English translation

March 25, 2025

Annual Report

(January 1, 2024 through December 31, 2024)

1. Current Status of the Corporate Group

(1) Business conditions and operating results

Progress of the Group's business in the fiscal year ended December 31, 2024 (FY 2024) is as follows.

(i) Business results

The market environment for TREAKISYM® Ready-To-Dilute (RTD) liquid formulation 100mg/4mL has been negatively impacted by the spread of infectious diseases such as COVID-19 and influenza. Due to concerns about the potential for infections to persist or worsen during or after treatment with bendamustine, there has been a tendency to avoid prescribing it, which has had an overall negative impact on the bendamustine market, particularly in the latter half of the fiscal period. Furthermore, the shift toward generic versions has gradually progressed. Given these factors, the Group recorded net sales of 2,452,912 thousand yen (-56.1% YoY, -6.5% versus the revised full-year performance forecast disclosed on May 7, 2024).

In terms of SG&A expenses, while R&D expenses increased significantly to 3,379,471 thousand yen (+28.1% YoY), other SG&A expenses were substantially reduced. As a result, total SG&A expenses increased by only 10.1% YoY to 5,750,161 thousand yen.

As a result, the Group recorded an operating loss of 3,876,971 thousand yen (versus an operating loss of 811,668 thousand yen in FY 2023). Despite foreign exchange gains of 172,323 thousand yen on foreign currency-denominated assets, the Group recorded an ordinary loss of 3,689,435 thousand yen (versus an ordinary loss of 736,130 thousand yen in FY 2023). Additionally, the Group recorded an impairment loss of 131,820 thousand yen. Consequently, the loss attributable to owners of parent increased to 3,833,480 thousand yen (versus a loss of 1,962,817 thousand yen in FY 2023). However, there was no significant deviation from the revised full-year performance forecast disclosed on May 7, 2024.

In February 2022, four companies received approval to manufacture and sell generic versions of TREAKISYM® RTD, and two of them launched sales within the same year. Subsequently, Pfizer Japan Inc. and Towa Pharmaceutical Co., Ltd. also gained approval and began marketing their generic versions of TREAKISYM® RTD 100mg/4mL. In response, the Company, together with Eagle Pharmaceuticals, Inc. (the licensor of TREAKISYM®-related patents), filed lawsuits in December 2022 against both companies, seeking injunctions to halt the production and sale of these generics and claiming damages for patent infringement. As of December 31, 2024, both lawsuits have been resolved. Meanwhile, as of January 2025, three companies are marketing generic versions of the product.

Segment information has been omitted since the Group operates within a single segment, which includes the research and development, manufacturing, and marketing of pharmaceutical drugs and other related activities.

(ii) Research and development activities

During the fiscal year under review, we conducted the following research and development activities in each of our development pipelines.

(a) Antiviral drug: SyB V-1901 (generic name: brincidofovir [BCV])

Post-transplant infectious disease field

In the development of the intravenous and oral formulations of antiviral drug brincidofovir (SyB V-1901; hereinafter "IV BCV" and "Oral BCV"), in-licensed from Chimerix Inc. (head office: North Carolina, U.S.; hereinafter "Chimerix") with a view to global rollout, the Group has been carrying out joint research with top research institutions of each specialized field in Japan and overseas in light of the drugs' broad effectiveness against double-stranded DNA (dsDNA) viruses.

The Group has prioritized the global development of IV BCV targeting AdV infections or infectious diseases in immunocompromised patients, such as those following hematopoietic stem cell transplantation or organ transplantation. In March 2021, the Group submitted an Investigational New Drug (IND) application to the U.S.

Food and Drug Administration (FDA) to initiate a Phase IIa clinical trial focused mainly on pediatric patients (but also including adults) with AdV infections or infectious diseases. This development program was granted Fast Track designation by the FDA in April 2021. In May 2023, the Phase IIa study confirmed the anti-AdV activity of IV BCV, establishing proof of concept (PoC) in humans. The Phase IIa trial was completed in the first half of 2024. The Group is currently in discussions with regulatory authorities in relevant countries regarding the initiation of an international Phase III clinical trial and is simultaneously working to build the internal framework necessary for conducting the global joint clinical trial. Positive data demonstrating the efficacy of IV BCV were presented orally at academic conferences in the U.S. and Europe. Based on these results, a use patent for BCV for the treatment of AdV infections and infectious diseases was granted and registered in Japan in January 2024.

In May 2024, the Group initiated a Phase IIa clinical trial in the U.S. targeting cytomegalovirus (CMV) infections in patients following hematopoietic stem cell transplantation. The first patient was enrolled in June 2024, and the trial is currently ongoing.

Regarding the development of IV BCV for BK virus (BKV) infections in patients following kidney transplantation, the Group is currently reviewing protocol modifications.

Polyomaviruses, particularly JC virus (JCV), are known to cause severe neurological diseases through infection, with limited effectiveness from existing antiviral therapies, highlighting the urgent need for effective treatments. In November 2022, the Group signed a Material Transfer Agreement (MTA) with the Penn State College of Medicine to conduct a nonclinical study evaluating the antiviral activity of BCV in a mouse model of polyomavirus infection. The first report on these findings, providing new insights, was published in mBio in July 2024.

Hematologic malignancy field

In addition to its potent antiviral activity, BCV has demonstrated antitumor effects. Through collaborative research with institutions such as the National Cancer Centre Singapore (NCCS) and the Brain Tumor Center of the Department of Neurosurgery at the University of California, San Francisco, the Group is exploring new indications for BCV in oncology, including EBV-positive lymphomas and refractory brain tumors. In December 2022, findings from a collaborative study with NCCS on the therapeutic effects of BCV for rapidly progressing NK/T-cell lymphoma, a condition without established treatment options, were presented orally at the 64th American Society of Hematology (ASH) Annual Meeting in New Orleans, U.S. In June 2023, research results on biomarkers predicting the antitumor effects of BCV were presented at the 17th International Conference on Malignant Lymphoma (ICML) in Lugano, Switzerland. Further, in April 2024, the antitumor efficacy of BCV against B-cell lymphoma was presented at the American Association for Cancer Research (AACR) Annual Meeting 2024 in San Diego, U.S. This was followed by a presentation on BCV's antitumor effects against peripheral T-cell lymphoma (PTCL) at the European Hematology Association (EHA) 2024 Hybrid Congress held in Madrid, Spain, in June 2024.

In August 2024, the Group initiated a First-in-Human (FIH) international Phase Ib clinical trial of IV BCV in patients with malignant lymphomas in the oncology field. This trial aims to establish proof of concept (PoC) for BCV's antitumor effects in humans.

Other fields

The Group is also exploring the development of BCV to treat multiple sclerosis (MS), an intractable disease recently proven to be associated with Epstein-Barr virus (EBV). In August 2022, the Group entered into a Collaboration Agreement for the Transfer of Human Materials with the National Institute of Neurological Disorders and Stroke (NINDS), part of the National Institutes of Health (NIH) in the U.S., to evaluate BCV's potential antiviral effect on EBV. In March 2023, the Group concluded a Cooperative Research and Development Agreement (CRADA) to verify the efficacy of BCV against EBV infections in the treatment of MS and to obtain information necessary for future clinical trials. Research findings from this collaboration were presented in October 2023 at the 9th Joint ECTRIMS–ACTRIMS Meeting held in Milan, Italy. Currently, the Group is conducting trials using marmosets (non-human primates) as part of this joint research. Further, in April 2023, the Group entered into another CRADA with the National Institute of Allergy and Infectious Diseases (NIAID), also part of the NIH, to evaluate the effectiveness of BCV in treating EBV-associated lymphoproliferative diseases.

Certain double-stranded DNA (dsDNA) viruses, such as herpes simplex virus type 1 (HSV-1) and varicella-zoster virus (VZV), have tropism for cranial nerve tissues. Recent studies suggest that the reactivation of latent strains of these viruses may contribute to serious neurological disorders, including Alzheimer's disease. In December 2022, the Group entered into a Sponsored Research Agreement with Tufts University to conduct joint research on BCV. This nonclinical study aims to evaluate the efficacy of BCV in an HSV infection model using a three-dimensional brain tissue model cultured from human neural stem cells and developed by Tufts University.

In September 2022, Chimerix announced the completion of the transfer of rights related to BCV to Emergent BioSolutions Inc. (headquartered in Maryland, U.S.). The Group's exclusive worldwide rights to develop, manufacture, and market BCV for all indications except orthopoxvirus-related diseases, including smallpox and Mpox, remain unaffected by this transfer.

In March 2024, following the establishment of SymBio Pharma Ireland Limited, a subsidiary based in Dublin, Ireland, the designation of BCV as an orphan drug for the prevention of adenovirus and cytomegalovirus infections in immunocompromised patients in the EU was Increasered from Emergent BioSolutions Inc. to the Group.

(b) Anticancer agents: SyB L-1701 (RTD formulation) / SyB L-1702 (RI administration) (generic name: bendamustine hydrochloride hydrate; product name: TREAKISYM®)
The Group is actively engaging in collaborative research with institutions such as the University of Tokyo and Kyoto University to explore new development possibilities.

(c) Anticancer agents: SyB L-1101 (intravenous formulation) and SyB C-1101 (oral formulation) (generic name: rigosertib sodium)
The Group is advancing the development of rigosertib injection, in-licensed from Onconova Therapeutics, Inc. (headquartered in Pennsylvania, U.S.; hereinafter "Onconova"). Through collaborative research with the University of Tokyo and the establishment of an industry-academia partnership program, the Group is exploring new potential indications for rigosertib and TREAKISYM® by identifying new applications and assessing combinations with existing drugs. In April 2024, Onconova changed its corporate name to Traws Pharma Inc. (headquartered in Pennsylvania, U.S.).

(iii) Business outside Japan

The Group continues to position SymBio Pharma USA as the strategic base for the global business of IV BCV. Efforts are underway to accelerate development and realize commercialization in the U.S., Europe, Japan, and the UK. Effective January 1, 2025, Masaru Taguchi, an Executive Officer and Assistant to the President of the Company, was appointed as Director, CEO, and President of SymBio Pharma USA, with the aim of driving the Group's BCV business forward toward 2030.

(iv) Licensing of new drug candidates

The Group is advancing the global development of brincidofovir, an antiviral drug in-licensed in 2019. Concurrently, the Group is evaluating multiple potential licensing opportunities as done in the past and conducting exploratory assessments of new drug candidates. Through these initiatives, the Group aims to create medium- to long-term business value as a biopharmaceutical company with both profitability and growth potential.

(v) Capital investment

The total amount of capital expenditures during the fiscal year under review was 46,878 thousand yen, mainly consisting of office investments and the purchase of appliances, network devices, and business software.

(2) Fundraising status

In the consolidated fiscal year under review, the Group raised 728,850 thousand yen through the issuance of new shares allocated to EVO FUND.

(3) Status of assets and profit and loss

(Unit: thousands of yen)

Classification \ Fiscal year	FY 2021 The 17th Term	FY 2022 The 18th Term	FY 2023 The 19th Term	FY 2024 The 20th Term (Consolidated fiscal year under review)
Net sales	—	10,008,338	5,589,708	2,452,912
Operating profit (loss)	—	1,963,625	(811,668)	(3,876,971)
Ordinary profit (loss)	—	1,999,878	(736,130)	(3,689,435)
Profit (loss) attributable to owners of parent	—	1,179,238	(1,962,817)	(3,833,480)
Profit (Loss) per share (yen)	—	30.20	(49.19)	(85.00)
Total assets	—	10,433,347	8,170,243	(4,968,333)
Net assets	—	8,506,092	7,209,909	(4,197,560)
Net assets per share (yen)	−	204.83	164.32	84.66

(Note) Figures for the 17th term has been omitted as the Company began preparing consolidated financial statements from the 18th term.

(4) Issues to be addressed by the Group

The Group is committed to focusing on the following key management objectives.

