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Press Release

ASKA Pharmaceutical Holdings Co., Ltd.

Notice of Treasury Stock Disposal as Remuneration for Restricted Stock

TOKYO, July 15, 2025 - ASKA Pharmaceutical Holdings Co., Ltd. (Head Office: Minato-ku, Tokyo / President, Representative Director: Sohta Yamaguchi, hereinafter the "Company") announced that its Board of Directors, at a meeting held today, resolved to dispose of treasury stock (the "Treasury Stock Disposal") as described below.

1. Overview of the Treasury Stock Disposal

(1) Payment date	August 13, 2025
(2) Class and number of shares to be disposed of	The Company's ordinary shares: 32,700 shares
(3) Disposal price	2,367 yen per share
(4) Total disposal amount	77,400,900 yen
(5) Allottees (and number thereof/ number of shares to be disposed of)	Corporate Officers of the Company (1 person/ 1,500 shares) Directors of the Board of the Company's subsidiaries (9 persons/ 20,400 shares) Corporate Officers of the Company's subsidiaries (7 persons/ 10,800 shares)

2. Purpose and Reasons for the Treasury Stock Disposal

At a meeting of the Board of Directors held on May 17, 2021, the Company resolved to introduce a restricted stock compensation plan ("Plan") as a new compensation plan for the Company's directors, excluding outside directors ("Subject Directors"), to provide sustainable incentives to increase corporate value and share shareholders' value. Furthermore, the Company received approval for the following items at the Extraordinary General Meeting of Shareholders held on June 24, 2021 as compensation for restricted stock transfers under the Plan.

- The Company shall pay monetary compensation claims of up to 100 million yen per year to the Subject Directors.
- The restricted stock transfer restriction period shall be between 10 and 50 years, as determined by the Company's Board of Directors.

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Overview of the Plan

The Subject Directors will pay all the monetary compensation claims paid by the Company under the Plan as assets contributed in kind. And they will be issued or receive the Treasury Stock Disposal of the Company's ordinary shares. The total number of ordinary shares to be issued or disposed of by the Company to the Subject Directors under the Plan shall not exceed 100,000 shares per year. The amount to be paid per share shall be the closing price of the Company's ordinary shares on the Prime Market of the Tokyo Stock Exchange on the business day immediately preceding the date of each Board resolution (if no transaction is effected on that date, the closing price on the immediately preceding business day).

Upon the issuance or Disposal of the Company's ordinary shares under the Plan, a restricted stock allotment agreement shall be executed between the Company and the Subject Directors, which shall include, among other things, (i) the Subject Directors shall not transfer, grant a security interest or otherwise dispose of the Company's ordinary shares allotted under the restricted stock allotment agreement for a certain period, and (ii) the Company shall acquire such ordinary shares without consideration if certain events occur.

At this time, in addition to the Subject Directors, directors of the Company's subsidiaries and corporate officers who do not concurrently serve as directors of the Company or its subsidiaries ("Subject Executives") will be eligible for this Plan for the same purpose as above. In addition, considering the purpose of this Plan, the Company's business conditions, the scope of each director's responsibilities, and various factors, the Company decided to grant a total of 77,400,900 yen in monetary compensation claims and 32,700 ordinary shares to motivate each of the Subject Executives further. In addition, to realize the purpose of introducing this Plan, which is to share shareholder value over the medium to long term, the transfer restriction period is set at 50 years. In the Treasury Stock Disposal, the 17 Subject Executives, the scheduled allottees, will pay all of the monetary compensation claims to the Company and its subsidiaries as assets contributed in kind and receive a disposition of the Company's ordinary shares in accordance with this Plan. The overview of the restricted stock allotment agreement to be executed between the Company and the Subject Executives in this Treasury Stock Disposal is as follows.

3. Overview of the restricted stock allotment agreement

(1) Restricted transfer period: August 13, 2025 - August 12, 2075

(2) Conditions for cancellation of transfer restrictions

The Subject Executives must continuously hold any of the following positions during the restricted transfer period: director, executive officer, corporate officer not concurrently serving as director, corporate auditor, employee, advisor or counselor, or any other similar position at the Company or any of its subsidiaries.

