

Sustainability Meeting

27 November 2025

CHUGAI PHARMACEUTICAL CO., LTD.



Important Reminder



This presentation may include forward-looking statements pertaining to the business and prospects of Chugai Pharmaceutical Co., Ltd. (the "Company"). These statements reflect the Company's current analysis of existing information and trends. Actual results may differ from expectations based on risks and uncertainties that may affect the Company's businesses.

Information regarding pharmaceuticals (including products under development) is included in this presentation, but is not intended as advertising or medical advice.

Agenda



01	-Connection with Society- Chugai's Value Creation	Director, Executive Vice President & CFO Iwaaki Taniguchi
02	-Connection Within and Beyond the Company- Establishing a Pharmaceutical Technology Platform	Head of API Process Development Dept., Pharmaceutical Technology Div.
	for Mid-Size Molecule Drugs	Dr. Kenji Maeda
03	-Connection with Capital Markets- Governance Enhancement and Future Challenges	Independent Outside Director Hideo Teramoto



-Connection with Society-Chugai's Value Creation

Director, Executive Vice President and CFO

Iwaaki Taniguchi

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Positioning of the 7th Sustainability Meeting

Planning themes for evolving sustainability each year

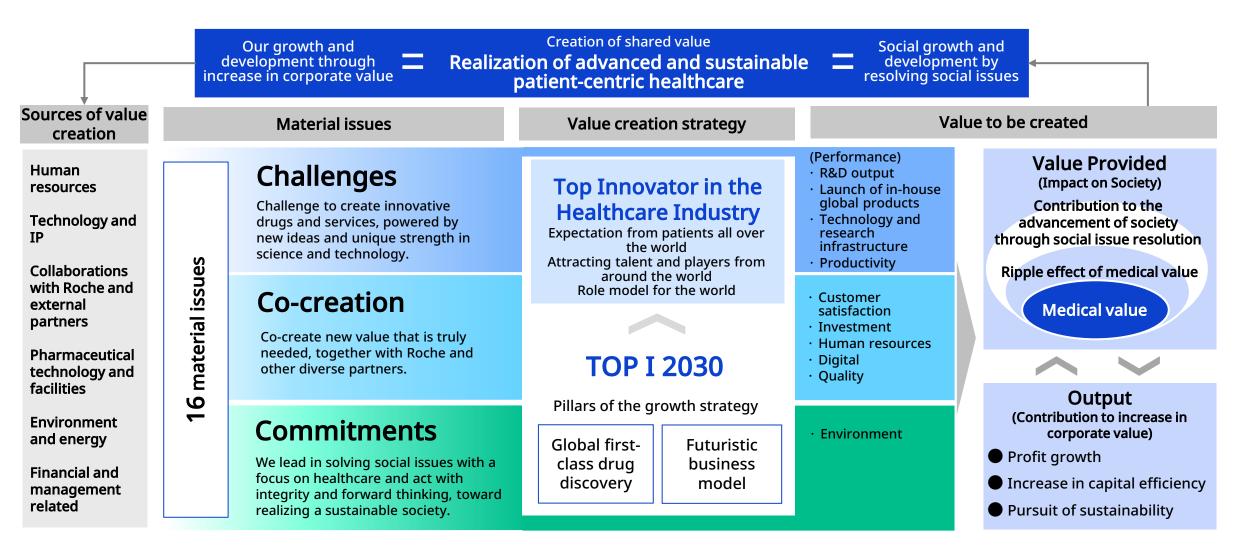
		Previous year ranking in DJSI* Ranking in the pharmaceutical sector	Sustainability issues	Setting of meeting themes
Start of IBI 21	2019 1st meeting	_	Clarifying companywide priorities	· Overview of ESG
	2020 2nd meeting	7th	Aiming to be a progressive ESG company	· Strategies and plans for ESG issues
Start of TOP I 2030	2021 3rd meeting	3rd	Advancing ESG as a management strategy	· ESG as management strategy
	2022 4th meeting	3rd	Seeking to be a role model	· Evolution of ESG and promotion of dialogue
	2023 5th meeting	1st	Restructure value creation model	· Growth strategy and sustainability issues
Refinement of TOP I 2030	2024 6th meeting	2nd	Materiality update	· Materiality revision and sharing issues
100th anniversary	2025 7th meeting	2nd	Sustainability initiatives based on new materiality	· Sharing initiatives focused on new materiality

^{*}S&P Global ESG Score (https://www.spglobal.com/sustainable1/en/scores/results) compiled by the Company

Value Creation Model



■ In 2024, we reorganized a process for creating shared value using materiality as axes



Contribution to Sustainability Using Materiality as Axes



For Chugai, value creation based on the axes of the three Cs means pursuing and contributing to sustainability

Materiality (Material issues)

- Creation of innovative drugs and services, powered by unique strengths in science and technology
- Provision of individualized and optimal solutions to patients
- Access to healthcare
- Quality assurance and stable supply of products and services
- Safety of patients and clinical trial participants
- Co-creation of a healthcare ecosystem with society and community
- Human capital development
- Diversity, equity and inclusion
- Employee well-being
- Privacy protection and responsible use of digital technology
- Respect for human rights
- Corporate governance and stakeholder engagement
- Ethics, compliance and risk management
- Climate change and energy countermeasures
- Contribution to circularity and water management
- Protection of biodiversity

Materiality story

Challenges

Challenge to create innovative drugs and services, powered by new ideas and unique strengths in science and technology.