(i) Further expansion of the pipeline

In order to enhance the enterprise value as a specialty pharmaceutical company, we need to expand the pipeline through ongoing in-licensing of new drug candidates for development.

The Group is conducting or planning development of the following: antiviral drug SyB V-1901 and anticancer agents SyB L-1101, SyB C-1101, SyB L-1701, and SyB L-1702. Currently we are in discussion with counterparties regarding the in-licensing of several new drug candidates, and will continue with active efforts to in-license new drug candidates for development in order to further expand our pipeline.

(ii) Life cycle management of products in the existing pipeline

In order to enhance the enterprise value, not only in-licensing new drug candidates but also promoting product life cycle management is important. Therefore, it is critical to maximize returns from each drug under development through indication expansion after the in-licensed drugs' initial approval.

The Group is prioritizing the global development of antiviral drug brincidofovir to address adenovirus infections occurring after hematopoietic stem cell transplantation and cytomegalovirus infections, both areas of high unmet medical need. In the Phase IIa clinical trial targeting adenovirus infections associated with hematopoietic stem cell transplantation, proof of concept (PoC) was established in humans in May 2023, and the trial was completed in the first half of 2024. The Group is currently in discussions with regulatory authorities in relevant countries regarding the initiation of an international Phase III clinical trial and is simultaneously working to build the internal framework necessary for conducting the global joint clinical trial. Positive data demonstrating the efficacy of this trial were presented at multiple academic conferences in the U.S. and Europe. For the Phase II clinical trial targeting BK virus infections associated with kidney transplantation, the Group is currently reviewing potential protocol modifications in collaboration with researchers. In addition to its potent antiviral activity, brincidofovir has also demonstrated antitumor effects. The Group is advancing clinical development in the oncology field and, in August 2024, initiated an international Phase Ib clinical trial of IV brincidofovir in patients with malignant lymphomas. These efforts aim to maximize earnings through product life cycle management and transform the Group into a specialty pharmaceutical company capable of expanding into global markets. In the field of neurodegenerative diseases, the Group entered into Cooperative Research and Development Agreements (CRADA) in March and April 2023 with two research institutions belonging to the U.S. National Institutes of Health (NIH). Currently, the Group is conducting trials using marmosets (non-human primates) in collaboration with the National Institute of Neurological Disorders and Stroke (NINDS). Moreover, by accumulating data from joint research with Tufts University in the US, we will investigate the effectiveness of brincidofovir in treating various dsDNA virus infections in humans and expand its indication to multiple viral infections. In doing so, we aim to maximize the market and business value of brincidofovir.

TREAKISYM® is approved for manufacturing and marketing in Japan for the indications of recurrent/refractory low-grade non-Hodgkin's lymphoma and mantle cell lymphoma, chronic lymphocytic leukemia, and first-line treatment of low-grade non-Hodgkin's lymphoma and mantle cell lymphoma. TREAKISYM® was also granted approval for recurrent/refractory diffuse large B-cell lymphoma (r/r DLBCL) in March 2021. In addition, the

Company in-licensed the RTD formulation and RI injection of TREAKISYM® from Eagle Pharmaceuticals in efforts to maximize the business value of TREAKISYM® by promoting the product life cycle management of the product. For the RTD formulation, the Company obtained manufacturing and marketing approval in September 2020, and launched the product in January 2021. For the RI injection, the Company filed a partial change application in May 2021, and obtained approval in February 2022.

With the aim of maximizing the business value of rigosertib and TREAKISYM®, the Company intends to conduct joint research with the University of Tokyo, to investigate the efficacy of the drugs used in combination as well as used in combination with other existing drugs and look for new indications.

(iii) Countermeasures to generic drugs

In February 2022, four pharmaceutical companies obtained approval to manufacture and market generic versions of the RTD formulation of TREAKISYM®, and two of the four companies began sales of the generic versions. Subsequently, these two companies obtained approval for the rapid infusion (RI) formulation of TREAKISYM® and commenced sales. In response, Pfizer Japan Inc. and Towa Pharmaceutical Co., Ltd. also obtained approval to manufacture and market generic versions of TREAKISYM® intravenous infusion 100mg/4mL and began sales. In response, in December 2022, the Company, in collaboration with Eagle Pharmaceuticals, Inc., the licensor of patents related to TREAKISYM®, filed lawsuits against both companies. The lawsuits sought injunctions against the manufacture and sale of the generic products and claimed damages for patent infringement. As of December 31, 2024, both lawsuits have been concluded. As of January 2025, three companies are marketing generic versions of the product.

(iv) Global expansion for further growth

The Group has made significant progress in expanding its business in the Asian region.

However, with expanding medical expenditures due to the aging population in Japan, and the advent of the "era of generic drugs comprising 80% of all drugs dispensed" as a governmental policy of Japan, the business environment for innovative drug developers is expected to remain extremely challenging. Such a policy may also be implemented by other Asian countries.

Under these circumstances, the Group will promote global expansion aiming for further growth. Utilizing its experience fostered through its business in Asia, the Company will search, evaluate, and negotiate concerning new drug candidates that can follow antiviral drug brincidofovir in order to acquire their rights on a global scale.

(v) Securing personnel

The Group places the highest priority on personnel as the Company's principal management resource. Without talent, we cannot make superior achievements in terms of exploring, developing, and providing information concerning new drugs; nor can we roll out these new drugs on a global scale. We have been continually recruiting talented people; especially after being listed, we have recruited the best and brightest people in order to strengthen the management organization. Going forward, we plan to continue to further strengthen our human resources by providing on-the-job training and employee development programs.

(vi) Financial issue

It is necessary for the Group to raise funds required for business activities such as R&D expenditures as pipeline development and global business expansion progress and as drug candidates increase in number.

Therefore, we make every effort to further strengthen the financial base by continually diversifying the method of fund raising and curtailing costs through tight budget control.

(vii) Significant events regarding the going concern assumption

The Group, a pharmaceutical venture company working toward becoming a global specialty pharmaceutical firm, is conducting clinical trials of the antiviral drug brincidofovir (BCV) for adenovirus and cytomegalovirus infections in immunocompromised patients following hematopoietic stem cell transplantation. BCV has demonstrated broad-spectrum antiviral activity as well as significant anti-tumor effects, and the Group continues to invest heavily in research and development, including the initiation of clinical trials for malignant lymphoma in the oncology field. Sales of TREAKISYM® have declined sharply due to increasing market penetration by generic alternatives, while the Group's upfront investments in research and development have increased. As a result, the Group has continued to report negative operating cash flow, operating losses, ordinary losses, and net losses, raising potential concerns regarding its ability to continue as a going concern.

To address this, the Group held 3,963 million yen in cash and deposits as of the end of the fiscal year. Additionally, on December 25, 2024, the Board of Directors approved the issuance of convertible bonds with stock acquisition rights of up to 2,400 million yen, of which 1,200 million yen was successfully raised between January 1, 2025, and February 5, 2025. These funds will be allocated to ongoing research and development as part of the Group's upfront investment strategy. Furthermore, the Group is actively pursuing additional financing and licensing agreements to generate upfront revenue from out-licensing deals. The Group is also preparing a range of cost-cutting measures, which will be implemented as necessary based on financial conditions.

Given these factors, the Group sees no material uncertainty regarding its ability to continue as a going concern.

(5) Major business activities (as of December 31, 2024)

The Group regards underserved therapeutic areas that lack the development of new drugs, despite significant unmet medical needs, as business opportunities. We develop new drugs with a primary focus on the treatment of rare diseases, mainly in the areas of oncology, hematology, and multiple viral infections, and conduct integrated business activities that encompass search for new drug candidates, development, manufacturing, and sales.

(6) Main office and employees

(i) Main office (as of December 31, 2024)

Name	Location
Main office	Minato-ku, Tokyo

(ii) Employees (as of December 31, 2024)

Classification	Number of employees	Increase or decrease from previous fiscal year-end	Average age (years)	Average number of years of service
Male	76	+2	57.5	4.7
Female	32	-3	53.1	5.9
Total or average	108	-1	56.2	5.0

(Notes) 1. Number of employees refers to full time employees.
2. The above number of employees does not include 15 temporary staff (none at consolidated subsidiary).

(7) Status of significant subsidiaries

Company name	Capital	Voting rights ratio	Main business
SymBio Pharma USA, Inc.	USD1.00	100.0%	Pharmaceutical R&D

(8) Main lenders and amount of borrowings (as of December 31, 2024)

Not applicable.

2. Matters Related to Stock (as of December 31, 2024)

(1) Total number of authorized shares

Common stock: 115,000,000 shares

(2) Total number of shares outstanding

Common stock: 45,838,067 shares (excluding 90,789 shares of treasury stock)

(3) Number of shareholders

37,701

(4) Major shareholders (10 largest)

Name of shareholder	Number of shares held	Shareholding ratio
Fuminori Yoshida	1,684,200	3.7%
JPMorgan Securities Japan Co., Ltd.	551,900	1.2%
BNY GCM Client Account JPRD AC ISG (FE-AC)	434,396	0.9%
Sukenori Ito	430,000	0.9%
Morgan Stanley MUFG Securities Co., Ltd.	397,400	0.9%
Matsui Securities Co., Ltd.	309,100	0.7%
Nomura Securities Co., Ltd.	272,236	0.6%
Toshitaka Kashiwabara	228,025	0.5%
Midori Kinoshita	170,000	0.4%
Koichi Yamagishi	164,400	0.4%

(Notes) Shareholding ratio (%) indicates the percentage of shares outstanding held. Shares outstanding is equal to the number of shares issued minus treasury shares.

3. Matters Related to Share Acquisition Rights

(1) Share acquisition rights held by the Company's Officers that were issued as compensation for services (as of December 31, 2024)

	The 48th warrant by resolution of the Board of Directors meeting on March 28, 2019	The 52nd warrant by resolution of the Board of Directors meeting on March 26, 2020	The 54th warrant by resolution of the Board of Directors meeting on March 24, 2021
Number of share acquisition rights	3,150 units	4,600 units	1,630 units
Number of shares to be issued upon the exercise of share acquisition rights (Note 2)	78,750 shares	115,000 shares	40,750 shares
Amount paid for share acquisition rights (Note 1) (Note 2)	19,400 yen per unit	8,100 yen per unit	29,225 yen per unit
Value of property to be contributed upon the exercise of each share acquisition right	1 yen per share	1 yen per share	1 yen per share
Period in which exercise of share acquisition rights is possible	From: March 30, 2022 To: March 29, 2029	From: March 27, 2023 To: March 26, 2030	From: March 25, 2024 To: March 24, 2031
Status of possession by Directors (excluding Audit & Supervisory Committee members and Outside Directors) (Note 2)	—	—	1,000 units (1 holder) 25,000 shares
Status of possession by Outside Directors (excluding Audit & Supervisory Committee Members) (Note 2)	250 units (1 holder) 6,250 shares	400 units (1 holder) 10,000 shares	370 units (3 holders) 9,250 shares

	The 56th warrant by resolution of the Board of Directors meeting on March 29, 2022	The 59th warrant by resolution of the Board of Directors meeting on March 23, 2023	The 61st warrant by resolution of the Board of Directors meeting on March 22, 2024
Number of share acquisition rights	3,200 units	3,160 units	7,832 units
Number of shares to be issued upon the exercise of share acquisition rights (Note 2)	80,000 shares	79,000 shares	195,800 shares
Amount paid for share acquisition rights (Note 1) (Note 2)	17,200 yen per unit	11,000 yen per unit	4,325 yen per unit
Value of property to be contributed upon the exercise of each share acquisition right	1 yen per share	1 yen per share	1 yen per share
Period in which exercise of share acquisition rights is possible	From: March 30, 2025 To: March 29, 2032	From: March 24, 2026 To: March 23, 2033	From: March 23, 2027 To: March 22, 2034
Status of possession by Directors (excluding Audit & Supervisory Committee Members and Outside Directors) (Note 2)	2,000 units (1 holder) 50,000 shares	2,560 units (1 holder) 64,000 shares	5,632 units (1 holder) 140,800 shares
Status of possession by Outside Directors (excluding Audit& Supervisory Committee Members) (Note 2)	450 units (3 holders) 11,250 shares	600 units (3 holders) 15,000 shares	2,200 units (5 holders) 55,000 shares

(Notes) 1. The person who receives the allotment of share acquisition rights shall offset the amount to be paid for the relevant share acquisition rights against cash compensation equivalent to the amount.
2. The Company conducted a 1-for-4 consolidation of common shares on July 1, 2019. Number of shares to be issued upon

the exercise of share acquisition rights and exercise price have been adjusted accordingly.
No share acquisition rights are held by Directors serving as Audit & Supervisory Committee Members.

