and while supervising the execution status of duties of the directors of the Company as a full-time Audit & Supervisory Committee member, fully demonstrated the role and responsibilities required for an outside director by proactively offering advice and proposals to secure appropriateness and adequateness of the decision making of the Board of Directors of the Company, drawing on her extensive experience in R&D and Corporate management at pharmaceutical companies.
Director (Audit & Supervisory Committee member)	Ayuko Hashimoto	Attended all 14 meetings of the Board of Directors and all 13 meetings of the Audit & Supervisory Committee held this fiscal year, fully demonstrated the role and responsibilities required for an outside director by proactively offering advice and proposals to secure appropriateness and adequateness of the decision making of the compliance structure of the Company and the Board of Directors of the Company, drawing on her extensive experience as an attorney at law.

## Status of Accounting Auditor

(1) Name: KPMG Azusa LLC

#### (2) Remuneration of independent auditors

	Amount of remuneration
Amount of remuneration paid to the independent auditors for the fiscal year ended August 31, 2025	34 million yen
Total amount of cash and other remuneration to be paid by the Company to the independent auditors	34 million yen

- Notes:1. The audit contract between the Company and the accounting auditor does not clearly distinguish between the amounts of audit fees, etc., for audits based on the Companies Act and those for audits based on the Financial Instruments and Exchange Act, and it is not practically possible to distinguish between them, so the total of these amounts is shown in the amount of compensation, etc., for the accounting auditor for the current fiscal year.
  - 2. The Audit & Supervisory Committee made a decision to agree on the amount of remuneration, etc., of the accounting auditor after necessary verification of the appropriateness of the content of the audit plan of the accounting auditor, the performance of duties of the accounting audit, and the basis for calculation of the remuneration estimate.

#### (3) Policy on Determination of Dismissal or Non-Reappointment of Accounting Auditors

If the Audit & Supervisory Committee determines that it is necessary to do so, such as when there is a problem with the execution of duties by the accounting auditor, it will decide on the content of a proposal to be submitted to the General Meeting of Shareholders concerning the dismissal or non-reappointment of the accounting auditor. When it is acknowledged that the independent auditors fall under any of the items in Article 340, Paragraph 1 of the Companies Act, the Audit & Supervisory Committee will dismiss the independent auditors with the unanimous consent of all members of the Audit & Supervisory Committee. In this case, the Audit & Supervisory Committee members selected by the Audit & Supervisory Committee will report the dismissal of the accounting auditor and the reasons for the dismissal at the first general meeting of shareholders convened after the dismissal.

#### (5) Summary of limited liability agreement

Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company and KPMG AZSA LLC have entered into an agreement to limit liability for damages under Article 423, Paragraph 1 of the same law.

The maximum amount of liability for damages based on this agreement is the amount stipulated in Article 425, Paragraph 1 of the Companies Act.

(6) Summary of the indemnity agreement, etc. Not applicable

6. System to ensure the appropriateness of business operations and the status of their implementation

The outline of the decisions and the status of implementation regarding the systems to ensure that the execution of duties by directors complies with laws and the articles of incorporation, as well as other systems to ensure the appropriateness of the Company's operations, is as follows.

- (1) Outline of the system to ensure the appropriateness of business operations
  - Regarding the systems to ensure that the execution of duties by directors and employees complies with laws and the articles of incorporation, the Company has established policies on corporate governance, compliance, financial reporting, and internal audits to ensure that the execution of duties by directors and employees conforms to applicable laws and the articles of incorporation. Directors and employees are required to perform their duties in compliance with relevant laws, internal rules, and corporate ethics.
  - Regarding the system for retention and management of information related to directors' execution of duties, the Company has established a system that allows directors and audit & supervisory committee members to access relevant information at any time. Important documents, such as minutes of general meetings of shareholders and board of directors meetings, are appropriately retained and managed in accordance with the "document management regulations" and applicable laws.
  - Regarding the system for managing risk of loss, the Company has established and operates a risk management system designed to prevent and mitigate potential losses. This system encompasses clearly defined authorities and responsibilities, a structured approval process, systematic risk assessment procedures, and a robust crisis management system..
  - Regarding the system to ensure efficient execution of directors' duties, the Company has formulated policies regarding management policies, business plans, management meetings, and clarification of authority and responsibilities to ensure efficient execution of duties by directors.
  - Regarding the matters concerning directors and employees assisting the audit & supervisory committee, in light of the Company's size, no directors or employees are currently assigned to assist the audit & supervisory committee. However, if requested by the committee, the Company will promptly and appropriately respond.
  - Regarding the independence of directors and employees assisting the audit & supervisory committee and effectiveness of instructions, if such directors or employees are assigned, their appointment will respect the intentions of the audit & supervisory committee to ensure independence and effectiveness.
  - Regarding the system for reporting to the audit & supervisory committee, the Company has established a system whereby full-time audit & supervisory committee members attend important meetings and regularly exchange opinions with the representative director. In addition, full-time audit & supervisory committee members attend or observe internal