Co-creation

Co-create new value that is truly needed, together with Roche and other diverse partners.

Commitments

We lead in solving social issues with a focus on healthcare and act with integrity and forward thinking, toward realizing a sustainable society.

Shared value

Realization of advanced and sustainable patient-centric healthcare

Implementation of Materiality



■ Developing business activities in line with our materiality story for value creation

Target status



 Important management issues, including sustainability, organized as materiality, and utilized as the axes (key elements) for determining management strategies and policies



- Management strategies based on materiality reflected by incorporating them into division activities
- Direction of division activities checked and organized based on the definition of materiality (material issues)



- Progress and results shared in line with our materiality story (three Cs)
- Feedback obtained through dialogue utilized in reviewing materiality, etc.

Current initiatives

[Business activities]

 Assessment of current initiatives against the definition of materiality (material issues)

[Value creation indicators]

 Examine value creation indicators (performance indicators) that better express Chugai's value creation story (three Cs)

Challenges: Major Recent Activities



 We continuously take on the challenge of creating value based on our proprietary technologies, science, and innovative ideas

★: Introduced in Topics on the following page

	Recognition of issues (medium to long term)	Main activities
Drug Discovery	 Selection and concentration of management resource investment Strengthening of research to maximize patient value Enhancement of multi-modality strategy and IP strategy 	 Continuous creation of Chugai originated projects and progress on demonstration of value Review of Chugai originated projects, building of a system for flexibly and strategically allocating resources Implementation of drug discovery and development based on Chugai's R&D Principles Establishing of a mid-size molecule drug discovery and pharmaceutical technology platform *Introduced in this presentation Progress on next-generation development projects: DONQ52 and NXT007, etc.
Technology	 Acceleration of drug discovery leveraging AI and digital technology Development of drugs and related services (PSOL¹, FM business², etc.) 	 A project using the antibody drug discovery support technology MALEXA has advanced to clinical development stage (BRY10) ★ Development of software as a medical device (SaMD) for personalized healthcare (PHC) and its development as a PHC solution, promotion of the FM business
Healthcare	 Creation of evidence for optimal treatment selection Establishment of new customer engagement model Global health 	 Initiatives to create post-marketing evidence to contribute to personalized healthcare mainly through the Medical Affairs Div. ★ Promotion of equitable access to healthcare throughout Japan and support for team-based medical care by the Marketing & Sales Div. Team-based medical care workshops for medical professionals in Cambodia

1. PSOL: PHC solutions 2. FM business: Foundation Medicine business

Challenges: Topics

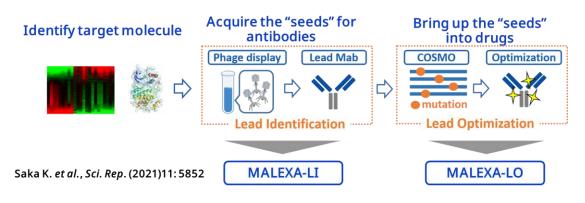


We will further refine our proprietary technological capabilities through the use of digital technology, etc., while promoting initiatives to cultivate deeper understanding of frontline healthcare needs with the aim of providing optimal therapy to individual patients

A project using the antibody drug discovery support technology MALEXA has advanced to clinical development stage

The antibody drug BRY10, which was created using MALEXA, Chugai's proprietary antibody drug discovery support technology based on AI, has now started clinical Phase I trials for chronic disease

MALEXA: <u>Ma</u>chine <u>Le</u>arning <u>x</u> <u>A</u>ntibody



Illustrative diagram

Initiatives to create post-marketing evidence to contribute to personalized healthcare

• The Medical Affairs Division conducts research in collaboration with academia and other partners, analyzing treatment burdens and factors considered in treatment selection through patient interviews. Based on these analytical findings as hypotheses, we are currently undertaking initiatives to further validate them quantitatively.



- ✓ Research on NMOSD¹
- ✓ Research on PNH²
- Contributing to fostering an environment for SDM (Shared Decision Making)

Source: Shimizu Y, et al. 2025; Clinical and Experimental Neuroimmunology. 10.1111/cen3.70026. Ueda Y, et al. Ann Hematol. 2025 Jul;104(7):3575-3584. doi: 10.1007/s00277-025-06486-9. Epub 2025 Jul 18. (Both reports' authors include employees of Chugai Pharmaceutical)

Co-Creation: Major Recent Activities



Promoting co-creation with professionals in Japan and overseas is essential to Chugai's value creation