(2) Share acquisition rights distributed to the Company's employees as compensation for services during the fiscal year under review (as of December 31, 2024)

	The 62nd warrant by resolution of the Board of Directors meeting on March 22, 2024
Number of share acquisition rights (Note 1)	43,040 units
Number of shares to be issued upon the exercise of share acquisition rights	1,076,000 shares
Amount paid for share acquisition rights (Note 2)	4,325 yen per unit
Value of property to be contributed upon the exercise of each share acquisition right	1 yen per share
Period in which exercise of share acquisition rights is possible	From: March 23, 2027 To: March 22, 2034
Status of allotment to the Company's employees (Note 1)	27,565 units (85 holders) 689,125 shares

(Notes) 1. Of the share acquisition rights mentioned above, 15,475 units (386,875 shares) have been forfeited due to the retirement or resignation of employees.
2. The person who receives the allotment of share acquisition rights shall offset the amount to be paid for the relevant share acquisition rights against cash compensation equivalent to the amount.

(3) Other important matters concerning share acquisition rights (as of December 31, 2024)

The details of the issue of share acquisition rights via third-party allotment were determined as below by resolution of the Board of Directors at a meeting held on May 16, 2022.

	The 58th warrant by resolution of the Board of Directors meeting on May 16, 2022
Allotee	CVI INVESTMENTS, Inc.
Number of share acquisition rights	20,000 units
Number of shares to be issued upon the exercise of share acquisition rights	2,000,000 shares
Amount paid for share acquisition rights	688 yen per unit
Value of property to be contributed upon the exercise of each share acquisition right	187 yen per share
Period in which exercise of share acquisition rights is possible	From: June 2, 2022 To: June 1, 2027

4. The Company's Officers (as of December 31, 2024)

(1) Names of Directors and Audit & Supervisory Board Members

Company position	Name	Responsibility and significant concurrent position
Representative Director	Fuminori Yoshida	President and CEO
Director	Shigetoshi Matsumoto	
Director	Bruce David Cheson	Doctor, Cancer and Blood Disorders Center
Director	Eiji Ebinuma	Attorney-At-Law, Partner, Tanabe & Partners Outside Director, Rakuten Bank, Ltd. Outside Director, Ozax Corporation
Director	Toshio Imabeppu	Outside Director, Ship Healthcare Holdings, Inc. President, Japan Association for Regenerative Medicine Representative Director, Foundation for Training and Licensure Examination in Judo Therapy
Director	George Morstyn	CEO, G&R Morstyn Pty Limited Outside Director, Actinogen Medical, Australia Independent Director, Pio Therapeutics, Australia
Director (full-time Audit & Supervisory Committee Member)	Kiyoshi Watanabe	
Director (Audit & Supervisory Committee Member)	Kesao Endo	Representative, Endo C.P.A. Firm Outside Director, Careerlink Co., Ltd. Representative Partner, ABS Audit Corp.
Director (Audit & Supervisory Committee Member)	Yasuhiro Tamo	Partner, Nomura & Partners

(Notes) 1. Shigetoshi Matsumoto, Bruce David Cheson, Eiji Ebinuma, Toshio Imabeppu, George Morstyn, Kiyoshi Watanabe, Kesao Endo, and Yasuhiro Tamo are Outside Directors.
2. The Company has designated Outside Directors Shigetoshi Matsumoto, Eiji Ebinuma, Kiyoshi Watanabe, and Kesao Endo as independent officers pursuant to the provisions of the Tokyo Stock Exchange (TSE) and registered them as such with the TSE.
3. Director Eiji Ebinuma resigned from Tanabe & Partners as of December 31, 2024, and assumed the position of Attorney-At-Law, Partner, at Renaiss Law Office as of January 1, 2025.
4. Director (Audit & Supervisory Committee Member) Kesao Endo is a certified public accountant with substantial expertise in finance and accounting.
5. The Company has appointed Outside Director Kiyoshi Watanabe as full-time Audit & Supervisory Committee Member to enable gathering of information from Directors (excluding Audit & Supervisory Committee Members) and information sharing at important meetings, as well as sufficient cooperation between the Internal Audit Division and Audit & Supervisory Committee, with the aim of strengthening the Committee's audit and supervisory functions.
6. The Company has adopted the Corporate Officer System. The Corporate Officers who do not hold concurrent positions as Directors are as follows. (Note: Jay Feingold resigned as a Corporate Officer as of January 31, 2025.)

Vice President and Corporate Officer	Jay Feingold
Vice President and Corporate Officer	Takaaki Fukushima
Corporate Officer	Paul Marston
Corporate Officer	Koji Fukushima
Corporate Officer	Masaru Taguchi

(2) Summary of the contents of the liability limitation agreement

The Company has entered into a liability limitation agreement with all Directors excluding those engaged in business execution based on the provisions of Article 427, Paragraph 1 of the Companies Act. Under the terms of the agreement, in the event that a Director has caused loss to the Company due to negligence of his or her duties, and if the Director performed his or her duties in good faith and without gross negligence, the Director's liability will be limited to the higher of 1,000,000 yen or the minimum liability amount set forth in Article 425, Paragraph 1 of the Companies Act.

(3) Summary of the contents of the indemnification contract

The Company has entered into an indemnification contract with Fuminori Yoshida, Shigetoshi Matsumoto, Bruce David Cheson, Eiji Ebinuma, Toshio Imabeppu, George Morstyn, Kiyoshi Watanabe, Kesao Endo, and Yasuhiro

Tamo as stipulated in Article 430-2, Paragraph 1 of the Companies Act. In addition to expenses related to shareholder lawsuits that may arise due to misconduct, the indemnification contract covers a wide range of expenses that individual directors and the Company may incur, including the costs of dealing with criminal proceedings and public investigations outside Japan.

(4) Directors and Officers Liability Insurance Policies

The Company has obtained Directors and Officers Liability Insurance Policies covering the Directors and Corporate Officers of the Company and its subsidiaries.

The aforementioned insurance is payable as indemnification for losses suffered by the insureds as a result of a legal action brought for alleged wrongful acts in their capacity as Directors and Corporate Officers. However, the insurance policies exclude coverage for claims arising out of fraudulent or dishonest acts conducted knowing that they were in violation of the laws and regulations. By establishing such exclusions, we have taken steps to ensure the appropriateness of the execution of duties by officers is not compromised.

Costs of premiums paid on the aforementioned insurance are borne entirely by the Company.

(5) Compensation of members of the Board of Directors

(i) Matters related to the policy for determining the details of individual compensation for Directors

The Company's basic policy is to set the compensation for Directors at an appropriate level in consideration of their responsibilities. The amount of compensation for Directors does not include the share of salary as an employee for Directors who are concurrently serving as employees.

The Audit & Supervisory Committee has the authority to make decisions on the policy concerning the determination of the amount of compensation, or the calculation method thereof, for Directors serving as Audit & Supervisory Committee Members. The contents of such authority and the scope of discretion shall be determined by the Audit & Supervisory Committee with the consent of all of its members, within the limit of the total amount determined at the General Meeting of Shareholders.

1. Basic policy

The compensation system for Directors (excluding those serving as Audit & Supervisory Committee Members) shall be linked to shareholders' profit to function sufficiently as an incentive for the sustainable enhancement of corporate value. Furthermore, the compensation of individual Directors (excluding those serving as Audit & Supervisory Committee Members) shall be determined at an appropriate level based on the responsibilities of each position, and compensation shall consist of basic compensation as fixed compensation, performance-linked compensation, and stock-based compensation.

2. Policy on determination of the amount of basic compensation (monetary compensation) of individual Directors (excluding those serving as Audit & Supervisory Board Members; including policies on determining the timing or conditions for granting compensation)

The basic compensation for Directors (excluding those serving as Audit & Supervisory Committee Members) of the Company shall be a monthly fixed compensation, and shall be determined based on a comprehensive consideration of the role, responsibilities, years of service taking into account the level of compensation at other companies, the Company's business performance, and the level of employee salaries. In making the decision, the Company confirms that the decision is in line with the above policy, based on the report of the Nomination and Compensation Committee, which is composed of a majority of Outside Directors, with an Outside Director serving as the chairperson. The decision is then delegated to the Representative Director by a resolution of the Board of Directors. In addition, the Company ensures reasonableness by delegating the decision to the Representative Director within the scope of the report that has been appropriately reviewed by the Nomination and Compensation Committee.

3. Policy on determining the ratio of performance-linked compensation and other compensation of Directors (excluding those serving as Audit & Supervisory Committee Members)

Performance-linked compensation may be linked to the Medium-Term Management Plan, etc. to raise awareness of the need to improve business performance, and compensation may be structured so that business performance and compensation are directly linked, or stock options may be granted. The ratio between performance-linked compensation and other forms of compensation is deliberated by the Nomination and Compensation Committee. The Board of Directors delegates to the Representative Director the authority to determine individual compensation for each Director (excluding those serving as Audit & Supervisory Committee members), while respecting the recommendations of the Nomination and Compensation Committee. The ratio of compensation for Directors engaged in business execution is determined by benchmarking against compensation levels at companies of a similar scale to the Company or companies in related industries and business categories.

4. Matters concerning the determination of the content of individual compensation of Directors (excluding those serving as Audit & Supervisory Committee Members)

The amount of compensation and stock options for each individual shall be reviewed by the Nomination and Compensation Committee. The Board of Directors delegates to the Representative Director the authority to make decisions while respecting the content of the report of the Nomination and Compensation Committee. Based on the delegation by the resolution of the Board of Directors, the Representative Director determines the amount, timing, and method of payment of compensation to each Director for the current fiscal year. The above authority is delegated to the Representative Director as the Company deems it appropriate for the Representative Director to make decisions on compensation by evaluating the performance of each Director while also considering the overall performance of the Company.

(ii) Reasons for the Board of Directors' determination that the contents of the compensation of Directors (excluding those serving as Audit & Supervisory Committee Members) for the fiscal year under review is in line with the said policy

In determining the compensation for each individual Director (excluding those serving as Audit & Supervisory Committee Members), the Representative Director makes decisions based on the above policy. Accordingly, the Board of Directors has determined that the content of the decisions aligns with the said policy.

(iii) Matters concerning the resolution of the General Meeting of Shareholders regarding compensation

At the 17th Ordinary General Meeting of Shareholders held on March 29, 2022, it was resolved that the maximum annual amount of compensation for Directors (excluding those serving as Audit & Supervisory Committee Members) shall be 130 million yen. At the 19th Ordinary General Meeting of Shareholders held on March 22, 2024, it was further resolved that within this amount, the compensation for Outside Directors shall be within 60 million yen (does not include salaries for Directors concurrently serving as employees). At the conclusion of the 19th Ordinary General Meeting of Shareholders held on March 22, 2024, the number of Directors (excluding those serving as Audit & Supervisory Committee Members) was six (6), including five (5) Outside Directors.