audits..

- Regarding the system to ensure whistleblowers are not treated unfavorably, the Company has established an "internal reporting manual" to ensure the privacy of whistleblowers and prohibit any disadvantageous treatment for reporting to the audit & supervisory committee.
- Regarding the policy on expenses related to execution of duties by audit & supervisory committee members (limited to the execution of duties by audit & supervisory committee members), the Company will promptly respond to requests for advance payment or reimbursement of expenses deemed necessary for the execution of duties by audit & supervisory committee members.
- Regarding the other systems to ensure effective audits by the audit & supervisory committee, the Company holds meetings involving the internal audit department (corporate management department), the accounting auditor, and the audit & supervisory committee to exchange information and ensure close coordination.
- (1) Regarding the system to eliminate anti-social forces, the Company has established a system to take a firm and organized stance against anti-social forces that threaten the order and safety of civil society, based on the "regulations for countermeasures against anti-social forces" and the "manual for investigation of anti-social forces.
- Outline of the implementation status of the system to ensure the appropriateness of operations

  The board of directors, consisting of six members including five outside directors, receives reports on the execution of duties from executive directors together with senior management members and deliberates and makes decisions on important matters. The audit & supervisory committee regularly exchanges opinions with the representative director and ensures the appropriateness of operations through its activities. Regarding compliance initiatives, the Company's internal audit department conducts audits of each division based on the internal audit plan, reports the results to the representative director and the audit & supervisory committee, and implements improvements as necessary.
- Basic Policy on Control of Stock Company Not applicable
- 8. Policy Concerning Decision on Dividends, etc. of Surplus

Regarding dividends of surplus and other matters stipulated in each item of Article 459, Paragraph 1 of the Companies Act, the Company stipulates in its Articles of Incorporation that it can be determined by the resolution of Board of Directors unless otherwise stipulated in laws and regulations.

Since the Company has not paid dividends since its establishment and will continue to conduct R&D activities that require a large amount of upfront investment, the Company's policy is not to pay dividends for the time being but to place priority on securing funds for the continuation of R&D activities. Therefore, our policy is to use retained earnings for research and development.

# **Balance Sheet**

(August 31, 2025)

(Thousand yen)

	Amount		Amount
(ASSETS)		(LIABILITIES)	
Current Assets	2,669,033	Current liabilities	244,338
cash and deposits	2,548,955	Accounts payable-other	120,009
_		Accrued Expenses	645
Advance payments-trade	9,723	Income taxes payable	28,681
Prepaid expense	24,903	Others	95,002
Others	85,450	LIABILITIES TOTAL	244,338
Non-Current Assets	12,316	NET ASSETS	
	•	Shareholder's Equity	2,434,495
Tangible Assets	0	Capital Stock	876,270
Tools, Equipment, and Fixtures	10,477	Capital Surplus	9,065,871
Accumulated Depreciation	(10,477)	Legal capital surplus	6,193,207
Investments and other Assets	12,316	Other capital surplus	2,872,664
Others		Retained Earnings	(7,507,647)
Others	12,316	Other Retained Earnings	(7,507,647)
		Retained Earnings	(7,507,647)
		Share Acquisition Rights	2,515
		NET ASSETS TOTAL	2,437,010
ASSETS TOTAL	2,681,349	LIABILITIES AND NET ASSETS TOTAL	2,681,349

Note: Amounts are rounded down to the nearest thousand yen.