★: Introduced in Topics on the following page

	Recognition of issues (medium to long term)	Main activities
Co-creation with society and communities	 Promotion of collaboration with academia and companies in Japan and also overseas Enhancement of information provision for patients and caregivers Strengthening collaboration with industry organizations and governments 	 Promotion of joint research with academia and research organizations, etc.¹ at the drug discovery stage ★ Promotion of investment in Chugai Venture Fund, LLC Sharing results of PHARMONY initiatives to incorporate patients' opinions in business activities and holding PHARMONY DAY events to discuss patient participation in healthcare with patient groups and medical professionals Cooperation and discussion with industry groups, etc., toward enhancement of clinical trial information provision to patients Construction of a disease database for blood coagulation disorders in cooperation with patient associations and academia ★ Promotion of policies through coordination between government, domestic and overseas industry groups, and other industries, toward the promotion of science and technology in Japan and the creation of a bioeconomy
Digital	 Coordination and co-creation with partners in Japan and overseas Strengthening of digital security Utilization of advanced AI 	 Promotion of the ASPIRE² project Coordination and collaboration with external partners such as SoftBank Corp. and SB Intuitions Corp. Strengthening of countermeasures and security for risks associated with use of digital technology Utilization of generative AI and AI agents
Human resources	 Acquisition and development of highly specialized human resources Creation of an environment where each employee can participate actively 	 Start of new human resource management system and job postings Company-wide roll-out of job-oriented human resources system Abolition of upper age limit on employment (implemented from 2026) Strengthening of engagement of employees using the 100th anniversary Promotion of the recruitment and participation of post-doctoral talent

^{1.} IFReC, the University of Tokyo, Araris, A*STAR, Noile-Immune Biotech Inc., RIKEN, etc.

^{2.} A business and digital transformation program to implement cutting-edge, global standardization processes and the next generation of enterprise resource planning across Chugai

Co-Creation: Topics



To mark our 100th anniversary, we will renew our commitment to patient-centric healthcare, which is Chugai's core value, and co-create value with patients and medical professionals

Joint research with Professor Shimon Sakaguchi, the University of Osaka



1. Under a comprehensive collaboration agreement with the University of Osaka, Chugai has been promoting various joint research projects related to advanced immunology research with IFReC.

- Professor Shimon
 Sakaguchi of the University
 of Osaka Immunology
 Frontier Research Center
 (IFReC¹) received a
 prestigious international
 award
- Phase I clinical trials is currently underway for an antibody developed using our proprietary drug discovery technology, following our joint research with Professor Sakaguchi

Construction of a disease database for blood coagulation disorders² in cooperation with patient associations and academia

 The construction of a database of blood coagulation disorders, which have small patient numbers and diverse symptoms, will enable the systematic collection of epidemiological information, clinical symptoms, complications, and QOL data



2. Source: Japan Bleeding Disorder Registry Organization (JBDRO), B-Regi (Bleeding Disorder Registry) https://b-regi.net/bregi/, accessed November 27, 2025. (Japanese only)

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Commitments: Major Recent Activities

Chugai is contributing to the realization of a sustainable society through all of its activities, with a central focus on healthcare

★: Introduced in Topics on the following page

	Recognition of issues (medium to long term)	Main activities
Environment	Managing progress and evolving activities toward achieving Mid- Term Environmental Goals 2030	 Achievement of 100% renewable energy ratio in purchased electricity Publication of disclosure reports based on TNFD recommendations ★ Chugai Life Science Park Yokohama designation as a "Nature-Symbiosis Site" by the Ministry of the Environment
Compliance and risk management	 Continuous response to quality and supply risks, and risk reduction Continuous strengthening of governance system Assessment of trends in laws, regulations, and international norms, and rapid response 	 Strengthening of cyber-security system IT digital risk assessment Strengthening of initiatives for evaluating the effectiveness of the Board of Directors (Steady execution of PDCA cycle, strengthening of programs outside of the Board of Directors) *Introduced in this presentation Strengthening of initiatives to prevent harassment by customers (investigation, establishment of rules, training, etc.)
Stakeholder engagement	 Dialogue with multi-stakeholders including capital markets Reflection of engagement results in management activities 	 Strengthening of dialogue with capital markets (disclosure, presentations, individual interviews, etc.) ★ Introduction of a multilingual, multi-channel compliance notification system for all stakeholders Promotion of social contribution activities (experimental classes for children at biology labs, supporting sports for people with disabilities, etc.)

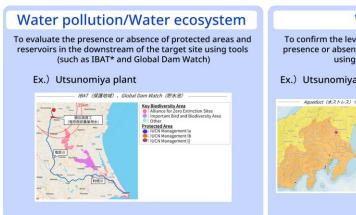
Commitments: Topics

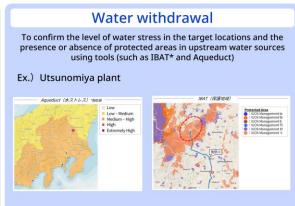


While identifying important topics such as the global environment, governance, and risk management, Chugai will continue to promote medium- to long-term initiatives and dialogue with the capital markets

Publication of disclosure reports based on TNFD recommendations

 Based on the approach recommended by the Taskforce on Nature-related Financial Disclosures (TNFD), assessment of nature-related issues that affect the Company's business activities and formulation and implementation of countermeasures to reduce risks with respect to material issues identified through impact analysis





*IBAT: Integrated Biodiversity Assessment Tool

Strengthening of dialogue with capital markets (disclosure, briefings, individual interviews, etc.)