(3) Treatment if the Subject Executives retire due to the expiration of their term of office, mandatory retirement age, or other justifiable reasons during the restricted transfer period

i. Timing of cancellation of restrictions on transfers

Suppose the Subject Executives resign or retire from any of the positions of director, executive officer, corporate officer not concurrently serving as director, corporate auditor,

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employee, advisor or counselor, or any other similar position of the Company or its subsidiaries due to expiration of term of office, mandatory retirement age or other justifiable reasons (except in the case of resignation or retirement due to death). In that case, the restriction on transfer shall be lifted immediately after such resignation or retirement. In the event of retirement or resignation due to death, the restriction on transfer shall be lifted immediately after the retirement or resignation of the Subject Executives. In the case of retirement due to death, the restriction on transfer shall be lifted at a time separately determined by the Board of Directors after the death of the Subject Executives.

ii. Number of shares subject to cancellation of transfer restrictions

the number of shares[*1] obtained by multiplying the number of the allotted shares held by the Subject Executives at the time of such retirement or resignation as specified in (i) by the number[*2] obtained by dividing the period of service (in months) for the restricted transfer period by 12.

*1 If the calculation results in a fraction of a unit of shares, it shall be rounded down.

*2 If the number exceeds 1, it shall be 1.

(4) Acquisition by the Company without consideration

The Company shall naturally acquire without consideration any of the allotted shares whose transfer restriction is not canceled at the time of expiration of the restricted transfer period or at the time of cancellation of the restrictions on transfer as outlined in (3) above.

(5) Stock management

The allotted shares shall be managed in an exclusive account opened by the Subject Executives with Nomura Securities Co., Ltd. during the restricted transfer period so that the allotted shares may not be transferred, pledged as collateral, or otherwise disposed of during the restricted transfer period. To ensure the effectiveness of the restrictions on transfer, Etc., of the allotted shares, the Company has entered into an agreement with Nomura Securities Co., Ltd. concerning the management of the account for the allotted shares held by each Subject Executive. The Subject Executives shall agree to the details of the management of such account.

(6) Treatment in organizational restructuring, Etc.

Suppose the following matters are approved at a General Meeting of Shareholders[*1] of the Company during the restricted transfer period by a resolution of the Board of Directors. In that case, the Company shall cancel the restrictions on the transfer of the allotted shares held by the Company at that time multiplied by the number of shares[*2] obtained by dividing the number[*3] of months from the beginning of the restricted transfer period to the month containing such approval by 12. The Company shall naturally acquire without consideration all of the allotted shares that have yet to be released from the restrictions on transfer as of the time immediately following the release of the restrictions on transfer.

- Merger agreement under which the Company will become a dissolving company
- Share exchange agreement under which the Company becomes a wholly owned subsidiary
- Share transfer plan in which the Company becomes a wholly-owned subsidiary or any other reorganization, Etc.

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*1 If approval by a General Meeting of Shareholders of the Company is not required for such organizational restructuring, Etc., the approval of the Board of Directors of the Company shall be required.

*2 If the calculation results in a fraction of a unit of shares, it shall be rounded down.

*3 If the number exceeds 1, it shall be 1.

4. Basis of calculation and details of the paid-in amount

This Treasury Stock Disposal to the allottees will be made with the monetary compensation claims paid as restricted stock compensation for the fourth fiscal year of the Company under this Plan as the invested assets. In order to eliminate arbitrariness, the Disposal price is set at 2,367 yen, which is the closing price of the Company's ordinary shares on the Prime Market of the Tokyo Stock Exchange on July 14, 2025 (the business day immediately preceding the date of the Board of Directors resolution). The price is the market share price immediately prior to the date of the Board of Directors' resolution, and the Company deems it to be a reasonable and not particularly favorable price.

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