# Income Statement

From September 1, 2024 to August 31, 2025

(Thousand yen)

	Amou	ints
Business Revenue		_
Business Expenses		1,789,781
R&D Expenses	1,425,309	
SG&A	364,471	
Operating Loss		1,789,781
Non-Operating Revenue		
Subsidy income	23,090	
Others	918	24,009
Non-Operating Expenses		
Foreign Exchange Loss	3,897	
Others	0	3,897
Ordinary Loss		1,769,669
Extraordinary Loss		
Impairment Loss	13,777	13,777
Pretax Profit		1,783,447
Income Taxes-Current	2,420	2,420
Net Loss		1,785,867

Note: Amounts are rounded down to the nearest thousand yen.

# Statement Change of Net Assets

From September 1, 2024 to August 31, 2025

(Thousand yen )

	Capital Stock						
		Capital surplus		Retained earnings			
	capital stock	capital reserve	Other capital surplus	Total capital surplus	Other retained earnings Retained earnings brought forward	Total retained earnings	Total shareholders' equity
Beginning balance	845,270	6,162,207	2,872,664	9,034,871	-5,721,780	-5,721,780	4,158,362
Changes of items during the period							
Issuance of new shares (exercise of subscription rights to shares)	31,000	31,000		31,000			62,000
Net loss					-1,785,867	-1,785,867	-1,785,867
Net changes of items other than shareholders' equity							
Total changes of items during the period	31,000	31,000	_	31,000	-1,785,867	-1,785,867	-1,723,867
Balance at the end of current period	876,270	6,193,207	2,872,664	9,065,871	-7,507,647	-7,507,647	2,434,495

	Share subscription rights	Total net assets
Beginning balance	2,935	4,161,297
Changes of items during the period		
Issuance of new shares (exercise of subscription rights to shares)		62,000
Net loss		-1,785,867
Net changes of items other than shareholders' equity	-420	-420
Total changes of items during the period	-420	-1,724,287
Balance at the end of current period	2,515	2,437,010

Note: Amounts are rounded down to the nearest thousand yen

Notes on Significant Accounting Policies for Non-consolidated Financial Statements

- 1. Method of depreciation for fixed assets
  - (1) Tangible Assets (excluding lease assets): Depreciation is calculated on a declining-balance basis The main useful lives are as follows:

Tools, furniture, and fixtures: 3 to 5 years

- (2) Intangible Assets (excluding lease assets): Depreciation is calculated on a straight-line basis Software for internal use is amortized over the estimated useful life (3 years).
- Translation of assets and liabilities denominated in foreign currencies into Japanese yen
  Monetary receivables and payables denominated in foreign currencies are translated into yen at the
  spot exchange rates prevailing at the balance sheet date. Translation differences are recognized as
  gains or losses.
- 3. Recognition of revenue and expenses

The Company receives upfront payments by licensing the rights to research, develop, manufacture, and commercialize our developed drug candidates to pharmaceutical companies. Additionally, under the license agreements, we expect to earn milestone payments based on the progress of development and royalty income, which is a certain percentage of sales revenue after the drug is marketed. These licenses are categorized separately from other goods or services and since we do not plan to engage in activities that significantly affect the intellectual property to which the customer has rights, we have determined that it falls under the "right to use the Company's intellectual property."

(1) Contractual upfront payment

We recognize revenue at the point in time when the license is granted, as the customer can benefit from the license and control over the license is transferred to the customer, fulfilling our performance obligation.

(2) Milestone Income

We recognize milestone income when the specified milestone in the contract is achieved, considering the possibility of significant reversals in the future.

(3) Royalty Income

Royalty income is a contractual consideration calculated based on the sales revenue of the contracting party. We recognize revenue at the point in time when the sales revenue of the contracting party occurs. However, as of now, such revenue has not yet been generated. The consideration for the revenue we recognize is usually received within one year of fulfilling the performance obligation and does not include any significant financing components.

[Notes on Accounting Estimates]

Not Applicable

[Notes on Statement of Changes in Shareholders' Equity]

- 1. Number and class of shares outstanding at the end of this business year
  - (1) Common share

68,988,800 shares

- 2. Type and number of treasury stock at the end of this fiscal year
  - Common share

-shares

- 3. Matters related to dividends of surplus
  - Not applicable
- 4. Number and class of share acquisition rights at the end of this business year (Excluding those before the exercise period)

Common share

5,727,000 shares

[Notes on Financial Instruments]

- 1. Matters concerning the status of financial instruments.
  - (1) Policy for financial instruments

The Company manages its funds through short-term and highly secure deposits. Capital required for research and development activities is primarily raised through third-party allotments of shares. In accordance with its financial policy, the Company does not engage in derivative transactions.