 Ranked No. 1 in the pharmaceutical sector for "Excellent Companies in Corporate Disclosure" by the Securities Analysts Association of Japan (SAAJ) in 2025 (for the second consecutive year)

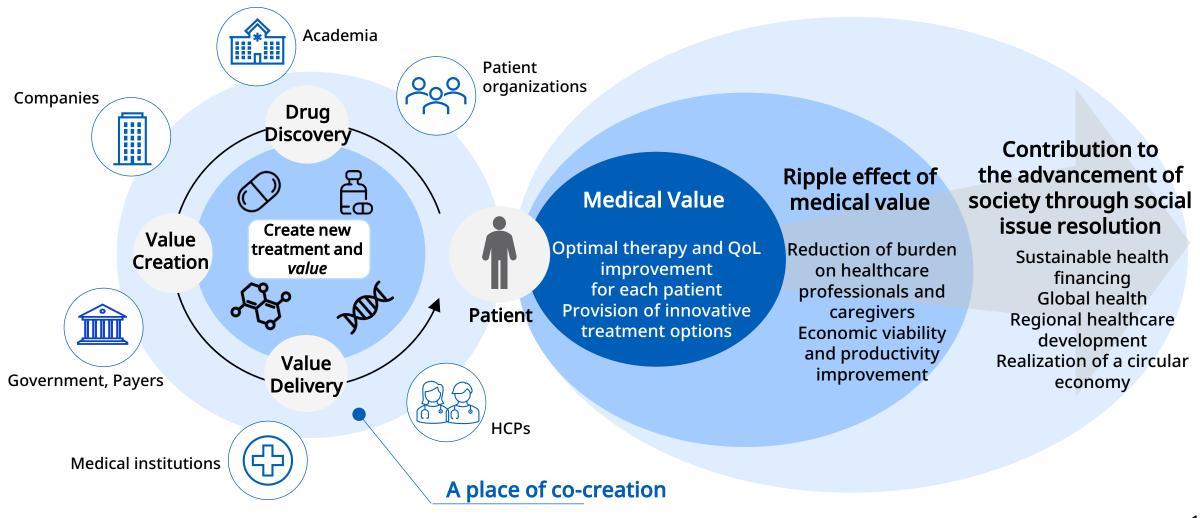


Evaluation item	Main evaluation point		
Management's IR attitude	Management's attitude of engaging sincerely with the stock market, with management and IR functions constantly pursuing improvement		
Briefings, etc.	Providing sufficient and appropriate information for long- term performance forecasts and corporate value calculation, and improving information disclosure on out-licensed products		
ESG-related	Sustainability briefings, ESG data disclosure, opportunities for dialogue with outside directors		
Voluntary information disclosure	Various briefings including R&D, plant observation tours, and timely explanations of products and development projects of high interest to investors		

Toward the Next 100 Years



 We will engage with important issues through co-creation with internal and external partners as we advance toward realizing high quality, sustainable healthcare





-Connection Within and Beyond the Company-Establishing a Pharmaceutical Technology Platform for Mid-Size Molecule Drugs

Head of API Process Development Dept., Pharmaceutical Technology Div.

Dr. Kenji Maeda

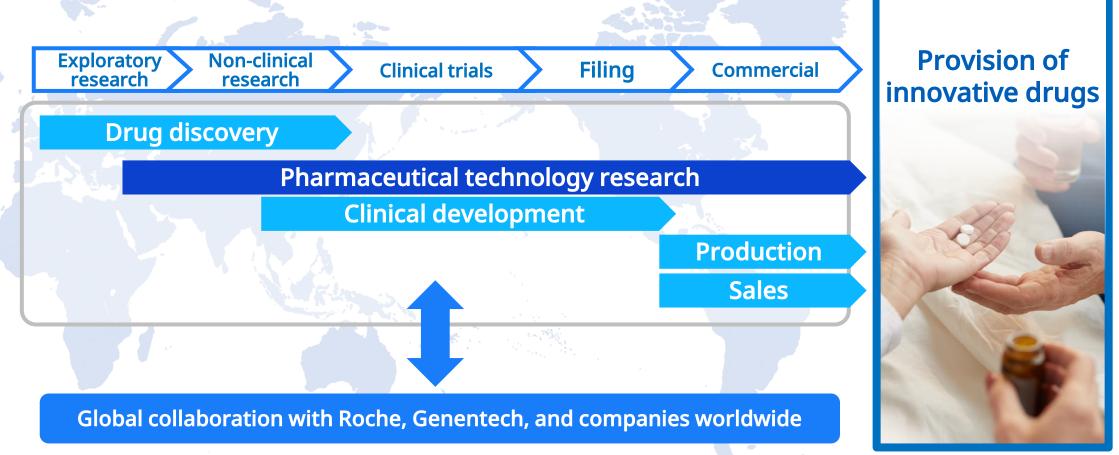
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Pharmaceutical Value Chain and Pharmaceutical Technology Research

 Pharmaceutical technology research bridges a broad range of functions between drug discovery and production

Our mission is to develop production processes that realize stable supply of high-quality drugs

at low-cost for the benefit of patients worldwide



Establishment and Practical Application of Mid-Size Molecule Drug Platform



The establishment and advancement of mid-size molecule (macrocyclic peptide) pharmaceutical technology and production systems embodies the Company's value creation story (three Cs), and is one of the material issues for achieving the targets of TOP I 2030

Material issues

Value creation strategy

Shared value

Challenges

Challenge to create innovative drugs and services, powered by new ideas and unique strengths in science and technology.

Co-creation

material issues

9

Co-create new value that is truly needed, together with Roche and other diverse partners.

