



SymBio Pharmaceuticals Limited

Corporate Governance

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The corporate governance policies of SymBio Pharmaceuticals Limited (“SymBio” or “We”) are described below.

## **I. Basic Policy on Corporate Governance, Capital Structure, Corporate Profile and Other Basic Information**

### **1. Basic Policy**

SymBio was founded on the basis of the aspirations of "co-creation and symbiosis". It is SymBio’s philosophy that a mutually supportive relationship exists between physicians, scientists, regulators, and investors, with patients located at the center, and We aim for full realization of this principle as a mission. With the recognition that the pursuit of this principle leads to the improvement of corporate value, We strengthen our corporate governance and try to improve management efficiency and infusion of business ethics, to secure sound management.

#### **【Reasons for not implementing each principle of the Corporate Governance Code】**

We have implemented all the principles of the Tokyo Stock Exchange’s (“Exchange”) Corporate Governance Code (“Code”).

#### **【Disclosure based on corresponding principles in the Code】**

In compliance with the five basic principles of the Code, the contents of our initiatives will be disclosed regarding the supplementary principles described below:

**Full Disclosure: Supplementary Principle 3-1②**

To date, the ratio of non-Japanese to Japanese SymBio shareholders has never been high. SymBio recognizes that this has a major influence on the approval or lack thereof for agendas since non-Japanese shareholders are entitled to use their voting rights at general meetings of shareholders. In this regard, SymBio translates our Notice of Convocation of the Ordinary General Meeting of Shareholders into English and places it on our website and the Exchange's website to facilitate the exercise of voting rights. In addition, since actively implementing investor relations is positioned as an important management policy, SymBio further discloses the English version of SymBio's press release information through our website in addition to the Japanese version, regardless of timely disclosure obligations.

**External Auditors: Supplementary Principle 3-2①**

SymBio's Audit & Supervisory Board has devised appropriate standards for the selection of external accounting auditor candidates, and for evaluating the independence and expertise of our external accounting auditors in reference to the Practical Guidelines of the Japan Corporate Auditors Association. In addition, based on those standards, the Audit & Supervisory Board carries out an evaluation of our external accounting auditors, and verifies whether they possess the necessary independence and expertise to fulfill their responsibilities.

**Effective Use of Independent Directors: Supplementary Principle 4-8①**

In addition to SymBio's Board of Directors' Meetings, each year we hold 4 other meetings aimed at information exchange and sharing awareness with outside directors (4 non-Japanese male members and 1 Japanese female member).

**Preconditions for Board and Audit & Supervisory Board Effectiveness: Supplementary Principle 4-11③**

SymBio is pushing forward with the annual "analysis and evaluation" of the effectiveness of the Board of Directors, in conjunction with directors' "self-evaluations". In addition, We will consider disclosure of the results of the foregoing.