Separate from the aforementioned monetary compensation, it was resolved at the said 17th Ordinary General Meeting of Shareholders held on March 29, 2022 that the maximum annual amount of stock options granted to Directors (excluding those serving as Audit & Supervisory Committee Members) shall be 90 million yen. At the 19th Ordinary General Meeting of Shareholders held on March 22, 2024, it was further resolved that within this amount, the stock options for Outside Directors shall be within 45 million yen. Additionally, at the 19th Ordinary General Meeting of Shareholders held on March 22, 2024, it was resolved that the maximum number of stock acquisition rights to be issued to Directors (excluding those serving as Audit & Supervisory Committee Members) within one year from the date of the Ordinary General Meeting of Shareholders for each fiscal year shall be 9,000 units. At the conclusion of the 19th Ordinary General Meeting of Shareholders held on March 22, 2024, the number of Directors (excluding those serving as Audit & Supervisory Committee Members) was six (6), including five (5) Outside Directors.

At the 17th Ordinary General Meeting of Shareholders held on March 29, 2022, it was resolved that the maximum annual amount of monetary compensation for Directors serving as Audit & Supervisory Committee Members shall be 30 million yen, and that the specific amount and timing of payments shall be determined by discussions among Directors serving as Audit & Supervisory Committee Members. The number of Directors serving as Audit & Supervisory Committee Members at the conclusion of the said General Meeting of Shareholders was three (3).

(iv) Total amount of compensation for Directors and Audit & Supervisory Board Members

Classification	Total amount of compensation (thousand yen)	Total amount of compensation by type (thousand yen)			Number of eligible officers
		Base compensation	Performance-linked compensation	Non-monetary compensation	
Directors, excluding Audit & Supervisory Committee Members (Outside Directors)	124,660 (52,052)	86,959 (43,840)	— (—)	37,700 (8,212)	6 (5)
Directors serving as Audit & Supervisory Committee Members (Outside Directors)	27,090 (27,090)	27,090 (27,090)	— (—)	— (—)	3 (3)

(Notes) 1. The amount of compensation for Directors does not include the share of salary as an employee for Directors who are concurrently serving as employees.

2. The contents of non-monetary compensation are the amount of expenses recorded during the fiscal year under review related to stock acquisition rights granted as stock options.

(6) Matters Concerning Outside Directors and outside members of the Audit & Supervisory Board

(i) Status of main activities during the fiscal year under review

Position	Name	Status of attendance at the Board of Directors meetings	Status of attendance at the Audit & Supervisory Committee meetings	Opinions at the Board of Directors meetings and the Audit & Supervisory Committee meetings
Director	Shigetoshi Matsumoto	21 out of 21 (100%)	—	Mr. Matsumoto expressed opinions from an objective perspective independent from the Company's management engaged in business operations, leveraging his extensive knowledge and experience with the business practices of companies in the same industry and with auditing work.
Director	Bruce David Cheson	19 out of 21 (90.5%)	—	Dr. Cheson expressed opinions from an objective perspective independent from the Company's management engaged in business operations, leveraging his extensive knowledge and experience as a physician.
Director	Eiji Ebinuma	21 out of 21 (100%)	—	Mr. Ebinuma expressed opinions from an objective perspective independent from the Company's management engaged in business operations, using his knowledge and experience at financial institutions and as an attorney at law, mainly in the area of labor law, and his extensive knowledge as an Outside Director.
Director	Toshio Imabeppu	15 out of 15 (100%)	—	Mr. Toshio Imabeppu expressed opinions from an objective perspective independent from the Company's management engaged in business operations, drawing on his insights into pharmaceutical and healthcare administration, specialized knowledge, and extensive experience.
Director	George Morstyn	13 out of 15 (86.7%)	—	Dr. George Morstyn expressed opinions from an objective perspective independent from the Company's management engaged in business operations, using his knowledge and experience as a physician.
Director (full-time Audit & Supervisory Committee Member)	Kiyoshi Watanabe	21 out of 21 (100%)	20 out of 20 (100%)	Mr. Watanabe actively expressed opinions from an objective and fair perspective based on his extensive experience and knowledge as an audit & supervisory board member at listed companies in order to achieve highly effective managerial supervision.
Director (Audit & Supervisory Committee Member)	Kesao Endo	21 out of 21 (100%)	20 out of 20 (100%)	Mr. Endo actively expressed opinions from a neutral perspective based on the specialized knowledge and extensive experience he accumulated as a certified public accountant in order to achieve highly effective managerial supervision.
Director (Audit & Supervisory Committee Member)	Yasuhiro Tamo	21 out of 21 (100%)	20 out of 20 (100%)	Mr. Tamo expressed opinions from an objective perspective independent from the Company's management engaged in business operations, based on his knowledge and experience as an attorney at law, mainly in the area of corporate law.

(Note) The attendance record of Outside Directors Toshio Imabeppu and George Morstyn at Board of Directors meetings reflects their attendance status since their appointment as Outside Directors.

(ii) Summary of duties performed in roles expected to be fulfilled by Outside Directors

1. Shigetoshi Matsumoto and Eiji Ebinuma have been involved as members of the Nomination and Compensation Committee from an objective and neutral standpoint in the selection of candidates for the Company's Board of Directors and the determination of compensation for Directors.
2. Bruce David Cheson has contributed to the enhancement of the Company's group-wide governance and supervisory functions from a global perspective, and to the monitoring and supervision of the management of the Company from an independent standpoint.
3. Toshio Imabeppu has provided advice and opinions on the Company's management, drawing on his expertise, specialized knowledge, and extensive experience in health and pharmaceutical administration gained through his service as Director-General of the Pharmaceutical and Food Safety Bureau the Ministry of Health and Welfare (currently the Ministry of Health, Labour and Welfare) and Director-General for Policy Planning and Evaluation.
4. George Morstyn has provided advice and opinions on the Company's development operations and management, contributing to the promotion and strengthening of global development activities, based on his medical expertise and extensive experience as a physician.
5. Kiyoshi Watanabe has contributed to the enhancement and reinforcement of the Company's corporate governance and has monitored and supervised the Company's management from an independent standpoint, leveraging his track record at financial institutions and his broad experience and deep insight in management.
6. Kesao Endo has monitored and supervised the Company's management and contributed to strengthening its supervisory function over business execution from an independent standpoint, drawing on his expertise and abundant experience as a certified public accountant.
7. Yasuhiro Tamo has monitored and supervised the Company's management and contributed to strengthening the supervisory function of business execution from an independent standpoint, based on his knowledge and extensive experience as an attorney at law, mainly in the area of corporate law.

5. Status of Accounting Auditor

(1) Name of accounting auditor

Ernst & Young ShinNihon LLC

(2) Summary of the contents of the liability limitation agreement

Not applicable.

(3) Summary of the contents of the compensation agreement

Not applicable.

(4) Amount of compensation

	Amount paid
Amount of compensation paid to the accounting auditor concerning the fiscal year under review	34,600 thousand yen
Total amount of monetary and other property benefits to be paid by the Company and its subsidiary	34,600 thousand yen

(Notes) 1. Reasons for the Audit & Supervisory Committee's approval of the amount of compensation to be paid to the accounting auditor

The Audit & Supervisory Committee verified the contents of the audit planning by the accounting auditor, performance of its duties in previous years, and status of planning and actual performance, and as a result of a careful review on the adequacy of the amount of compensation for the fiscal year under review, has approved the amount of compensation to be paid to the accounting auditor, pursuant to the provisions of Article 399, Paragraph 1 of the Companies Act.

2. The amounts of compensation for audits paid in accordance with the Companies Act, and the audits conducted in accordance with the Financial Instruments and Exchange Act, are not distinguished in the contract agreement between the Company and the accounting auditor. It is not possible to distinguish between compensation paid for these two types of audits; therefore, the total amount thereof is stated.

(5) Policies for dismissal or non-reappointment of the accounting auditor

When it is deemed necessary to dismiss (or not reappoint) the accounting auditor for reasons relating to the accounting auditor's execution of duties, the Audit & Supervisory Committee shall determine the contents of a proposal to be presented to a General Meeting of Shareholders in respect of the dismissal (or non-reappointment). In addition, when the accounting auditor falls under any of the items of Article 340, Paragraph 1 of the Companies Act, the Audit & Supervisory Committee shall dismiss the accounting auditor with the consent of all members of the Audit & Supervisory Committee. If this is the case, an Audit & Supervisory Committee Member selected by the Audit & Supervisory Committee shall report the dismissal of the accounting auditor and the reasons for such dismissal at the first General Meeting of Shareholders convened after the dismissal.

6. System to Ensure the Appropriateness of Operations

(1) The corporate system to ensure that Directors and employees comply with laws and ordinances, as well as the Articles of Incorporation, in the process of performing their duties

(i) Dissemination and thorough implementation of management philosophy

In order to implement its management philosophy, the Company has established for the Group a Corporate Action Charter and standards of conduct to which all Company members are expected to adhere. The Company informs all executives and staff regarding these policies and asks for each member's understanding regarding the spirit of these regulations and for thorough compliance with the same. All business activities of the Company are based on the premise of compliance with laws and ordinances and the maintenance of corporate ethical standards (below, "compliance").

(ii) Establishment of internal control committee

The Company has established an internal control committee to develop internal control systems, ensuring appropriate risk management and financial reporting. The committee also works to prevent insider trading and ensures thorough supervision and compliance with laws, ordinances, the Articles of Incorporation, and other internal regulations across the entire Group.

(iii) Establishment of compliance committee

The Company has established a compliance committee to promote and ensure compliance within the Group and to develop, communicate, and enforce internal regulations, guidelines, and other related policies.

(iv) Establishment of internal audit office, etc.

The Company has established an internal audit office as an independent unit under the direct supervision of the President and appoints internal auditors to its subsidiary as necessary. Through regular audits and related activities, objective assessments are made as to the effectiveness and efficiency of business, the reliability of various financial reports, safeguarding of assets, compliance status of operations, and the appropriateness and effectiveness of corporate risk management policies. When necessary, the Company ensures the efficacy of internal controls by accepting advice and proposals concerning recommended improvements to the maintenance and operation of systems.

(v) Establishment of compliance reporting and consultation hot-lines

The Company has established compliance reporting and consultation hot-lines both internal to and outside the Company, and has designated compliance liaisons to respond to reports and requests for consultation from employees of the Group, and to identify and resolve any compliance issues at the earliest stage possible.

(vi) Systems for securing reliable financial reporting

The Company establishes internal control systems and oversees their appropriate operation in order to ensure reliable financial reporting for the Group.

(2) Corporate system for maintenance and control of information regarding the performance of duties by Directors

The Group appoints an individual to be responsible for the general management of corporate documents and to appropriately maintain and otherwise control all important documents containing information as to the performance by Directors of their duties in addition to legally required records of proceedings of Shareholders meetings and Board of Directors meetings, as provided in laws and ordinances as well as in the Company's own "Rules for the Management of Documents."

(3) Corporate system for control of risk of loss, including in-house rules for such control

The Group practices risk control under its basic risk control policy and related rules. The Internal Control Committee is responsible for the supervision and promotion of risk management. Additionally, the Company will swiftly respond to emergency situation by establishing an emergency response headquarters managed by the Representative Director and President.

(4) Corporate system to ensure the efficient performance of duties by Directors

(i) Directors and employees perform their duties in appropriate and efficient accordance with the "Rules for the Board of Directors" and "Rules for the Internal Approvals," as well as other related regulations.
(ii) The Company regularly holds Executive Management Committee meetings pursuant to the "Rules for the

Executive Management Committee" and reviews key proposals for the purpose of supporting careful and timely decision-making from the Representative Director and President.

(iii) The Company develops mid- to long-term business plans and operates and expands its business in accordance with these plans. In addition, the Company establishes numerical targets within its business plans for each fiscal year and, through monthly closings, manages progress toward these targets while making relevant reports to Directors.

(5) Basic policy against anti-social forces and their associates

The Group resolutely opposes anti-social forces and their associates that pose a threat to the order or safety of society and forbids their participation in any and all business activities.

(6) Assistant to Audit & Supervisory Committee Members

Audit & Supervisory Committee Members may request that the Representative Director and President appoint an employee to act as an assistant to Audit & Supervisory Committee Members. Upon receiving such a request, the Representative Director and President shall make an appropriate appointment.