(2) Financial instruments and their risks

All cash and deposits are denominated in Japanese yen and therefore are not subject to exchange rate risk. All accounts payable and accrued expenses are due within one year. Certain items denominated in foreign currencies are exposed to exchange rate fluctuation risk.

- (3) Risk management system for financial instruments
- a) Management of credit risk (risk related to nonperformance by counterparties) Although the Company has no year-end balance of trade receivables, it strives to prevent the occurrence of delinquent receivables when such receivables arise. This is achieved by regularly monitoring the financial condition of business partners, managing due dates and outstanding balances on a per-partner basis, and promptly identifying any concerns regarding collectability due to financial deterioration or other factors.
- b) Management of market risk

The Company avoids market risk by limiting fund management to deposits.

c) Management of liquidity risk (risk of not being able to make payments on due dates) related to financing

The Business Administration Department and the Finance Department prepare and update cash management plans in a timely manner and manage liquidity risk by maintaining liquidity at hand.

#### 2. Matters related to fair value of financial instruments

Notes on "Cash and deposits" are omitted as these consist of cash and cash equivalents, and their fair values are deemed to approximate their book values due to their short-term nature. Similarly, notes on "Accounts payable-other," "Accrued Expenses," and "Income taxes payable" are omitted because they are settled in a short period of time, and their fair values approximate their book values.

3. Matters concerning the breakdown of the fair value of financial instruments by level. Not applicable.

## Notes on Tax Effect Accounting

Summary of deferred tax assets and liabilities Thousand yer	
Deferred tax assets	
Tax Loss Carryforwards	2,126,235
Inventories	208,544
Excess Depreciation	370
Impairment Loss	4,336
Unpaid Enterprise Tax	8,030
Other	197
Subtotal of Deferred Tax Assets	2,347,713
Valuation Allowance	-2,347,713
Deferred Tax Assets Total	
Deferred tax liabilities	
Other	_
Deferred tax liabilities total	
Net Deferred Tax Assets	

# Notes on Revenue Recognition

- (1) Disaggregated Information on Revenue Arising from Contracts with Customers The main sources of our revenue can be disaggregated into the following categories
  - ① Upfront payments from licensing proprietary drug candidates to pharmaceutical companies.
  - 2 Milestone payments received based on the progress of development under license agreements
  - 3 Royalty income received as a percentage of net sales following the commercialization of pharmaceutical products.

The disaggregated information on our revenue sources and the timing of revenue recognition is as follows.

## Disaggregation of Revenue

Thousands yen

	THOUSANDS JOH
Item	Current Fiscal Year
Upfront Payments	_
Milestone Payments	_
Royalty Income	_
Revenue from Contracts with Customers	_
Other Revenue	_
Sales to External Customers	_

## Timing of revenue recognition

Thousands yen

Item	Current Fiscal Year
Goods Transferred at a Point in Time	_
Goods Transferred Over a Period of Time	1
Total	_

- (2) Information that Serves as the Basis for Understanding Revenue from Contracts with Customers Please see "(Significant Accounting Policies for Non-Consolidated Financial Statements) 3. Recognition of revenue and expenses."
- (3) Information on the Fulfillment of Performance Obligations under Customer Contracts, Related Cash Flows, and Revenue Expected to Be Recognized in and after the Next Fiscal Year from Existing Contracts

# ① Balance of contract assets, contact liabilities.

		4
Th	ousan	d ven

	Current Fiscal Year
Receivables Arising from Contracts with Customers (Beginning Balance)	_
Receivables Arising from Contracts with Customers (Ending Balance)	_
Contract Assets (Beginning Balance)	_
Contract Assets (Ending Balance)	
Contract Liabilities (Beginning Balance)	_
Contract Liabilities (Ending Balance)	

② Transaction price is allocated to the remaining performance obligation

There is no transaction price allocated to the remaining performance obligation

Notes on per share information

Net Assets per share 35.29 yen Net Loss per share 26.03 yen

## Notes on Significant Subsequent Events

1. Issuance of Stock Acquisition Rights (SARs) through Third-Party Allotment

At the extraordinary meeting of the Board of Directors held on September 5, 2025, the Company resolved to issue the 9th Stock Acquisition Rights (with price adjustment clause), the 10th Stock Acquisition Rights, and the 11th Stock Acquisition Rights through a third-party allotment. Payment for the total issue price of these stock acquisition rights was completed on September 22, 2025. The outline is as follows:

Allotment Date	September 22, 2025		
	172,000 units		
Number of Stock	• 9th Stock Acquisition Rights: 103,200 units		
Acquisition Rights	• 10th Stock Acquisition Rights: 34,400 units		
Issued	• 11th Stock Acquisition Rights: 34,400 units		
	Total issue price: 10,388,800 yen		
	• 9th SARs: 7,430,400 yen (72yen per unit)		
Total issue price	• 10th SARs: 1,548,000 yen (45yen per unit)		
	• 11th SARs: 1,410,400 yen (41yen per unit)		
	17,200,000 shares of common stock (100 shares per SAR)		
Type and number of	• 9th SARs: 10,320,000 shares		
shares underlying the	· 10th SARs: 3,440,000 shares		
SARs	· 11th SARs: 3,440,000 shares		
Estimated net proceeds	3,126,788,800 yen (*Note)		
Estimated fiet proceeds	Upon exercise of the SARs, the amount of capital increase shall be		
	calculated as 50% of the maximum amount of capital increase as		
Conitalization	defined in Article 17, Paragraph 1 of the Ordinance on Company		
Capitalization	Accounting, rounded up to the nearest yen. The remaining amount shall		
	be recorded as capital reserve.		
	1		
	Initial exercise prices:  • 9th SARs: 175 yen		
	• 10th SARs: 175 yen		
	· 11th SARs: 173 yen		
Exercise price and	· ·		
1	The exercise price of the 9th SARs is subject to adjustment to 95% of		
adjustment clause	the closing price of the Company's common stock on the Tokyo Stock		
	Exchange on the trading day immediately preceding the effective date		
	of each exercise request, rounded down to the nearest yen. However, if		
	the adjusted price falls below the minimum exercise price of 105 yen,		
	the minimum price shall apply.  • 9th SARs: September 24, 2025 – September 24, 2027		
Evansias navis 1	7th 57 fts. September 21, 2023 September 21, 2027		
Exercise period	10th SARs: September 24, 2025 – September 24, 2027		
A 11 4 4 41 1 1	· 11th SARs: September 24, 2025 – September 25, 2028		
Allotment method and	Third-party allotment to SBI SECURITIES Co., Ltd.		
allottee	,		

Han of munacida	To fund the expansion cohort and drug-drug interaction studies in the
Use of proceeds	Phase I/II clinical trial of rogocekib.
	If the Board of Directors resolves that acquisition of the SARs is
	necessary, the Company may acquire all or part of the SARs held by
Other significant terms	holders (excluding the Company) at the issue price, on a date specified
	by the Board, after giving notice in accordance with Articles 273 and
	274 of the Companies Act.

(\*Note) The estimated net proceeds represent the total of the issue price and the expected proceeds from the exercise of the SARs at the initial exercise price, less estimated issuance costs. The actual amount may vary depending on adjustments to the exercise price or the extent to which the SARs are exercised or acquired and cancelled by the Company.

- Capital Increase through Exercise of the 9th Stock Acquisition Rights
   Subsequent to the end of the current fiscal year, between September 24 and September 30, 2025, a portion of the 9th Stock Acquisition Rights was exercised as follows:
- ① Type and number of shares issued: 251,100 shares of common stock
- Increase in capital stock: 16,964 thousand yen
   Increase in capital reserve: 16,964 thousand yen

As a result, as of September 30, 2025, the total number of issued shares was 69,239,900, Capital Stock was 893,235 thousand yen, and Capital Surplus was 6,210,171 thousand yen.

Note: Please note that the audit report prepared by the accounting auditor has been intentionally omitted from this English translation. This translation is provided solely for reference purposes, and only the original Japanese version shall be deemed official and legally binding. For complete and accurate information, including the audit report, please refer to the original Japanese document.

# Reference document for the General Meeting of Shareholders

# Proposal 1 Appointment of four (4) directors (excluding directors who are audit & supervisory committee members)

The terms of office of three (3) directors, Mr. Hiroshi Miyake, Mr. Akihiko Shimauchi and Mr. Manabu Nakamura (excluding directors who are audit & supervisory committee members) will expire at the conclusion of this general meeting of shareholders. Accordingly, the Company seeks an approval for the appointment of four (4) directors (including three (3) outside directors) with an addition of one (1) director to enhance the management team.