Commitments

We lead in solving social issues with a focus on healthcare and act with integrity and forward thinking, toward realizing a sustainable society.

Top Innovator in the healthcare Industry

- Expectation from patients all over the world
- Attracting talent and players from around the world
- Role model for the world

TOP I 2030

Pillars of the growth strategy

Global firstclass drug discovery

Futuristic business model [Development and practical application of mid-size molecule drugs]

Value to be created

As a new modality platform, we will provide new treatment options through the development of drugs for targets inside the body that have traditionally been difficult to reach.

Realization
of advanced
and
sustainable
patientcentric
healthcare



Challenges in Commercialization and Production of Mid-Size Molecules

Mid-size molecules (Chugai-type cyclic peptides) have different structural and physical properties not only to small molecules, but also to conventional peptide drugs. We are directly tackling new issues to enable drug production

Characteristics of Chugai-type cyclic peptides

- <u>Approximately 3 times larger than small</u> molecules
- Cyclic peptide (9–11 residues)
- Most are non-natural amino acids
- Highly potent substance
- Orally administrable

⇒Created through precise molecular design

We needed to resolve the following three issues simultaneously



Development speed



How can we improve the efficiency of producing molecules composed of non-standard amino acids?

How quickly can discovered molecules be made ready for production without reworking?

How safely can highly pharmacologically active substances be mass produced?

Direction for Solutions to Challenges



To achieve production that satisfies the requirements for cost, development speed, and safety, we focused on synthesis methods and equipment. We aimed to resolve issues through coordination and collaboration with internal and external professionals

Overcoming Challenges through Internal and External Collaboration

1 new synthesis technology

Development of a new synthesis technology able to efficiently synthesize non-standard mid-size molecules that include non-natural amino acids

Investment of new synthesis equipment

Design and implementation of synthesis equipment for safe, large-scale production of highly potent mid-size molecules

Establishing a Pharmaceutical Technology Platform for Mid-Size Molecule Drugs

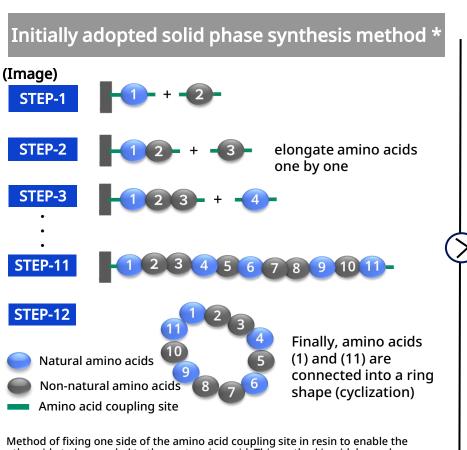
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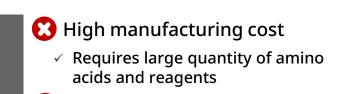
Development of New Synthesis Technology:

(1) Background

Initially we adopted solid phase synthesis method commonly used for peptide drug synthesis. However, we explored new synthesis methods suited to Chugai-type cyclic peptides

Cost





Large scale production is difficult



Safety

- Simple synthesis reaction
- Relatively easy process development
- Ability to synthesize diverse peptides

Cannot use facilities or knowhow for highly potent smallmolecule drugs (liquid-phase synthesis) Need for a breakthrough to simultaneously address all three issues

Method of fixing one side of the amino acid coupling site in resin to enable the other side to be coupled to the next amino acid. This method is widely used as an amino acid peptide synthesis method

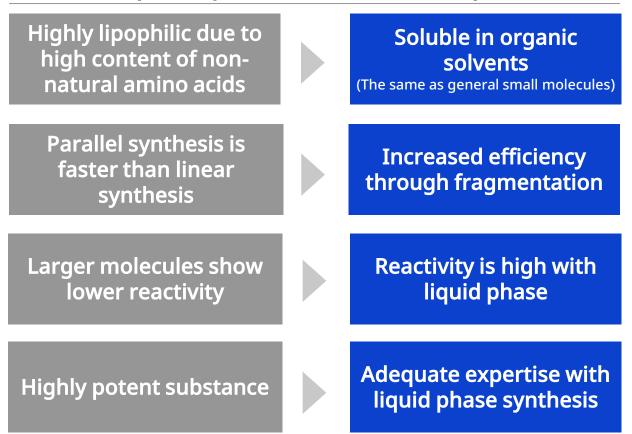
^{*} Hou, Z.; Komiya, S.; Iwasaki, K. et al. Org. Process Res. Dev. 2025, 29, 2764.



(2) Exploring Synthesis Methods

In this system, where many synthetic chemists' first choice is solid phase synthesis, we explored an original approach, deliberately adopting a liquid phase synthesis method. We pursued new possibilities beyond traditional boundaries

