

March 25, 2024
Symbio Pharmaceuticals Limited
Fuminori Yoshida
Representative Director
President and Chief Executive Officer
(Securities Code: 4582)

Notice of Shareholder Voting Results for the 19th Annual General Meeting of Shareholders

Symbio Pharmaceuticals Limited (“the Company”) today announced the shareholder voting results for the 19th Annual General Meeting of Shareholders held on March 22nd, 2024 (the “AGM”) as below. All resolutions were approved as proposed by advance voting (mail or online) and the votes exercised in person at the AGM.

1. Resolutions

Proposal 1: Partial amendment to the Articles of Incorporation

The Articles of Incorporation will be partially amended to increase the total number of authorized shares. The purpose of the increase is to enable the Company to implement a flexible and agile capital policy in the future.

Proposal 2: Election of six (6) Directors (excluding Directors serving as Audit & Supervisory Committee Members)

Election of Fuminori Yoshida, Shigetoshi Matsumoto, Bruce David Cheson, Eiji Ebinuma, Toshio Imabeppu, and George Morstyn as Directors of the Company.

Proposal 3: Election of three (3) Directors serving as Audit & Supervisory Committee Members

Election of Kiyoshi Watanabe, Kesao Endo, and Yasuhiro Tamo as Directors serving as Audit & Supervisory Committee Members of the Company.

Proposal 4: Election of one (1) Director serving as Substitute Audit & Supervisory Committee Member

Election of Takashi Watanabe as Substitute Audit & Supervisory Committee Member.

Proposal 5: Determination of the amount of compensation for Directors (excluding Directors serving as Audit & Supervisory Committee Members)

In accordance with the increase in the number of Directors, this proposal asks for shareholders’ approval to increase the maximum annual amount of monetary compensation for Outside Directors to 60 million yen while maintaining the maximum annual amount for Directors at 130 million yen, and to determine the specific amount of compensation for individual Directors and the timing of payment by the resolution of the Board of Directors.

Proposal 6: Overview and conditions for stock options as compensation for Directors.

In accordance with the increase in the number of Directors, this proposal asks for the approval of the shareholders to maintain the maximum annual amount of stock acquisition rights issued to Directors as stock options at 90 million yen, while increasing the maximum annual amount for Outside Directors, included in the maximum annual amount for all Directors, to 45 million yen; to increase the maximum number of stock acquisition rights issued within a year from the date of the Annual General Meeting of Shareholders of each year to 9,000 units; and to maintain other conditions as before.

2. Number of votes indicating approval, disapproval, abstention, or counted as invalid, and requirements for the proposed resolutions to be approved and the voting outcome

Total number of eligible votes: 418,098

Total number of votes exercised (including votes exercised at the AGM): 198,168

Resolutions		Approval (number of votes)	Disapproval (number of votes)	Invalid (number of votes)	Require- ment	Voting outcome (%)
Proposal 1						
Partial amendments to the Articles of Incorporation		170,207	23,860	728	(*)	Approved (85.89)
Proposal 2						
Election of six (6) Directors (excluding Directors serving as Audit & Supervisory Committee Members)	Fuminori Yoshida	176,983	15,789	2,066	(*)	Approved (89.29)
	Shigetoshi Matsumoto	177,792	14,980	2,066		Approved (89.70)
	Bruce David Cheson	177,583	15,189	2,066		Approved (89.59)
	Eiji Ebinuma	177,681	15,091	2,066		Approved (89.64)
	Toshio Imabeppu	177,376	15,396	2,066		Approved (89.49)
	George Morstyn	177,702	15,070	2,066		Approved (89.65)
Proposal 3						
Election of three (3) Directors serving as Audit & Supervisory Committee Members	Kiyoshi Watanabe	180,462	12,392	1,973	(*)	Approved (91.05)
	Kesao Endo	180,181	12,673	1,973		Approved (90.91)
	Yasuhiro Tamo	180,202	12,652	1,973		Approved (90.92)
Proposal 4						
Election of one (1) Director serving as Substitute Audit & Supervisory Committee Member	Takashi Watanabe	178,553	14,026	2,259	(*)	Approved (90.08)

Proposal 5					
Determination of the amount of compensation for Directors (excluding Directors serving as Audit & Supervisory Committee Members)	166,603	26,523	1,669	(*)	Approved (84.07)
Proposal 6					
Overview and conditions for stock options as compensation for Directors.	165,792	26,430	2,616	(*)	Approved (83.64)

- * For Proposal 1, more than or equal to one-third of shareholders who are eligible to vote need to be present at the AGM, and more than or equal to two-thirds of the votes must be in favor to approve the resolution.
For Proposals 2 to 4, more than or equal to one-third of shareholders who are eligible to vote need to be present at the AGM, and more than fifty percent (50%) of the votes must be in favor to approve the resolutions.
For Proposals 5 to 6, more than fifty percent (50%) of the votes in favor are required to approve the resolutions.

3. Reason for a portion of the votes exercised at the AGM not reflected in total votes

As the proposed resolutions were approved based on the total of confirmed advance votes and votes exercised in person at the AGM, certain votes for or against, or abstentions, are not reflected in the above total number of votes exercised.

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