Please note that this proposal was reviewed by the audit & supervisory committee, which expressed the opinion that there were no matters requiring comment.

The candidates for directors are as follows:

Candidate #	Name (Date of Birth)	Career sur (Significant	Number of Company shares owned		
1	Hiroshi Miyake (June 25, 1970)	Apr 1998: Apr 2015: Nov 2017:	Takeda Pharmaceutical Company Limited Japan Site Head of Oncology Drug Discovery Unit, Takeda Pharmaceutical Company Limited Chief Executive Officer of the Company (to present)	900,000 shares	
	[Reason for nominating as a director candidate] Mr. Hiroshi Miyake is a co-founder of the Company and has been leading it as the Chief Executive Officer since its founding. With his in-depth knowledge and record of success in drug research and development, a field in which cross-division collaboration is important, he has advanced the formulation and execution of the Company's business strategies swiftly and efficiently, as well as consolidated management decisions at the Company's Board of Directors. The Company nominates Mr. Miyake as a director candidate with the expectation that he will engage in the management of the Company toward further growth and enhance its corporate value. The overall period of his tenure as director of the Company at the time of conclusion of this general meeting of shareholders will be eight years.				
2	* Manabu Nakamura (August 26, 1968)	Apr 1991:  Jul 2004:  Nov 2012:  Apr 2018:  Apr 2019  Apr 2019:  Nov 2021  Nov 2024  Apr 2025	The Long-Term Credit Bank of Japan, Limited (currently SBI Shinsei Bank, Limited)  Deputy General Manager of Private Equity Department, SBI Shinsei Bank Director of Shinsei Corporate Investment Limited  CEO of Shinsei Capital Partners, Ltd. (to present)  Outside director of the Company Outside director of AlphaNavi Pharma Inc. (to present)  Resignation of outside director of the Company Outside director of the Company (to present)  Outside director of FREST Inc. (to present)	_	

(Significant concurrent positions outside the Company)	
CEO of Shinsei Capital Partners, Ltd.	
Outside director of AlphaNavi Pharma Inc.	
Outside director of FREST Inc.	

[Reason for nominating as an outside director candidate and expected role]

Mr. Manabu Nakamura has experience and expertise in both financial institutions and investment firms and has abundant experience in investing in biotech companies as an investor. Therefore, the Company nominates Mr. Nakamura as an outside director with the expectation that he will engage in the management of the Company, in particular contributing to formulating its finance strategy and further strengthening its corporate governance system. The overall period of his tenure as director of the Company at the time of conclusion of this general meeting of shareholders will be three years and seven months.

	Apr 1975:	Eisai Co., Ltd.		
	Oct 2004	President of Eisai Europe, Ltd.		
	Jun 2005	Executive Officer of Eisai Co., Ltd.		
	Jun 2010	Senior Executive Officer of Eisai Co.,		
	2010	Ltd.		
	Oct 2004 President of Eisai Europe, Ltd.  Jun 2005 Executive Officer of Eisai Co., Ltd.  Senior Executive Officer of Eisai Co., Ltd.  Jun 2010 Management Executive Officer of Eisai Co., Ltd.  Jun 2011 Representative Managing Executive Officer of Eisai Co., Ltd.  Jun 2012 Representative Executive Vice President of Eisai Co., Ltd.			
	Juli 2011	Co., Ltd.		
	Jan. 2012	Representative Managing Executive		
*	Juli 2012	Officer of Eisai Co., Ltd.		
*** ** ** ***	Jun 2012	Representative Executive Vice		
Yutaka Tsuchiya (June 29, 1952)	Jun 2015	President of Eisai Co., Ltd.		
	Jun 2014	Representative Executive Officer in		
		Charge of Medical Policy of Eisai Co.,		
		Ltd.		
		Representative Executive Officer in		
	Dec 2014	Charge of Medical Policy and China		
		Business of Eisai Co., Ltd.		
	Jun 2017	Director of Eisai Co., Ltd.		
	Jun 2022	Advisor of Eisai Co., Ltd.		
	Apr 2024	Outside director of Maruho Co., Ltd.		
	(Significant conc	current positions outside the Company)		
	Outside director	or of Maruho Co., Ltd.		

