SymBio Pharmaceuticals Limited

English Translation

November 19, 2013
SymBio Pharmaceuticals Limited
Fuminori Yoshida
Representative Director
President and Chief Executive Officer

SymBio Announces Issuance of New Shares and Secondary Offering of Shares

TOKYO, Japan, November 19, 2013 -- SymBio Pharmaceuticals Limited (JASDAQ: 4582, hereinafter referred to as "the Company") announced today that the following resolution regarding the issuance of new shares and the secondary offering of the Company's shares in Japan was adopted at the meeting of the Board of Directors held on November 19, 2013.

Details of the issuance are stated below:

1. Issuance of New Shares and Secondary Offering of Shares

(1) New share issue through the public offering

(1) Number of offering shares	6,720,200 common shares
(2) Amount to be paid	The amount to be paid will be determined on a day (the "Determination Date") during the period from Wednesday, November 27, 2013 to Monday, December 2, 2013 in accordance with the method stated in Article 25 of the Regulations concerning Underwriting of Securities, etc. of the Japan Securities Dealer Association ("JSDA").
(3) Amount of capital and additional paid-in capital to be increased	The amount of capital to be increased shall be half of the maximum amount of capital increase, as calculated in accordance with Article 14, Paragraph 1 of the Rules of Account Settlement of Corporations with any fraction less than one yen resulting from the calculation being rounded up to the nearest one yen. The amount of additional paid- in capital to be increased shall be the amount obtained by subtracting the relevant amount of capital to be increased from the relevant maximum amount of capital increase.
(4) Method of offering	The offering of the issuance of new shares shall be conducted through a public offering. SMBC Nikko Securities Inc. shall underwrite and purchase all of the shares. The issue price (offer price) shall be determined on the Determination Date based on the tentative pricing range calculated by multiplying the closing price in ordinary market transactions of Company's common stock in regular trading on the Tokyo Stock Exchange on the Determination Date (or, if no closing price is quoted, the closing price of the immediate preceding date) by 0.90 -1.00 (with any fraction less than one yen being rounded down), in accordance with the method stated in Article 25 of the Regulations concerning Underwriting of Securities, etc. of the JSDA, taking into account market demand and other conditions.

Note: This press release has been prepared for the sole purpose of publicly announcing certain matters relating to the Offering of shares of the Company and not for the purpose of soliciting investment or engaging in any other similar activity. This press release does not constitute an offer of any securities for sale within or outside Japan. Additionally, this press release is not an offer of securities for sale in the United States. The securities have not and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") and may not be offered or sold in the United States absent registration or an exemption from registration under the Securities Act. No offering of securities in the United States will be made in connection with the above mentioned transactions.

(5) Considerations for underwriter	The Company shall not pay any underwriting commissions to the underwriter, although the aggregate amount of the difference between (a) the issue price (offer price) and (b) the amount to be paid to the Company by the underwriter shall constitute proceeds to the underwriter.
(6) Subscription Period	The subscription period shall be from the business day immediately following the Determination Date to the second business day immediately following the Determination Date.
(7) Payment Date	The payment date shall be a day during the period from Wednesday, December 4, 2013 to Monday, December 9, 2013, that is the fifth business day immediately following the Determination Date.
(8) Delivery Date	The business day immediately following the Payment Date
(9) Subscription unit	100 shares
(10) Deposit for subscription	Amount equal to the issue price per share
(11)Others	Determination of the amount to be paid, the amount of capital and additional paid-in capital to be increased, the issue price (offer price) and all other matters necessary for the issuance of new shares through the public offering shall be left to the discretion of the Representative Director, President and Chief Executive Officer. The public offering related to the issuance of new shares shall be conditional upon the securities registration statement filed under the Financial Instruments and Exchange Act of Japan becoming effective.

(2) Secondary Offering (Over-allotments)

(1) Number of shares for secondary offering	1,008,000 common shares The number of shares mentioned above is the maximum number of shares to be sold. The above number may decrease, or the secondary offering to cover over-allotments may be cancelled entirely, depending on market demand and other conditions. The number of shares to be sold shall be determined on the Determination Date, taking into account market demand and other conditions.
(2) Offering party	SMBC Nikko Securities Inc.
(3) Secondary offering price	Undetermined. (The selling price will be determined on the Determination Date; provided, however, that such selling price shall be the same as the issue price (offer price) in respect of the issuance of new shares through the public offering.
(4) Method of secondary offering	Taking into account market demand and other conditions, SMBC Nikko Securities Inc., the lead manager of the public offering, will make a necessary secondary offering of the shares that it will borrow from certain shareholder (s) of the Company.

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(5) Subscription Period	The Subscription period to cover over-allotments shall be the same as the Subscription Period of the new share issue through the public offering.
(6) Delivery date	The Delivery Date shall be the same as the Delivery Date of the new share issue through the public offering.
(7) Deposit for subscription	Amount equal to the issue price per share
(8) Subscription unit	100 shares
(9) Others	Determination of the selling price and all other matters necessary for the secondary offering to cover over-allotments shall be left to the discretion of the Representative Director, President and Chief Executive Officer. The secondary offering to cover over-allotments shall be conditional upon the securities registration statement filed under the Financial Instruments and Exchange Act of Japan becoming effective.

