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Notice Regarding the Cancellation of the Issuance of the 6th Unsecured Convertible Bonds with Stock Acquisition Rights through Third-Party Allotment under the Agreement to Establish a Bond Issuance Program with Stock Acquisition Rights and Regarding Change in the Use of Net Proceeds

TOKYO, Japan, February 20, 2025—Symbio Pharmaceuticals Limited (TSE: 4582) (“Symbio” or the “Company”), as announced in the “Notice Regarding the Conclusion of Agreement to Establish a Bond Issuance Program with Stock Acquisition Rights and the Issuance of the 4th Unsecured Convertible Bonds with Stock Acquisition Rights through Third-Party Allotment,” dated December 25, 2024 (the “Initial Press Release”) and in the “Notice Regarding Change in Allotment Resolution Dates for the 6th and 7th Unsecured Convertible Bonds with Stock Acquisition Rights,” dated February 6, 2025 (the “Modification Press Release”), at its Board of Directors meeting held on December 25, 2024, resolved to establish a bond issuance program with stock acquisition rights (the “Program”) in collaboration with Cantor Fitzgerald Europe (the “Allottee”) and to issue the 4th through 7th Convertible Bonds with Stock Acquisition Rights under the Program. The allotment resolution for the 6th Convertible Bonds with Stock Acquisition Rights under the Program was scheduled to take place today.

However, under the terms of the agreement establishing the Program, the acceptance of each allotment by the Allottee is subject to internal approval by the Allottee and/or its affiliates. On February 14, 2025, the Company received a request from the Allottee to adjust the issuance schedule for the 6th Convertible Bonds with Stock Acquisition Rights to align with that of the 7th, stating that subscribing to the 6th allotment as scheduled would be difficult given current market conditions and other factors, that the issuance of the 6th Convertible Bonds with Stock Acquisition Rights would limit the maximum number of shares deliverable through the 7th allotment, and that aligning the schedules would also help streamline procedures. After reviewing the feasibility of adjusting the issuance scheduled for the 6th Convertible Bonds with Stock Acquisition Rights, the Company determined that changing the payment date would constitute a significant modification to the Program. Accordingly, at the Board of Directors meeting held today (February 20, 2025), the Company resolved to cancel the issuance of the 6th Convertible Bonds with Stock Acquisition Rights through Third-Party Allotment. Details regarding changes to the total amount of funds to be raised, the intended use of the net proceeds, and other relevant matters are outlined below.

On February 14, 2025, the Company confirmed that the Allottee intends to subscribe to the 7th Convertible Bonds with Stock Acquisition Rights through Third-Party Allotment as planned, with the allotment resolution scheduled for March 25, 2025. Should any matters arise that require disclosure to investors, the Company will promptly provide updates. Further, if there are any changes to the total amount of funds to be raised or the intended use of net proceeds under the Program, the Company will disclose the relevant details in a timely manner.

For details on the third-party allotment or the Program, please see the Initial Press Release and the Modification Press Release.

Note: This document does not constitute an investment solicitation for any securities for sale. This document has been prepared to publicly announce matters related to the cancellation of the warrant bond issuance, and not for the purpose of soliciting investment. This document does not constitute an offer of investment in nor solicitation for purchase of the warrant bond within the United States. Regarding the warrant bond, Symbio has not registered, and is not scheduled to register, any of them under the United States Securities Act of 1933. The securities may not be offered or sold in the United States without a registration or an exemption from registration under the United States Securities Act of 1933. No offer of securities in the United States will be made in connection with this transaction.

1. The amount of funds to be raised through the Program, intended use of net proceeds, and expected timing of expenditure (post-change)

(Changed sections are underlined.)

(1) Amount to Be Raised (Estimated Net Proceeds)

1) Total payment	¥1,800,000,000
2) Approximate amount of various issuance-related expenses	¥100,000,000
3) Estimated net proceeds	¥1,700,000,000

- (Notes) 1. The amount above reflects the total payment amount for the 4th and 5th Convertible Bonds with Stock Acquisition Rights, plus the maximum expected payment amount for the 7th Convertible Bonds with Stock Acquisition Rights. The breakdown of the total payment amount by allotment is as follows. If the issuance amount for the 7th Convertible Bonds with Stock Acquisition Rights is reduced or if the issuance is cancelled altogether, the estimated net proceeds will decrease accordingly.