(7) Ensuring the independence of assistants to Audit & Supervisory Committee Members from Directors (excluding those serving as Audit &Supervisory Committee Members) and the effectiveness of the Audit & Supervisory Committee Members' instructions to employees

(i) Assistants to Audit & Supervisory Committee Members shall not receive instructions concerning their supporting duties from anyone other than Audit & Supervisory Committee Members.

(ii) Matters such as personnel evaluation and transfer and disciplinary actions concerning employees that assist Audit & Supervisory Committee Members shall be subject to the prior consent of the Audit & Supervisory Committee.

(8) Corporate system for Directors and employees to report to the Audit & Supervisory Committee; corporate system for other reports to the Audit & Supervisory Committee; and corporate system to ensure the efficient performance of audits by the Audit & Supervisory Committee

(i) Any Director or employee shall promptly inform the Audit & Supervisory Committee if and when he/she becomes aware of any circumstance that threatens to cause any significant damage to, or could adversely affect, the Company.

(ii) Audit & Supervisory Committee Members may participate in all matters that they consider important in terms of gaining a better understanding of decision-making processes, conditions, and statuses of the Company's businesses. Accordingly, they may attend Board of Directors meetings, Executive Management Committee meetings, and other important meetings. In addition, they are permitted to view key decision-making documents related to these meetings.

(iii) Audit & Supervisory Committee Members may individually interview Directors and employees in key positions of responsibility to obtain information regarding the management conditions of the Company's businesses.

(iv) Audit & Supervisory Committee Members will regularly exchange opinions with the Representative Director and President and the accounting auditor.

(v) The Company will not apply any sort of unfavorable treatment or unjust punishment to individuals who make reports to the Audit & Supervisory Committee.

(9) Matters related to the treatment of expenses or obligations associated with the execution of duties of Audit & Supervisory Committee Members (limited to the execution of duties of Audit & Supervisory Committee), including the procedures for prepayment or reimbursement of such expenses

(i) The Company will respond without delay to claims for the prepayment of expenses made by Audit & Supervisory Committee Members under Article 399-2 of the Companies Act, accepting responsibility for associated expenses and processing related obligations, except in cases in which these have been determined unnecessary for the execution of the duties of Audit & Supervisory Committee Members.

(ii) The Company authorizes and shoulders expenses incurred when Audit & Supervisory Committee Members seek opinions or advice from external experts, including attorneys and certified public accountants, if it is found necessary for the execution of their duties.

(10) System to ensure appropriate operations of the corporate organization consisting of the Company and its subsidiaries

The Company will take the following measures to properly manage and operate the Group.

(i) We will apply SymBio Charter of Corporate Conduct to our subsidiaries, and strive to ensure thorough awareness of the Charter, along with their respective Codes of Conduct created based on the Charter.

(ii) The Company will build and operate an appropriate internal control system related to the following, to enable appropriate management and business execution of the Group.

1) System for reporting matters related to the execution of duties of subsidiary Directors to the Company
2) Regulations and other systems for risk management and loss control of subsidiaries
3) System to ensure that Directors of subsidiaries are executing their duties efficiently
4) System to ensure that Directors and employees of subsidiaries are executing their duties in compliance with laws and regulations and the Articles of Incorporation

7. Summary of the Status of System to Ensure the Appropriateness of Operations

(i) The Company is striving to foster a culture of compliance across the organization and ensure appropriate operation of internal control systems through its communications with Directors and employees, and through publication of information such as the basic policies regarding internal control systems, corporate compliance conduct principles, basic risk control policies, and the whistleblowing system manual on the Company's intranet bulletin board, etc.

(ii) At the Board of Directors meetings of the Company, Outside Directors (including Directors serving as Audit & Supervisory Committee Members) participate in resolutions from an independent standpoint and monitor and supervise the management. Each Audit & Supervisory Committee Member carries out management audits as well.

(iii) Full-time Audit & Supervisory Committee Members attend important meetings such as the Board of Directors meetings as well as Executive Management Committee meetings, and exchange views with representative directors monthly.

Consolidated Balance Sheet

(As of December 31, 2024)

(Unit: thousands of yen)

Item	Amount	Item	Amount
(Assets)		(Liabilities)	
Current assets	4,924,231	Current liabilities	766,169
Cash and deposits	3,963,580	Accounts payable	635,852
Accounts receivable–trade	423,153	Income taxes payable	102,006
Merchandise and finished goods	115,188	Other	28,310
Semi-finished goods	61,798	Non-current liabilities	4,603
Supplies	61,933	Provision for retirement benefits	4,603
Advance payments	115,126	Total liabilities	770,772
Prepaid expenses	110,947	(Net assets)	
Others	72,503	Shareholders' equity	3,872,907
Non-current asset	44,102	Capital stock	18,336,841
Property, plant and equipment	–	Capital surplus	18,311,713
Buildings	172,767	Retained earnings	(32,685,784)
Tools, furniture and fixtures	107,247	Treasury shares	(89,863)
Accumulated depreciation	(280,015)	Accumulated other comprehensive income	7,894
Investments and other assets	44,102	Foreign currency translation adjustment	7,894
Leasehold and guarantee deposits	44,102	Share acquisition rights	316,758
		Total net assets	4,197,560
Total assets	4,968,333	Total liabilities and net assets	4,968,333

(Note) Amounts of less than one thousand yen are rounded down.

Consolidated Statement of Income

(From January 1, 2024 to December 31, 2024)

(Unit: thousands of yen)

Item	Amount	
I. Net sales		2,452,912
II. Cost of goods sold		579,723
Gross profit		1,873,189
III. Selling, general and administrative expenses		5,750,161
Operating loss		(3,876,971)
IV. Non-operating income		
Interest income	32,116	
Foreign exchange gains	172,323	
Other	20,282	224,722
V. Non-operating expenses		
Commission fee	17,240	
Share issuance cost	19,945	37,186
Ordinary loss		(3,689,435)
VI. Extraordinary income		
Gain on reversal of share acquisition rights	14,298	14,298
VII. Extraordinary loss		
Impairment loss	131,820	131,820
Loss before income taxes		(3,806,957)
Income taxes	26,523	26,523
Loss		(3,833,480)
Loss attributable to non-controlling interests		–
Loss attributable to owners of parent		(3,833,480)

(Note) Amounts of less than one thousand yen are rounded down.

Consolidated Statement of Changes in Equity

(From January 1, 2024 to December 31, 2024)

(Unit: thousands of yen)

	Shareholder's equity				
	Share capital	Capital surplus	Retained earnings	Treasury shares	Total Shareholder's equity
Balance as of January 1, 2024	17,952,692	17,927,584	(28,852,303)	(89,122)	6,938,849
Changes during period					
Issuance of new shares	364,425	364,425			728,850
Issuance of new shares (exercise of share acquisition rights)	19,724	19,724			39,448
Loss attributable to owners of parent			(3,833,480)		(3,833,480)
Purchase of treasury shares				(768)	(768)
Disposal of treasury shares		(19)		28	8
Net changes of items other than shareholders' equity					
Total changes during period	384,149	384,129	(3,833,480)	(740)	(3,065,942)
Balance as of December 31, 2024	18,336,841	18,311,713	(32,685,784)	(89,863)	3,872,907

	Accumulated other comprehensive income		Share acquisition rights	Total net assets
	Foreign currency translation adjustment	Total accumulated other comprehensive income		
Balance as of January 1, 2024	(5,985)	(5,985)	277,044	7,209,909
Changes during period				
Issuance of new shares				728,850
Issuance of new shares (exercise of share acquisition rights)				39,448
Loss attributable to owners of parent				(3,833,480)
Purchase of treasury shares				(768)
Disposal of treasury shares				8
Net changes of items other than shareholders' equity	13,879	13,879	39,713	53,593
Total changes during period	13,879	13,879	39,713	(3,012,348)
Balance as of December 31, 2024	7,894	7,894	316,758	4,197,560

(Note) Amounts of less than one thousand yen are rounded down.

Notes to Consolidated Financial Statements

(Basis of consolidated financial statements)

(Scope of consolidation)

(1) Number of consolidated subsidiaries and the name of consolidated subsidiary

Number of consolidated subsidiaries	One
Name of consolidated subsidiary	SymBio Pharma USA, Inc.

(2) Number of non-consolidated subsidiaries and the name of non-consolidated subsidiary

Number of non-consolidated subsidiaries	One
Name of non-consolidated subsidiary	SymBio Pharma Ireland Limited.

Reason for exclusion from scope of consolidation

The non-consolidated subsidiary is small in size and its total assets, net sales, net income/loss, and retained earnings have no material impact on the consolidated financial statements.

(Application of equity method accounting)

None to be reported.

(Significant accounting policies)

(1) Valuation basis and method of marketable and investment securities

Marketable and investment securities	
Shares of subsidiaries and affiliates	Shares of subsidiaries are stated at cost determined by the moving-average method.
Other marketable and investment securities	
Available-for-sale securities with determinable market value	Available-for-sale securities with a determinable market value are stated at fair value based on marketable value on the closing date and other premises. Any valuation differences are included directly in shareholders' equity. Cost of securities sold is calculated by the moving-average method.
Available-for-sale securities without determinable market value	Available-for-sale securities without determinable market value are stated at cost determined by the moving-average method.
Derivative transactions	Derivative financial instruments are stated at fair value.
Inventories	Merchandise and finished goods are stated at cost determined by the first-in, first-out method, and semi-finished goods and supplies are stated at cost determined by the weighted average cost method. The amount on the balance sheet is calculated by reducing book value when the contribution of inventories to profitability declines. Inventory items are classified into separate categories for the purpose of detailed monitoring of inventory movements and appropriate valuation.

(2) Depreciation and amortization of non-current assets

Property, plant and equipment (excluding lease assets)	Depreciation of property, plant and equipment is computed by the straight-line method. The useful lives of major property, plant and equipment are summarized as follows: Buildings 15 years Tools, furniture and fixtures 6 to 10 years

Intangible assets (excluding lease assets)	Amortization of intangible assets is computed by the straight-line method. Capitalized software costs are being amortized over the period of the internal use of five years.
Lease assets	Depreciation of lease assets is computed by the straight-line method over the lease term with no residual value.

(3) Basis for reserves and provisions

Provision for doubtful accounts	The amount of accounts receivable that are not expected to be collected is recorded to provision for doubtful accounts.

(4) Recognition of significant revenues and expenses

The Group recognizes revenue from the sale of merchandise and finished goods at the time of delivery to the customer, as this is when the control of the merchandise and finished goods is transferred to the customer and performance obligations are satisfied. Revenue from the sale of merchandise and finished goods is estimated within the range in which it is highly probable that there will not be a significant reversal of the consideration promised in the contract with the customer less sales rebates in accordance with the terms of the sales contract. The amount of consideration expected to be refunded to the customer is recorded as a refund liability. The refund liability is estimated based on the terms of the contract and past records.

(5) Other significant matters for preparation of consolidated financial statements

(i) Fiscal year of the consolidated subsidiary

The closing date of the consolidated subsidiary is the same as the consolidated closing date.

(ii) Accounting method for deferred assets

Share issuance costs and bond issuance costs are recorded in full as expenses when incurred.

(iii) Accounting method for retirement benefits

A simplified method is applied in calculating the retirement benefit liabilities and retirement benefit expenses, using the amount of benefits that would be payable if all employees voluntarily retired at the end of the fiscal year as retirement benefit liabilities.

(iv) Standard for translation of foreign-currency denominated assets or liabilities into Japanese yen

Monetary assets and liabilities denominated in foreign currencies are translated into Japanese yen at the spot exchange rate prevailing on the closing date, and the difference arising from such translation is recorded as profit or loss.

Assets and liabilities of overseas subsidiaries are translated into yen at the spot exchange rate prevailing on the consolidated balance sheet date, while revenues and expenses are translated into yen at the average exchange rate during the period. Translation differences are included in foreign currency translation adjustments under net assets.