[Reason for nominating as an outside director candidate and expected role]

Mr. Yutaka Tsuchiya has extensive experience and a proven track record in the pharmaceutical industry, having served at Eisai Co., Ltd. in a global environment encompassing Japan, the United States, the United Kingdom, and China. His experience spans pharmaceutical research and development, quality assurance, the launch of sales operations, healthcare policy, and industry activities. Therefore, the Company nominates Mr. Tsuchiya as an outside director with the expectation that he will contribute to the overall management of the Company, particularly in formulating global strategies and maximizing the value of our pipeline.

	Apr 1989	Nikkei Inc.				
	Sep 2002	AnGes Inc.				
*	Jan 2016	Executive Officer, Head of Corporate Strategy Division of AnGes Inc.				
Seiji Hirasaki	Mar 2017	Director of AnGes Inc.				
(December 15, 1964)	Dec 2018	Representative Director and CEO of Orishiro Genomics Inc.				
	Sep "022	Director and President of Orishiro Genomics Inc.				

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Jan 2024	Representative Partner of Amylraze Limited Liability Company				
(Significant concurrent positions outside the Company)					
Representative	Partner of Amylraze Limited Liability				
Company					

[Reason for nominating as an outside director candidate and expected role]

Mr. Seiji Hirasaki has extensive management experience both in Japan and overseas. He has been involved in business development and product strategy planning and execution at a listed biotech venture and served as general manager of its U.K. subsidiary, where he was responsible for local operations. Upon returning to Japan, he was appointed as a director of the same company. Furthermore, he founded a university-originated biotech venture and, as its representative director, successfully led the merger to a U.S. company, so he experienced the entire process from start-up to exit. Therefore, the Company nominates Mr. Hirasaki as an outside director with the expectation that he will contribute significantly to the Company's management by bringing broad management expertise, experience, and business networks.

#### (Note) 1. \* indicates a new director candidate.

- There are no special interests between each candidate and the Company. Mr. Manabu Nakamura is CEO
  of Shinsei Capital Partners, Ltd. New Life Science I Investment Limited Partnership, which includes Mr.
  Nakamura and the company as general partner or the Investment limited partnership, holds 7,252,100
  ordinary shares of the Company.
- 3. Mr. Manabu Nakamura, Mr. Yutaka Tsuchiya and Mr. Seiji Hirasaki are candidates for outside directors.
- 4. As stated in the section "Career summary, positions and area of responsibility (Significant concurrent positions outside the Company)" above, Mr. Manabu Nakamura previously served as an Outside Director of the Company.
- 5. The Company entered into an agreement with Mr. Manabu Nakamura that limits his liability for damages as provided for in Article 423, Paragraph 1 of the Companies Act pursuant to Article 427, Paragraph 1 of the same Act. The limit on the amount of liability for damages based on the agreement is the amount specified by laws and regulations. If the appointment of Mr. Nakamura is approved, the corresponding limited liability agreement between him and the Company will be continued. If Mr. Manabu Nakamura is appointed, a limited liability agreement will similarly be concluded with him. Also, if the appointment of Mr. Yutaka Tsuchiya and Mr. Seiji Hirasaki is approved, the corresponding limited liability agreement between them and the Company will be continued.
- 6. The Company enters into a directors and officers liability insurance provided for in Article 430-3, Paragraph 1 of the Companies Act with an insurance company. This insurance covers damages suffered by the insured person by bearing compensation of damage and cost for disputes that may arise when a claim for damages is made against the insured person due to acts (including inaction) conducted by the insured person in their position as a company officer, which the insured person bears. When each candidate assumes the position of director, they will be included in the insured person of the insurance. The Company plans to renew the insurance with the same coverage at the next renewal.
- 7. The Company will report Mr. Yutaka Tsuchiya and Mr. Seiji Hirasaki as an independent director under the regulations of the Tokyo Stock Exchange if their appointment is approved.

# Proposal 2 Appointment of one (1) alternate director who is an audit and supervisory committee member

The Company is a company with an audit & supervisory committee. To prepare for a situation in which the number of directors who are audit & supervisory committee members falls below the statutory requirement, we propose the election of one alternate director who will serve as an audit & supervisory committee member in advance.

Please note that this proposal has obtained the consent of the audit & supervisory committee. The candidate for alternate director who is an audit & supervisory committee member is as follows.