Concept for synthesis method development



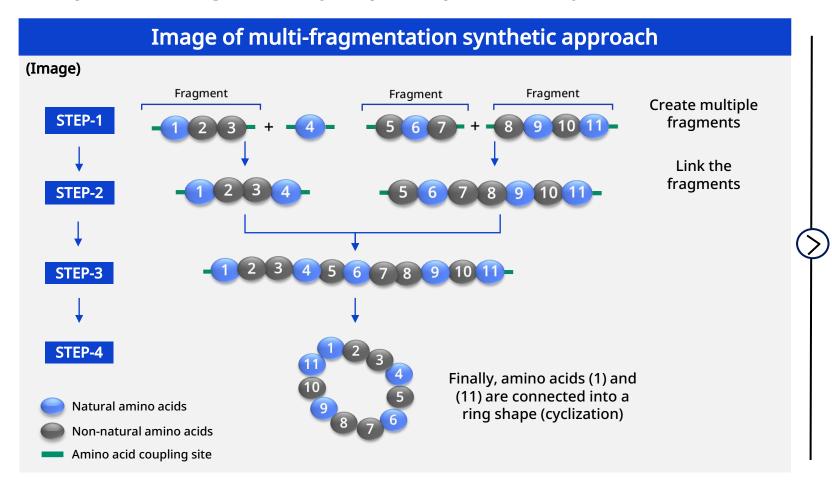
New liquid phase synthesis method (





(3) Multi-Fragmentation Synthetic Approach

A synthetic approach that prepares multiple amino acid fragments in advance and combines.
 Started development as a pharmaceutical technology platform for Chugai-type cyclic peptides that is expected to significantly improve productivity



- Overall manufacturing process can be shortened
- Reactions take place quickly due to liquid phase (can reduce the amount of required reagents and substrates)
- Fragment combination enables design of synthesis routes (high degree of design flexibility)



(4) Challenge to Realize a High-Efficiency Synthesis Method

■ The following three technological factors are essential for the practical application of the multifragment liquid phase synthesis method, with its numerous advantages, and maximization of its potential. Promotion of links with internal and external experts in a wide range of fields

Synthesis route design

How can the optimal route be selected from the combinations of over 1,000 fragments?



Synthesis technology

How will the fragments be synthesized, linked, and cyclized?



High purity, high yield

How can the generation of by-products and impurities be controlled?



Innovation through internal and external cooperation



(5) Co-Creation Inside the Company

 Integrated development of molecule design, synthesis technology, and manufacturing processes, and realized through close cooperation between divisions

Relay-type approach

- ✓ Development is promoted within each division's expertise and clear scope of responsibility
- ✓ Used in cases where the technology is mature
- ✓ Risk of reworking, etc. if issues occur

Drug discovery Pharmaceutical technology research

Production



Agile approach (mutual cooperation)

- Each division contributes its expertise and cooperates on development
- Used for developments that have a high level of difficulty or for rapid development
- ✓ High communication cost



- High level design
- Speed
- Flexibility



ents

- ✓ Trust between divisions (RED, Pharmaceutical Technology Production) built up over many years
- ✓ High-level expertise and technologies cultivated in small molecule medicine
- ✓ Strong commitment from management team to discover innovative drugs and supply them as quickly as possible

Looking ahead to the "multiple simultaneous development phase," where multiple development products discovered from the mid-size molecule drug discovery platform, we will accelerate development speed

RED: Research & Early Development



(6) Co-Creation with External Organizations

 We will accelerate innovation through collaboration with external organizations that have specialized technologies. Looking ahead, we will focus on initiatives aimed at further manufacturing cost optimization

Essential elements (it future focus points)		Cooperation framework			
Å	(1) New synthesis method		CHUGAI Roche Group	Internal cooperation	
Å	(2) New peptide synthesis technology			Joint research (academia)	
Å	(3) Synthesis method for non- natural amino acids			Joint research (academia, CDMO)	(
	(4) Amino acid procurement			External cooperation (CDMO, suppliers)	
	(5) Supply chain construction			External cooperation (CDMO, suppliers)	
Q.	(6) Production equipment			External cooperation (engineering company)	

Examples of results

- ✓ Working with CDMOs, achieved 50 kg scale supply of API for LUNA18
- ✓ Through joint research, reduced the cost of certain non-natural amino acids to less than one third
- ✓ Succeeded in reducing manufacturing process steps by half for the latest Chugai-type cyclic peptide
- √ 23 pharmaceutical technology patents related to mid-size molecules*
- ✓ Currently working with more than 10 CDMOs in Japan and overseas

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Investment of New Synthesis Equipment:

(1) Production Facility for Ultra-High Potency APIs

 Through external collaboration, we built world-class containment facility for manufacturing of ultra-high potency APIs

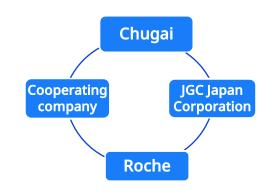
Synthetic API manufacturing building FJ2



- Achieved the world's highest airtight containment level, with a concentration in air of 0.05 $\mu g/m^3$ or less
- With the introduction of automation and the latest technologies, high levels of safety, productivity, operability, washability, and environmental load reduction have been achieved
- Received an award in the Innovation category at the ISPE*12023 Facility of the Year Awards









*2 Next-generation containment technology using JGC Japan Corporation's patented technology





We achieved a high level of containment with the participation of cooperating companies with various specialized technologies, such as JGC Japan Corporation.