(Note to Accounting Estimates)

(1) Amount recorded in the consolidated financial statements for the fiscal year under review

Impairment loss recorded in the fiscal year under review: 131,820 thousand yen

(2) Information regarding accounting estimates on the identified item

(i) Calculation method

The Company generally groups its assets by the smallest unit that generates independent cash flows, assesses each grouping for indications of impairment, and determines the recognition of impairment losses for those assets or asset groups for which there are indications of impairment. The Company operates a single business and groups its business assets as a whole company.

When there is an indication of impairment, the Company determines whether an impairment loss should be recognized, and if so, the carrying amount of the asset is reduced to its recoverable amount and an impairment loss is recognized. The recoverable amount is the higher of the net realizable value or the value in use of the asset or asset group, and the recoverable amount for the current fiscal year was measured by the value in use. Value in use is calculated as the discounted present value of future cash flows, and future cash flows are based on the budget approved by the Board of Directors.

(ii) Major assumptions

Future cash flows are estimated on a budgetary basis. Future cash flows are developed based on certain assumptions that take into account important uncertainties, such as the sales situation affected by the sales volume of existing drugs, the timing and likelihood of the launch of drugs in the development stage, and the impact of the progress of the development plan.

(iii) Impact on the consolidated financial statements for subsequent fiscal years

The above major assumptions may be affected by future changes in economic trends and other factors, and if it becomes necessary to revise the assumptions, new impairment losses may be incurred in the next fiscal year.

(Additional information)

(Overdraft and commitment line contracts)

The Group has a revolving credit facility agreement with one bank in a business relationship to efficiently procure working capital. The status of the bank overdraft of the revolving credit facility agreement at the end of the fiscal year under review is as follows:

	(Unit: thousands of yen)
Revolving credit facility agreement	1,950,000
Balance of borrowing outstanding	—
Unused balance	1,950,000

(Consolidated Balance sheet)

Accumulated depreciation included accumulated impairment losses.

(Consolidated statement of income)

R&D costs included in general and administrative expenses: 3,379,471 thousand yen

(Statement of changes in equity)

(1) Type and number of shares issued and treasury shares

(Unit: number of shares)

		At beginning of current period	Increase	Decrease	At end of current period
Common stock	Shares issued	42,278,081	3,650,775	−	45,928,856

(Notes) Increase of 3,600,000 shares in the total number of outstanding common shares is due to a capital increase and increase of 50,775 shares issued in common stock is due to the exercise of share acquisition rights.

(2) Number of shares to be issued upon exercise of share acquisition rights issued at the end of the fiscal year under review

Common stock 2,206,250 shares

(Note) Excludes share acquisition rights for which the commencement date of the exercise period has not yet arrived.

(3) Matters related to dividends from surplus paid during the current fiscal year.

None to be reported

(Financial instruments)

(1) Financial instruments

(i) Policies for financial instruments

The Group procures the funds necessary in light of the pipeline development plan (primarily by third-party allotment and offering by new share issuance). A temporary surplus fund is invested in financial instruments which are highly safe and liquid.

As a principle, the Group does not enter into derivative transactions for speculative trading purposes but uses them within the scope prescribed in the Group's internal rules.

(ii) Types of financial instruments and related risks

Operating receivables such as accounts receivable–trade are exposed to the credit risk of customers. Operating receivables denominated in foreign currencies are exposed to foreign exchange fluctuation risk.

Operating payables such as accounts payable–trade and accounts payable–other are mostly due within 60 days.

The Group uses derivative transactions to avoid foreign exchange fluctuation risks and enters into forward exchange contracts within the scope prescribed in the internal rules based on balances of receivables and payables denominated in foreign currencies as well as the actual volume of export and import transactions denominated in foreign currencies.

Leasehold and guarantee deposits are mostly security deposits related to leased office premises and their refunds are subject to the credit risk of the lessor.

(iii) Risk management for financial instruments

1. Monitoring of credit risks (the risk that customers or counterparties may default on obligations)

In accordance with the Group's internal credit policies for managing credit risk arising from operating receivables, the department in charge periodically monitors the creditworthiness of major customers and monitors due dates and outstanding balances by individual customers. In addition, the Company is making efforts to promptly identify and mitigate risks of bad debts from customers who are having financial difficulties.

The Group enters into derivative transactions only with financial institutions which have a sound credit profile in order to mitigate the counterparty risk.

2. Monitoring of market risk (the risk arising from fluctuations in foreign exchange rates, interest rates, and others)

The Group deposits cash primarily with financial institutions with high credit ratings.

The Group enters into forward exchange contracts in order to avoid foreign exchange fluctuation risks in connection with receivables and payables denominated in foreign currencies.

Followed by appropriate authorization procedures prescribed in the Group's internal rules, the Finance & Accounting department executes and monitors derivative transactions. Transaction performances are reported to the Executive Management Committee on a regular basis.

3. Monitoring of liquidity risks (the risk that the Company may not be able to meet its obligations on the scheduled due date)

Based on the report from each department, the responsible department of the Group prepares and updates its cash flow plans on a timely basis and ensures to maintain the liquidity on hand to manage liquidity risk.

(iv) Supplementary explanation of the estimated fair value of financial instruments

The fair value of financial instruments is based on their quoted market price, if available. When there is no quoted market price available, fair value is reasonably estimated. Since various assumptions and factors are reflected in estimating the fair value, different assumptions and factors could result in different fair value.

(v) Concentration of credit risk

As of the end of fiscal year under review, 100% operating receivables are from one particular major customer.

(2) Fair value of financial instruments

The carrying value on the consolidated balance sheet, fair values, and their differences as of December 31, 2024 are as follows.

(Unit: thousands of yen)

	Carrying value on the balance sheet	Fair value	Difference
Leasehold and guarantee deposits	44,102	43,446	(655)
Assets, total	44,102	43,446	(655)
Derivative transactions (*1)	(9,827)	(9,827)	—

(Note) 1. Receivables and liabilities arising from derivative transactions are presented on a net basis and net liabilities are shown in parentheses.

(Note) 2. Cash and deposits, Accounts receivable–trade, Accounts payable–trade, Accounts payable–other, Income taxes payable and Consumption taxes payable are omitted because they are cash or are settled within a short time and the fair value is almost equal to the book value.

(Note) 3. The redemption schedule for monetary assets and securities with maturities after the closing date

(Unit: thousands of yen)

	Due in one year or less	Due after one year through five years	Due after five years through ten years	Due after ten years
Cash and deposits	3,963,580	—	—	—
Accounts receivable–trade	423,153	—	—	—
Total	4,386,733	—	—	—

(Notes) Lease and guarantee deposits are not included because it is not possible to clearly determine the return date necessary to estimate the amortized amount of lease and guarantee deposits.

(3) Fair Value of Financial Instruments by levels

The fair value of financial instruments is classified into the following three levels based on the observability and materiality of the

inputs used to calculate fair value.

Level 1: Fair value derived from quoted prices in active markets for identical assets or liabilities.

Level 2: Fair value derived from observable inputs that are not included in Level 1 inputs.

Level 3: Fair value derived from unobservable inputs.

When multiple inputs that have a significant impact on the fair value calculation are used, the fair value is classified at lower level

category.

(ⅰ)Financial instruments measured at fair value

(Unit: thousands of yen)

Classification	Fair value			
	Level 1	Level 2	Level 3	Total
Derivative transactions				

Currency-related transactions	—	662	—	662
Liabilities, total	—	662	—	662

(Notes) Net receivables and payables, which were derived from derivative transactions, are presented in net amounts, and any item for which the total becomes a net liability is indicated in parentheses.

(ⅱ)Financial instruments other than those measured at fair value

(Unit: thousands of yen)

Classification	Fair value			
	Level 1	Level 2	Level 3	Total
Leasehold and guarantee deposits	—	43,446	—	43,446
Assets, total	—	43,446	—	43,446

(Notes) Derivative transactions

Fair value calculations are based on quoted prices provided by counterparty financial institutions and are classified as Level 2 fair value.

Leasehold and guarantee deposits

Based on a reasonably estimated expected return period, the fair value is calculated based on the present value of the future cash flows discounted by the Japanese government bond yields corresponding to the period until redemption, and is classified as Level 2 fair value.

(Revenue recognition)

(1) Information about breakdown of revenue from contracts with customers

(Unit: thousands of yen)

	Current Consolidated Fiscal Year (From January 1, 2024 to December 31, 2024)
Sales of Merchandise and finished goods	2,452,912
Revenue from contracts with customers	2,452,912
Sales to external customers	2,452,912

(2) Underlying information in understanding revenue

Underlying information in understanding revenue is as stated in (Basis of consolidated financial statements), (Significant accounting policies), (4) Recognition of significant revenues and expenses.

(3) Information for understanding the revenue amount for the fiscal year under review and subsequent fiscal years

(i) Balance of contract assets and contract liabilities

The Group has no balance of contract assets and contract liabilities. In addition, no revenue was recognized in the fiscal year under review from performance obligations satisfied in previous fiscal years.

(ii) Transaction price allocated to remaining performance obligations

The Group does not have any material transactions with an initial expected term of contract exceeding one year. Further, there is no material amount of consideration arising from contracts with customers that is not included in the transaction price.

(Per-share information)

(1) Net assets per share	84.66 yen
(2) Net loss per share	(85.00) yen
Average number of shares outstanding during the year	45,097,206 shares

(Significant subsequent events)

(Conclusion of a Program for Issuance of Bonds with Stock Acquisition Rights and Issuance of Unsecured Convertible Bond Type Bonds with Stock Acquisition Rights by Third-Party Allotment)

By resolution of the Board of Directors meeting held on December 25, 2024, the Company entered into an agreement with Cantor Fitzgerald Europe to establish a bond issuance program with stock acquisition rights. Under this bond issuance program, the Company planned to issue the Convertible Bonds with Stock Acquisition Rights for a maximum aggregate payment amount of 2,400,000,000 yen through across four tranches: the 4th, 5th, 6th, and 7th Third-Party Allotments, nevertheless the issuance of the 6th Third-Party Allotments was cancelled.

As at the date of submission, the details of 4th and latter convertible bonds with stock acquisition rights are as follows.

(4th convertible bonds with stock acquisition rights)

The payment was completed on January 10, 2025.

1	Name of Bonds	SymBio Pharmaceuticals Limited 4th Unsecured Convertible Bonds with Stock Acquisition Rights
2	Due Date of Payment	January 10, 2025
3	Total Number of Stock Acquisition Rights	12 units
4	Issuance Price of Bonds and Stock Acquisition Rights	Bonds: Total value of 600,000,000 yen
5	Potential Shares from the Issuance	3,284,072 shares
6	Total Funds to Be Raised	600,000,000 yen
7	Conversion Price and Adjustment Conditions	182.7 yen No price adjustment clause is attached to the Convertible Bonds with Stock Acquisition Rights.
8	Method of Offering	Third-party allotment
9	Allottee	Cantor Fitzgerald Europe
10	Interest Rate	January 11, 2025, to January 10, 2026: Annual rate of 3.5% From January 11, 2026, onward: Annual rate of 6.0%
11	Interest Payment Date	The first interest payment will be made on March 31, 2025. Subsequent interest payments will be made on June 30, September 30, December 31, and March 31 of each year.
12	Maturity Date	January 10, 2027
13	Redemption Price	Redeemed at par (100 yen per 100 yen face value)

(5th convertible bonds with stock acquisition rights)

The payment was completed on February 5, 2025.