(3) Issuance of new shares by way of third-party allotment

(1) Number of new shares	1,008,000 common shares
(2) Amount to be paid	The amount to be paid shall be the same as the amount to be paid in with respect to new share issue through the public offering
(3) Amount of capital and additional paid-in capital to be increased	The amount of capital to be increased shall be half of the maximum amount of capital increase, as calculated in accordance with Article 14, Paragraph 1 of the Rules of Account Settlement of Corporations with any fraction less than one yen resulting from the calculation being rounded up to the nearest one yen. The amount of additional paid- in capital to be increased shall be the amount obtained by subtracting the relevant amount of capital to be increased from the relevant maximum amount of capital increase.
(4) Allottee	SMBC Nikko Securities Inc.
(5) Subscription Period	Tuesday, December 24, 2013
(6) Payment Date	Wednesday, December 25, 2013
(7) Subscription unit	100 shares
(8)Others	Determination of the amount to be paid, the amount of capital and additional paid-in capital to be increased, and all other matters necessary for the issuance of new shares by way of third party allotment shall be left to the discretion of the Representative Director, President and Chief Executive Officer. The issuance of new shares by way of third-party allotment shall be conditional upon the securities registration statement filed under the Financial Instruments and Exchange Act of Japan becoming effective.

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2. Use of Funds Raised

This fund will be allocated during a period from January, 2014 through December, 2015 toward development expenses for SyB L-1101 (rigosertib, intravenous) for treating relapsed and refractory Myelodysplastic Syndromes (MDS) and SyB C-1101 (rigosertib, oral agent) for the initial treatment of MDS. Proceeds will also be used to fund development and milestone payments for SyB L/C-1101(rigosertib, intravenous and oral agent) in additional indications outside of MDS.

Until specific financial needs arise, it is our policy to manage this fund by, among other methods, investing it in low risk financial instruments.

【Background and Purpose of the Offering】

Research and development of new orphan drugs in the fields of cancers, hematology and autoimmune diseases are being increasingly investigated by many universities, laboratories and bio-ventures rather than major pharmaceutical companies, particularly in Europe and the U.S. providing many effective new drug candidates. However, the development of drugs in those fields is very challenging, requiring a high degree of specialization and economic stability and liberty. As a consequence, in Asian countries including Japan, these fields are considered “underserved therapeutic areas” that have been virtually untapped.

Since its foundation, SymBio has worked on the development of new drugs in these areas, focusing on cancers, hematology and autoimmune diseases, which pose a high barrier to entry.
Currently the Company has three drug candidates for development and commercialization in SyB L-0501 (TREAKISYM®), SyB L-1101 (rigosertib: intravenous), and SyB C-1101 (rigosertib: oral).

With regard to TREAKISYM®, the company acquired the approval for marketing in Japan in October, 2010 in order to apply for the treatment of relapsed/refractory low-grade non-Hodgkin's lymphoma and mantle cell lymphoma. Encouraging treatment results have been already gained from more than 7,000 patients of the diseases since the launch in December, 2010. The Company is currently advancing the development with this agent further in order to acquire an approval for new application for the treatment of other diseases including frontline low-grade non-Hodgkin's lymphoma.

Further, the Company in-licensed an anti-cancer agent rigosertib from a U.S company Onconova Therapeutics, Inc. in July, 2011. Phase I clinical trials of intravenous and oral rigosertib (SyB C-1101) are ongoing in relapsed/refractory Myelodysplastic Syndromes (MDS) and frontline Myelodysplastic Syndrome, respectively. The licenser Onconova is advancing the development with this agent for its application for the treatment of some solid tumors as additional indications.

(Note) 1 SyB L-1101, SyB C-1101, and SyB L/C-1101 are the development codes in the Company.

2 Myelodysplastic Syndromes (MDS) represent a group of diverse myeloid (bone marrow) stem cell disorders that gradually affect the ability of bone marrow to produce red blood cells, white blood cells and platelets sufficiently. Blood stem cells fail to mature into healthy blood cells, and the immature blood cells, called blasts, do not function normally and either die in the bone marrow or enter the blood. A higher percent of blasts is linked to a higher likelihood of developing acute myeloid leukemia and poorer overall prognosis. The risk of MDS increases with age and the disease commonly affects the elderly. In Japan, the number of the patients is estimated to be around 11,000 (according to the survey of patients by the Ministry of Health, Labour and Welfare in 2011). At present, there is only one therapeutic agent sold as a

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treatment for MDS, and therefore the patients are waiting for a new medical agent for the disease to be developed.

3 The patients of relapsed/refractory diseases are classified into ones who have developed resistance to the initial treatment, ones who haven't developed resistance to the treatment but relapsed, and ones who have relapsed and developed resistance to the treatment.

4 The "milestone" refers to a lump-sum paid to Onconova Therapeutics, the licenser, under the License Agreement when successful events such as acquiring an approval occur.

5 Onconova Therapeutics, based in the U.S. States of Pennsylvania and New Jersey, is a pharmaceutical company specializing in biopharmaceuticals. Focusing on cancer treatment and protection of healthy cell since its foundation in 1998, this company has discovered and optimized novel small molecule therapeutics aiming at new molecular and biological therapies, based on its extensive proprietary chemical library comprising more than 125 new drug development candidates for chemotherapy treatments.

About SymBio Pharmaceuticals Limited

SymBio Pharmaceuticals was established in March, 2005, by Fuminori Yoshida, who previously served concurrently as Corporate VP of Amgen Inc. and founding President of Amgen Japan (currently Takeda Bio Development Center Limited). The company's underlying corporate mission is "delivering hope to patients in need" as it aspires to be a leading specialty pharmaceutical company in Asia Pacific dedicated to addressing underserved medical needs with focus in oncology, hematology and autoimmune disease.

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