Investment of New Synthesis Equipment (2):

(2) Preparing a Seamless Facility

- Building facilities to enable seamless, end to end development from drug discovery to production. Further reinforcement with the recent decision to construct UKX
- Handling of a rich development pipeline and acceleration of development speed

Drug discovery research

Pharmaceutical technology research

Early-stage investigation

Phase 1 – Phase 2

Phase 3 -early commercial

Drug discovery research facilities



Yokohama ¥128.8 billion (2022)



Pharmaceutical technology research and synthesis laboratory facilities



Ukima ¥4.5 billion (2020)



Ukima ¥80.0 billion (2028)

Investigational drugs and production facilities



Fujieda ¥7.0 billion (2003)



Fujieda ¥19.1 billion (2022)

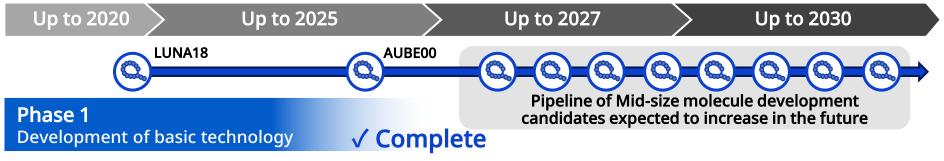


Fujieda ¥55.5 billion (2024)

Further Evolution for the Future



- Construction of basic production infrastructure and pharmaceutical technology platform is complete
- Upgrading our pharmaceutical technology platform to reduce cost and accelerate development in response to future pipeline growth



• Establishment of basic technologies and production infrastructure for the mid-size molecule pharmaceutical technology platform

Phase 2

Construction of pharmaceutical technology platform

 Establishment of platform technologies to enable cost reduction and high-speed development

Phase 3

Enhancement of pharmaceutical technology platform

- Optimization and design technology for high speed/high precision synthesis route
- Reduction of development speed
- Handling simultaneous development for multiple projects

TOP I 2030

Contribution to patients around the world through realization of a global first-class drug discovery

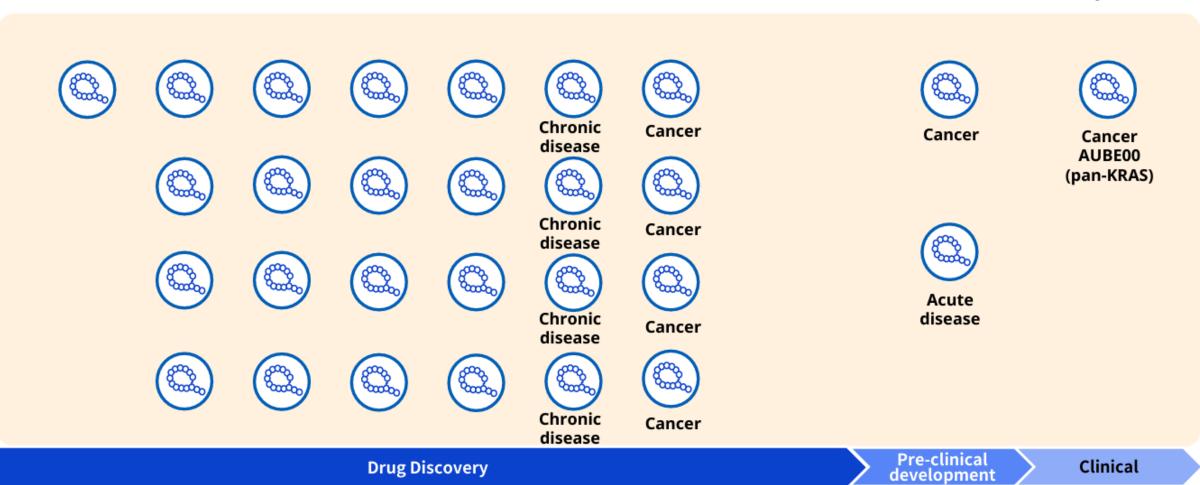


Appendix



Mid-Size Molecule Drug Discovery: Portfolio

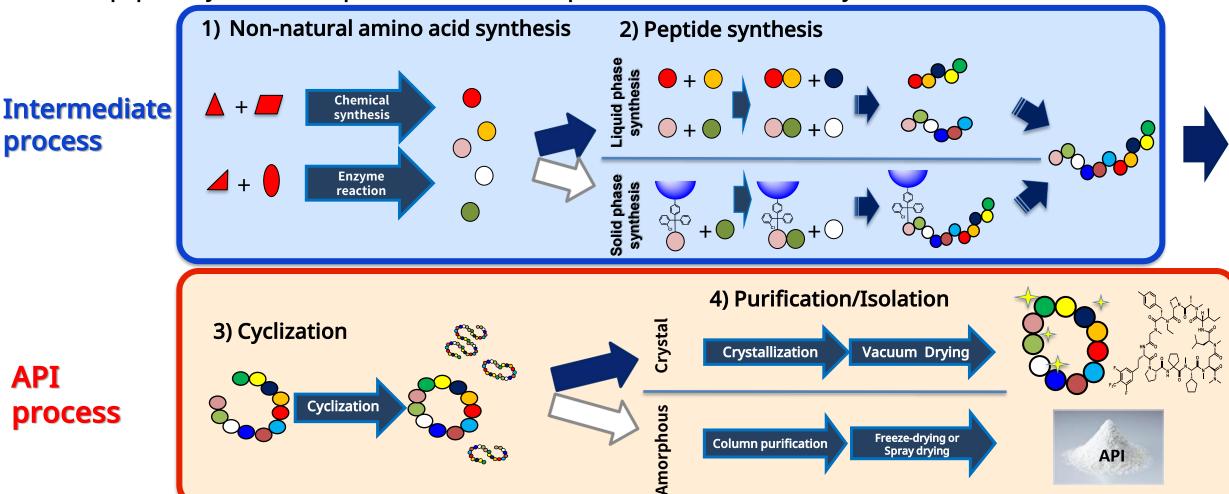
As of July 24, 2025





Chugai-Type Cyclic Peptide Synthesis Method

- Chugai-type cyclic peptides are synthesized through four major steps
- The peptide synthesis and purification/isolation processes each have two synthesis methods