1	Name of bonds	SymBio Pharmaceuticals Limited 5th Unsecured Convertible Bonds with Stock Acquisition Rights
2	Due Date of Payment	February 5, 2025

3	Total Number of Stock Acquisition Rights	12 units
4	Issuance Price of Bonds and Stock Acquisition Rights	Bonds: Total value of 600,000,000 yen
5	Potential Shares from the Issuance	3,508,771 shares
6	Total Funds to Be Raised	600,000,000 yen
7	Conversion Price and Adjustment Conditions	171 yen No price adjustment clause is attached to the Convertible Bonds with Stock Acquisition Rights.
8	Method of Offering	Third-party allotment
9	Allottee	Cantor Fitzgerald Europe
10	Interest Rate	February 6, 2025, to February 5, 2026: Annual rate of 3.5% From February 6, 2026, onward: Annual rate of 6.0%
11	Interest Payment Date	The first interest payment will be made on March 31, 2025. Subsequent interest payments will be made on June 30, September 30, December 31, and March 31 of each year.
12	Maturity Date	February 5, 2027
13	Redemption Price	Redeemed at par (100 yen per 100 yen face value)

(6th and 7th convertible bonds with stock acquisition rights)

	Allocation Resolution Date	Due Date of Payment	Total Funds to Be Raised
SymBio Pharmaceuticals Limited 6th Unsecured Convertible Bonds with Stock Acquisition Rights	Canceled	Canceled	Canceled
SymBio Pharmaceuticals Limited 7th Unsecured Convertible Bonds with Stock Acquisition Rights	March 25, 2025 (Plan)	April 11, 2025 (Plan)	Up to 600,000,000 yen

(Notes) If the total number of the Company's common shares delivered upon three times conversion of issued Convertible Bonds with Stock Acquisition Rights at their respective conversion prices exceeds 11,300,000 shares, the issuance amount for the subsequent 7th Convertible Bonds with Stock Acquisition Rights will be reduced, or their issuance may be cancelled entirely.

Balance Sheet

(As of December 31, 2024)

(Unit: thousands of yen)

Item	Amount	Item	Amount
(Assets)		(Liabilities)	
Current assets	4,675,267	Current liabilities	633,987
Cash and deposits	3,717,087	Accounts payable	503,669
Accounts receivable-trade	423,153	Income taxes payable	102,006
Merchandise and finished goods	115,188	Others	28,310
Semi-finished goods	61,798	Non-current liabilities	4,603
Supplies	61,933	Provision for retirement benefits	4,603
Advance payments	115,126	Total liabilities	638,590
Prepaid expenses	110,947	(Net assets)	
Consumption taxes receivable	33,183	Shareholders' equity	3,764,020
Others	36,849	Capital stock	18,336,841
Non-current assets	44,102	Capital surplus	18,311,713
Property, plant and equipment	—	Legal capital surplus	18,306,841
Buildings	172,767	Other capital surplus	4,872
Tools, furniture and fixtures	107,247	Retained earnings	(32,794,671)
Accumulated depreciation	(280,015)	Other retained earnings	(32,794,671)
Investments and other assets	44,102	Retained earnings brought forward	(32,794,671)
Shares of subsidiaries and associates	0	Treasury shares	(89,863)
Leasehold and guarantee deposits	44,102	Share acquisition rights	316,758
		Total net assets	4,080,779
Total assets	4,719,369	Total liabilities and net assets	4,719,369

(Note) Amounts of less than one thousand yen are rounded down.

Statement of Income

(From January 1, 2024 to December 31, 2024)

(Unit: thousands of yen)

Item	Amount	
I. Net sales		2,452,912
II. Cost of goods sold		579,723
Gross profit		1,873,189
III. Selling, general and administrative expenses		5,853,103
Operating loss		(3,979,914)
IV. Non-operating income		
Interest income	32,116	
Foreign exchange gains	162,384	
Other	20,282	214,783
V. Non-operating expenses		
Commission fee	17,240	
Stock issuance expenses	19,945	37,186
Ordinary loss		(3,802,316)
VI. Extraordinary income		
Gain on reversal of share acquisition rights	14,298	14,298
VII. Extraordinary Loss		
Impairment loss	131,820	131,820
Loss before income taxes		(3,919,838)
Income taxes	3,800	3,800
Net loss		(3,923,638)

(Note) Amounts of less than one thousand yen are rounded down.

Statement of Changes in Equity

(From January 1, 2024 to December 31, 2024)

(Unit: thousands of yen)

	Shareholders' equity				
	Capital stock	Capital surplus			Retained earnings
		Legal capital surplus	Other capital surplus	Total capital surplus	Other retained earnings
					Retained earnings brought forward
Balance as of January 1, 2024	17,952,692	17,922,692	4,891	17,927,584	(28,871,032)
Changes during period					
Issuance of new shares	364,425	364,425		364,425	
Issuance of new shares (exercise of share acquisition rights)	19,724	19,724		19,724	
Loss					(3,923,638)
Purchase of treasury shares					
Disposal of treasury shares			(19)	(19)	
Net changes of items other than shareholders' equity					
Total changes during period	384,149	384,149	(19)	384,129	(3,923,638)
Balance as of December 31, 2024	18,336,841	18,306,841	4,872	18,311,713	(32,794,671)

	Shareholders' equity		Share Acquisition rights	Total net assets
	Treasury shares	Total shareholders' equity		
Balance as of January 1, 2024	△89,122	6,920,120	277,044	7,197,165
Changes during period				
Issuance of new shares		728,850		728,850
Issuance of new shares (exercise of share acquisition rights)		39,448		39,448
Loss		(3,923,638)		(3,923,638)
Purchase of treasury shares	(768)	(768)		(768)
Disposal of treasury shares	28	8		8
Net changes of items other than shareholders' equity			39,713	39,713
Total changes during period	(740)	(3,156,100)	39,713	(3,116,386)
Balance as of December 31, 2024	(89,863)	3,764,020	316,758	4,080,779

(Note) Amounts of less than one thousand yen are rounded down.

Notes to Non-Consolidated Financial Statements

(Significant accounting policies)

(1) Valuation basis and method of marketable and investment securities

Marketable and investment securities	
Shares of subsidiaries and affiliates	Shares of subsidiaries are stated at cost determined by the moving-average method.
Other marketable and investment securities	
Available-for-sale securities with determinable market value	Available-for-sale securities with a determinable market value are stated at fair value based on marketable value on the closing date and other premises. Any valuation differences are included directly in shareholders' equity. Cost of securities sold is calculated by the moving-average method.
Available-for-sale securities without determinable market value	Available-for-sale securities without determinable market value are stated at cost determined by the moving-average method.
Derivative transactions	Derivative financial instruments are stated at fair value.
Inventories	Merchandise and finished goods are stated at cost determined by the first-in, first-out method, and semi-finished goods and supplies are stated at cost determined by the weighted average cost method. The amount on the balance sheet is calculated by reducing book value when the contribution of inventories to profitability declines. Inventory items are classified into separate categories for the purpose of detailed monitoring of inventory movements and appropriate valuation.

(2) Depreciation and amortization of non-current assets

Property, plant and equipment (excluding lease assets)	Depreciation of property, plant and equipment is computed by the straight-line method. The useful lives of major property, plant and equipment are summarized as follows: Buildings 15 years Tools, furniture and fixtures 6 to 10 years
Intangible assets (excluding lease assets)	Amortization of intangible assets is computed by the straight-line method. Capitalized software costs are being amortized over the period of the internal use of five years.
Lease assets	Depreciation of lease assets is computed by the straight-line method over the lease term with no residual value.

(3) Deferred assets

Share issuance costs and bond issuance costs	Share issuance costs and bond issuance costs are recorded as expenses in full at the time of expenditure.

(4) Basis for translating assets and liabilities denominated in foreign currencies into Japanese yen

Monetary assets and liabilities denominated in foreign currencies are translated into Japanese yen at the spot exchange rates prevailing on the closing date, and resulting gains or losses are credited or charged to income.

(5) Basis for reserves and provisions

Provision for retirement benefits	The provision for retirement benefits is provided based on an estimated amount for retirement benefit obligations at the end of fiscal year under review.

	The Company applies the simplified method to calculate amounts of provision for retirement benefits and retirement benefit expenses. That is, the amount of retirement benefit obligations are the payments required for voluntary retirement as of each fiscal year end.
Provision for doubtful accounts	The amount of accounts receivable that are not expected to be collected is recorded to provision for doubtful accounts.

(6) Recognition of revenues and expenses

The Company recognizes revenue from the sale of merchandise and finished goods at the time of delivery to the customer, as this is when the control of the merchandise and finished goods is transferred to the customer and performance obligations are satisfied. Revenue from the sale of merchandise and finished goods is estimated within the range in which it is highly probable that there will not be a significant reversal of the consideration promised in the contract with the customer less sales rebates in accordance with the terms of the sales contract. The amount of consideration expected to be refunded to the customer is recorded as a refund liability. The refund liability is estimated based on the terms of the contract and past performance.

(Note to Accounting Estimates)

(1) Amount recorded in the Company financial statements for the fiscal year under review

Impairment loss recorded in the fiscal year under review: 131,820 thousand yen

(2) Information regarding accounting estimates on the identified item

(i) Calculation method

The Company generally groups its assets by the smallest unit that generates independent cash flows, assesses each grouping for indications of impairment, and determines the recognition of impairment losses for those assets or asset groups for which there are indications of impairment. The Company operates a single business and groups its business assets as a whole company.

When there is an indication of impairment, the Company determines whether an impairment loss should be recognized, and if so, the carrying amount of the asset is reduced to its recoverable amount and an impairment loss is recognized. The recoverable amount is the higher of the net realizable value or the value in use of the asset or asset group, and the recoverable amount for the current fiscal year was measured by the value in use. Value in use is calculated as the discounted present value of future cash flows, and future cash flows are based on the budget approved by the Board of Directors.

(ii) Major assumptions

Future cash flows are estimated on a budgetary basis. Future cash flows are developed based on certain assumptions that take into account important uncertainties, such as the sales situation affected by the sales volume of existing drugs, the timing and likelihood of the launch of drugs in the development stage, and the impact of the progress of the development plan.

(iii) Impact on the consolidated financial statements for subsequent fiscal years

The above major assumptions may be affected by future changes in economic trends and other factors, and if it becomes necessary to revise the assumptions, new impairment losses may be incurred in the next fiscal year.

(Additional information)

(Overdraft and commitment line contracts)

The Company has a revolving credit facility agreement with one banks in a business relationship to efficiently procure working capital. The status of the bank overdraft of the revolving credit facility agreement at the end of the fiscal year under review is as follows:

	(Unit: thousands of yen)
Revolving credit facility agreement	1,950,000
Balance of borrowing outstanding	—
Unused balance	1,950,000

(Balance sheet)

(1) Monetary assets receivable from subsidiaries are as follows.

Short-term monetary assets receivable: 6,313 thousand yen

(2) Accumulated depreciation includes accumulated impairment losses.

(Statement of income)

(1) R&D costs included in general and administrative expenses: 3,379,471 thousand yen

(2) Transaction volume with subsidiaries and affiliates is as follows.

Transaction volume of operating transactions: 1,073,430 thousand yen

(Statement of changes in equity)

Type and number of shares issued and treasury shares

(Unit: number of shares)

		At beginning of current period	Increase	Decrease	At end of current period
Common stock	Treasury shares	87,720	3,119	50	90,789

(Notes) 1. Increase of 3,119 treasury shares in common stock is due to the purchase of shares less than one unit.
2. Decrease of 50 treasury shares in common stock is due to the sale of shares less than one unit to shareholders.

(Tax effect accounting)

Significant components of deferred tax assets and liabilities

Deferred tax assets:	(Unit: thousands of yen)
Research and development expenses disallowed	2,303,876
Excess amortization for deferred assets	458,718
Impairment loss disallowed	125,875
Share-based compensation expenses disallowed	53,801
Loss on revaluation of inventory disallowed	43,272
Accounts payable–other disallowed	34,554
Enterprise taxes payable disallowed	31,530
Asset retirement obligations disallowed	16,221
Retirement Benefits disallowed	1,409
Excess depreciation for lump-sum depreciable assets	933
Loss carried forward	5,868,820
Subtotal of deferred tax assets	8,939,009
Valuation allowances for loss carried forward	(5,868,820)
Valuation allowances for deductible temporary differences	(3,070,189)
Subtotal of valuation allowances	(8,939,009)
Total deferred tax assets	—

(Transactions with affiliated parties)

None to be reported.