· Total payment amount for the 4th Convertible Bonds with Stock Acquisition Rights	¥600,000,000
· Total payment amount for the 5th Convertible Bonds with Stock Acquisition Rights	¥600,000,000
· Total payment amount for the 6th Convertible Bonds with Stock Acquisition Rights	¥0
· Total payment amount for the 7th Convertible Bonds with Stock Acquisition Rights	Up to ¥600,000,000

2. The breakdown of the estimated issuance costs includes legal fees, filing data preparation fees, arrangement fees to the arranger (Cantor Fitzgerald Securities), registration fees for the Legal Affairs Bureau, and other miscellaneous costs (e.g., judicial scrivener fees and credit investigation costs).
3. The estimated issuance costs do not include consumption tax or other taxes.

(2) Use of Net Proceeds

The proceeds from the Third-Party Allotments are planned to be used as follows. Until the funds are allocated to the uses specified below, they will be held as bank deposits. In addition, the Company is considering compensating for the reduction from the originally planned funding amount through internal capital, expenditures by partners, or equity financing as needed.

Specific uses	Amount (Million yen)	Expected timing of expenditure
1) Development funds for antiviral drug brincidofovir (direct expenses)	<u>960</u>	January 2025 to October 2025
2) Development funds for antiviral drug brincidofovir (indirect expenses)	<u>740</u>	January 2025 to October 2025
Total	<u>1,700</u>	

- (Note) The net proceeds from the Third-Party Allotments stated above represent the estimated total maximum payment amount of 1,800,000,000 yen for the Third-Party Allotment, less the estimated issuance costs of

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100,000,000 yen associated with this Third-Party Allotment. However, under the Program, if the total number of the Company's common shares delivered upon conversion of all 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. Therefore, if the Company's stock price falls and the Convertible Bonds with Stock Acquisition Rights are issued at a low conversion price, the total amount of funds raised under the Program may decrease.

(Specific Use of Net Proceeds)

Details on the uses of funds raised are provided below.

1) Development funds for antiviral drug brincidofovir (direct expenses)

The development costs for the antiviral drug brincidofovir include direct expenses associated with the injectable formulation of brincidofovir (IV BCV), which was newly introduced in September 2019. These costs primarily consist of expenses related to the Phase III clinical trial being conducted in the U.S. for adenovirus infections in patients who have undergone hematopoietic stem cell transplantation, expenses for the Phase II clinical trial for cytomegalovirus infections in hematopoietic stem cell transplant patients, and expenditures for the international Phase Ib clinical trial targeting NK/T-cell lymphoma patients, which was initiated in August 2024. The clinical trials are being conducted under contract with global contract research organizations (CROs) in the U.S. Of these expenditures, 960 million yen scheduled for disbursement from January 2025 to October 2025 will be funded using proceeds raised through the issuance of these Convertible Bonds with Stock Acquisition Rights. As of January 2025, 75 million yen has already been disbursed.

2) Expenses related to development of antiviral drug brincidofovir (indirect expenses)

As the development of the injectable formulation of brincidofovir (IV BCV) progresses for multiple indications, the Company expects to incur indirect costs, including personnel expenses and costs for strengthening the development organization. Of these, expenditures amounting to 740 million yen from January 2025 to October 2025 will be covered using the funds raised through the issuance of the Convertible Bonds with Stock Acquisition Rights. As of January 2025, 23 million yen has already been disbursed.

In the event of changes in the uses and breakdown of funds, the pursuit of separate funding, or revisions to its business plans, the Company will promptly disclose such information in each case.

2. Future Perspective

The Company has determined that the cancellation of the issuance of the 6th Convertible Bonds with Stock Acquisition Rights through Third-Party Allotment will have minimal impact on its earnings performance. However, should any matters arise that require disclosure, the Company will promptly make an announcement.

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