Name (Date of Birth)	Career sum (Significant	Number of Company shares owned	
	Apr 1971:	Ajinomoto Co., Inc.	
	Jan 1972:	Senior Market Researcher of American Hospital Supply Corporation (currently Baxter)	
	Jan 1983:	Director of Trade Business Department, American Hospital Supply Corporation	
	Jan 1987:	Fujirebio Inc.	
	Mar 1988:	CEO of Fujirebio America Inc.	
	Sep 2001:	Director of Strategy and Planning Department of Quintiles Translational Japan (currently IQVIA)	
	Jul 2002:	CRO Company President of Quintiles Translational Japan	_
Akihiko Shimauchi (July 16, 1947)	Jan 2005:	President & CEO of M's Science Corporation	
	Apr 2011:	Chief Representative of Singapore Representative Office of Japan Tissue Engineering Co., Ltd. (J-TEC)	
	May 2012:	Representative of Established Shimauchi Associates	
	Feb 2013:	Advisor of INDEE Japan	
	Jan 2016:	CEO of INDEE Medical Inc.	
	Jan 2018:	Outside auditor of the Company	
	Oct 2022:	Outside director of the Company (to present)	
	(Significant con- Advisor of INI	current positions outside the Company)	

[Reason for nominating as a candidate of an alternate director who is an audit and supervisory committee member and overview of expected role]

Mr. Akihiko Shimauchi has extensive business management experience and achievements, including founding and serving as president of biotech ventures in both Japan and the United States. Mr. Shimauchi has a deep understanding of the Company's business and organizational operations as he has been continuously involved in its management as an auditor and a director since the Company's establishment in 2017.

Therefore, the Company nominates Mr. Shimauchi as a candidate of an alternate director who is an audit and supervisory committee member with the expectation that he will be able to promptly fulfill his responsibilities even in the event of an emergency where a vacancy arises among directors who are audit & supervisory committee members. The overall period of his tenure as director of the Company at the time of conclusion of this general meeting of shareholders will be three years and one month.

- (Note) 1. There are no special conflicts of interest between Mr. Akihiko Shimauchi and the Company.
  - Mr. Akihiko Shimauchi is a candidate of an alternate director who is an audit and supervisory committee member
  - As stated in the section "Career summary, positions and area of responsibility (Significant concurrent
    positions outside the Company)" above, Mr. Akihiko Shimauchi previously served as an Outside Auditor
    of the Company.
  - 4. The Company enters into an agreement with Mr. Akihiko Shimauchi that limits his liability for damages as provided for in Article 423, Paragraph 1 of the Companies Act pursuant to Article 427, Paragraph 1 of the same Act. The limit on the amount of liability for damages based on the agreement is the amount specified by laws and regulations. If his appointment is approved, the corresponding limited liability agreements between them and the Company will be continued.
  - 5. The Company enters into a directors and officers liability insurance provided for in Article 430-3, Paragraph 1 of the Companies Act with an insurance company. This insurance covers damages suffered by the insured person by bearing the compensation of damage and cost for disputes that may arise when a claim for damages is made against the insured person due to acts (including inaction) conducted by the insured person in their position as a company officer, which the insured person bears. The candidates will be included in the insured person of the insurance. The Company plans to renew the insurance with the same coverage at the next renewal.
  - 6. The Company has reported Mr. Akihiko Shimauchi as independent directors under the regulations of the Tokyo Stock Exchange. If his appointment as an independent director who is an audit and supervisory committee member.is approved, the Company will report his as an independent director.

# (Reference) Skill Matrix of Director Candidates

If the candidates described in this convocation notice are approved as proposed, the skill matrix of the Company's Board of Directors will be as indicated below.

Name	Attribute	Corporate Management	Bio / Pharmaceuticals Industry	Overseas Experience	R&D / Manufacturing	Finance & Accounting / Business Development	Legal / Compliance	ESGs / Sustainability
Hiroshi Miyake	Representative Director	0	0	0	0			
Manabu Nakamura	Outside Director	0	0	0		0		
Yutaka Tsuchiya	Outside Director/ Independent Director	0	0	0	0			
Seiji Hirasaki	Outside Director/ Independent Director	0	0	0		0		
Kosuke Ishii	Outside Director/ Audit & Supervisory Committee Member/ Independent Director	0	0			0	0	
Yukari Nishikata	Outside Director/ Audit & Supervisory Committee Member/ Independent Director	0	0	0	0			
Ayuko Hashimoto	Outside Director/ Audit & Supervisory Committee Member/ Independent Director	0		0			0	0