(Notes on revenue recognition)

Underlying information for understanding revenue arising from contracts with customers

Underlying information for understanding revenue arising from contracts with customers is as stated in (Significant accounting policies), (6) Recognition of revenues and expenses.

(Per-share information)

(1) Net assets per share	82.12 yen
(2) Net loss per share	(87.00) yen
Average number of shares outstanding during the year	45,097,206 shares

(Significant subsequent events)

(Conclusion of a Program for Issuance of Bonds with Stock Acquisition Rights and Issuance of Unsecured Convertible Bond Type Bonds with Stock Acquisition Rights by Third-Party Allotment)

By resolution of the Board of Directors meeting held on December 25, 2024, the Company entered into an agreement with Cantor Fitzgerald Europe to establish a bond issuance program with stock acquisition rights. Under this bond issuance program, the Company planned to issue the Convertible Bonds with Stock Acquisition Rights for a maximum aggregate payment amount of 2,400,000,000 yen through across four tranches: the 4th, 5th, 6th, and 7th Third-Party Allotments, nevertheless the issuance of the 6th Third-Party Allotments was cancelled.

As at the date of submission, the details of 4th and latter convertible bonds with stock acquisition rights are as follows.

(4th convertible bonds with stock acquisition rights)

The payment was completed on January 10, 2025.

1	Name of Bonds	SymBio Pharmaceuticals Limited 4th Unsecured Convertible Bonds with Stock Acquisition Rights
2	Due Date of Payment	January 10, 2025
3	Total Number of Stock Acquisition Rights	12 units
4	Issuance Price of Bonds and Stock Acquisition Rights	Bonds: Total value of 600,000,000 yen
5	Potential Shares from the Issuance	3,284,072 shares
6	Total Funds to Be Raised	600,000,000 yen
7	Conversion Price and Adjustment Conditions	182.7 yen No price adjustment clause is attached to the Convertible Bonds with Stock Acquisition Rights.
8	Method of Offering	Third-party allotment
9	Allottee	Cantor Fitzgerald Europe
10	Interest Rate	January 11, 2025, to January 10, 2026: Annual rate of 3.5% From January 11, 2026, onward: Annual rate of 6.0%
11	Interest Payment Date	The first interest payment will be made on March 31, 2025. Subsequent interest payments will be made on June 30, September 30, December 31, and March 31 of each year.
12	Maturity Date	January 10, 2027
13	Redemption Price	Redeemed at par (100 yen per 100 yen face value)

(5th convertible bonds with stock acquisition rights)

The payment was completed on February 5, 2025.

1	Name of bonds	SymBio Pharmaceuticals Limited 5th Unsecured Convertible Bonds with Stock Acquisition Rights
2	Due Date of Payment	February 5, 2025

3	Total Number of Stock Acquisition Rights	12 units
4	Issuance Price of Bonds and Stock Acquisition Rights	Bonds: Total value of 600,000,000 yen
5	Potential Shares from the Issuance	3,508,771 shares
6	Total Funds to Be Raised	600,000,000 yen
7	Conversion Price and Adjustment Conditions	171 yen No price adjustment clause is attached to the Convertible Bonds with Stock Acquisition Rights.
8	Method of Offering	Third-party allotment
9	Allottee	Cantor Fitzgerald Europe
10	Interest Rate	February 6, 2025, to February 5, 2026: Annual rate of 3.5% From February 6, 2026, onward: Annual rate of 6.0%
11	Interest Payment Date	The first interest payment will be made on March 31, 2025. Subsequent interest payments will be made on June 30, September 30, December 31, and March 31 of each year.
12	Maturity Date	February 5, 2027
13	Redemption Price	Redeemed at par (100 yen per 100 yen face value)

(6th and 7th convertible bonds with stock acquisition rights)

	Allocation Resolution Date	Due Date of Payment	Total Funds to Be Raised
SymBio Pharmaceuticals Limited 6th Unsecured Convertible Bonds with Stock Acquisition Rights	Canceled	Canceled	Canceled
SymBio Pharmaceuticals Limited 7th Unsecured Convertible Bonds with Stock Acquisition Rights	March 25, 2025 (Plan)	April 11, 2025 (Plan)	Up to 600,000,000 yen

(Notes) If the total number of the Company's common shares delivered upon three times conversion of issued Convertible Bonds with Stock Acquisition Rights at their respective conversion prices exceeds 11,300,000 shares, the issuance amount for the subsequent 7th Convertible Bonds with Stock Acquisition Rights will be reduced, or their issuance may be cancelled entirely.

Audit report on consolidated financial statements by accounting auditor

Independent Auditor's Report

February 27, 2025

The Board of Directors
SymBio Pharmaceuticals Limited

Ernst & Young ShinNihon LLC
Tokyo, Japan

Tetsuya Tomita
Designated Engagement Partner
Certified Public Accountant

Kinuyo Matsuo
Designated Engagement Partner
Certified Public Accountant

Opinion

Pursuant to Article 444, paragraph 4 of the Companies Act, we have audited the accompanying consolidated financial statements, which comprise the consolidated balance sheet, the consolidated statement of income, the consolidated statement of changes in equity, and notes to the consolidated financial statements of SymBio Pharmaceuticals Limited and its consolidated subsidiaries (the Group) applicable to the fiscal year from January 1, 2024 to December 31,2024.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position and results of operations of the Group applicable to the fiscal year ended December 31, 2024, in accordance with accounting principles generally accepted in Japan.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Japan, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The other information comprises the information included in the Group's business report and its supplementary schedules. Management is responsible for preparation and disclosure of the other information. The Audit and Supervisory Committee is responsible for overseeing the Group's reporting process of the other information.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of Management, the Audit and Supervisory Committee for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in Japan, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material

misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern and disclosing, as required by accounting principles generally accepted in Japan, matters related to going concern.

The Audit and Supervisory Committee is responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with auditing standards generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- Consider internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances for our risk assessments, while the purpose of the audit of the consolidated financial statements is not expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation in accordance with accounting principles generally accepted in Japan.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the group audit. We remain solely responsible for our audit opinion.

We communicate with the Audit and Supervisory Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Audit and Supervisory Committee with a statement that we have complied with the ethical requirements regarding independence that are relevant to our audit of the consolidated financial statements in Japan, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied to reduce threats to an acceptable level.

Interest Required to Be Disclosed by the Certified Public Accountants Act of Japan

Our firm and its designated engagement partners do not have any interest in the Group which is required to be disclosed pursuant to the provisions of the Certified Public Accountants Act of Japan.

Audit report by accounting auditor

Independent Auditor's Report

February 27, 2025

The Board of Directors
SymBio Pharmaceuticals Limited

Ernst & Young ShinNihon LLC
Tokyo, Japan

Tetsuya Tomita
Designated Engagement Partner
Certified Public Accountant

Kinuyo Matsuo
Designated Engagement Partner
Certified Public Accountant

Opinion

Pursuant to Article 436, Section 2, paragraph 1 of the Companies Act, we have audited the accompanying financial statements, which comprise the balance sheet, the statement of income, the statement of changes in equity, the notes to non-consolidated financial statements and the related supplementary schedules of SymBio Pharmaceuticals Limited (the "Company") applicable to the 20th fiscal year from January 1, 2024 to December 31, 2024.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position and results of operations of the Company applicable to the fiscal year ended December 31, 2024, in accordance with accounting principles generally accepted in Japan.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Japan, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The other information comprises the information included in the Group's business report and its supplementary schedules. Management is responsible for preparation and disclosure of the other information. The Audit and Supervisory Committee is responsible for overseeing the Group's reporting process of the other information.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of Management, the Audit and Supervisory Committee for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in Japan, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern and disclosing, as required by accounting principles generally accepted in Japan, matters related to

going concern.

The Audit and Supervisory Committee is responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with auditing standards generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- Consider internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances for our risk assessments, while the purpose of the audit of the financial statements is not expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation in accordance with accounting principles generally accepted in Japan.

  We communicate with the Audit and Supervisory Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

  We also provide the Audit and Supervisory Committee with a statement that we have complied with the ethical requirements regarding independence that are relevant to our audit of the financial statements in Japan, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied to reduce threats to an acceptable level.

Interest Required to Be Disclosed by the Certified Public Accountants Act of Japan

Our firm and its designated engagement partners do not have any interest in the Company which is required to be disclosed pursuant to the provisions of the Certified Public Accountants Act of Japan.

Report of the Audit & Supervisory Committee

We, Audit & Supervisory Committee Members, prepare this report of audit with regard to the execution of Directors' duties during the 20th Term of the Company from January 1, 2024 to December 31, 2024. The methods and results of the audit are as follows.

1. Methods and Contents of the Audit

The Audit & Supervisory Committee regularly received reports from Directors and employees regarding the contents of resolution by the Board of Directors related to matters stipulated in Article 399, Paragraph 13, Item 1, B and C of the Companies Act and the status of establishment and operation of the internal control system set up based on the said resolution, and requested additional explanation as necessary. The Committee has expressed its opinion and conducted an audit using the methods outlined below.

(i) We conducted the audit in compliance with the standards for audits by Audit & Supervisory Board Committee set forth by the said Committee, and abided by the audit policy and division of duties. In cooperation with the Company's Internal Control Division, we attended important meetings and received reports from Directors and employees regarding their execution of duties, requesting additional explanation if necessary. We also reviewed documents for important settlements, and investigated the status of operations and assets of the headquarters and key business offices. Regarding the Company's subsidiary, we communicated and exchanged information with Directors, etc. of the subsidiary, and received reports on the subsidiary's business operations as necessary.

(ii) In addition, we monitored and inspected the independent position of the accounting auditor and the execution of appropriate audits by the accounting auditor, and also received the reporting from the accounting auditor with regard to the state of execution of its duties, requesting additional explanation as deemed necessary. Furthermore, we received the notification from the accounting auditor that "the system to ensure that its duties are executed as appropriate (the items listed by the respective paragraphs of Article 131 of the Ordinance on the Accounting of Companies)" is maintained in accordance with "the standards for quality control of audits (Business Accounting Council)," requesting additional explanation as deemed necessary.

Based on the methods described above, we reviewed the business reports and related supplementary schedules, financial reports (including balance sheet, statement of income, statement of changes in equity, and notes to non-consolidated financial statements) and related supplementary schedules, and consolidated financial statements (consolidated balance sheet, consolidated statement of income, consolidated statement of changes in equity, and notes to consolidated financial statements) for the Term reported.

2. Results of Audit

(1) Results of the audit of the business report

a. The business report and supplementary schedules fairly present the Company's situation in accordance with laws and ordinances and the Company's Articles of Incorporation.

b. No misconduct in the execution of Directors' duties or any material facts in violation of laws or ordinances or the Company's Articles of Incorporation was observed.

c. The contents of resolution by the Board of Directors with regard to the Internal Control System are appropriate. Also, there is no matter to be noted as for the descriptions in the business report regarding such Internal Control System and the execution of Directors' duties.

(2) Results of the audit of the financial statements and related supplementary schedules

Both the methods used for and the results of the audit conducted by the accounting auditor, Ernst & Young ShinNihon LLC, are appropriate.

(3) Results of the audit of the consolidated financial statements

Both the methods used for and the results of the audit conducted by the accounting auditor, Ernst & Young ShinNihon LLC, are appropriate.

February 20, 2025

Audit & Supervisory Committee,
SymBio Pharmaceuticals Limited

Kiyoshi Watanabe
Full-time Audit & Supervisory Committee Member

Kesao Endo
Audit & Supervisory Committee Member

Yasuhiro Tamo
Audit & Supervisory Committee Member

(Note) Audit & Supervisory Committee Members Kiyoshi Watanabe, Kesao Endo, and Yasuhiro Tamo are Outside Directors of the Company as stipulated in Article 2, Item 15 and Article 331, Paragraph 6 of the Companies Act.