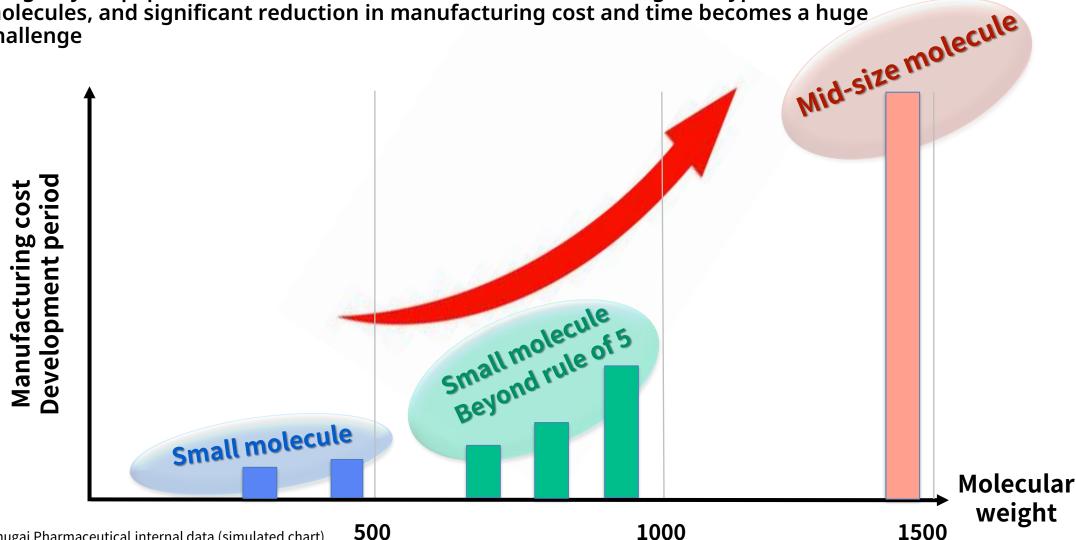


Chugai-type Cyclic Peptide:

Manufacturing Cost and Development period

Molecular weight (size of molecule) and manufacturing cost/period have a correlation

Chugai cyclic peptides have about three times the molecular weight of typical small molecules, and significant reduction in manufacturing cost and time becomes a huge challenge



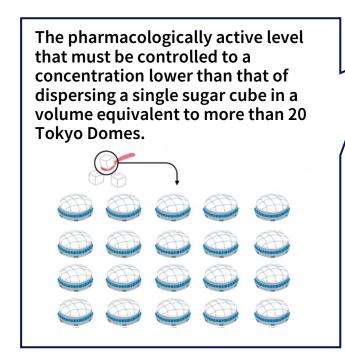
Establishing a Pharmaceutical Technology Platform for Mid-Size Molecule Drugs

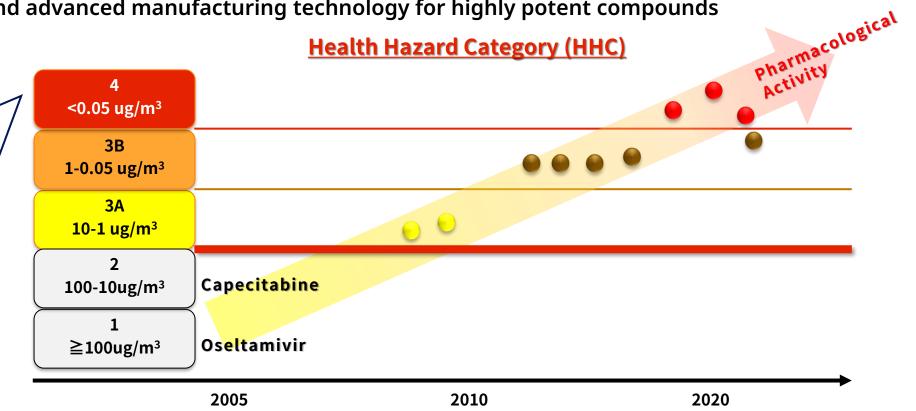
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Chugai-type Cyclic Peptide:

Ultra-high Potency Activity

- Due to advances in drug discovery technology, all synthetic APIs, including mid-size molecules developed inhouse in recent years, are classified as ultra-highly potency APIs
- To produce large quantities safely, it is essential to have manufacturing facilities with extremely high containment capabilities and advanced manufacturing technology for highly potent compounds





Occupational Exposure Limit (OEL)

- ✓ The concentration at which most workers are considered not to suffer health damage, even if they breathe air containing a substance for 8 hours every day, 40 hours a week.
- ✓ Appropriate containment measures (protective equipment, isolator, etc.) are required during development and manufacturing, depending on the OEL

CHUGAI

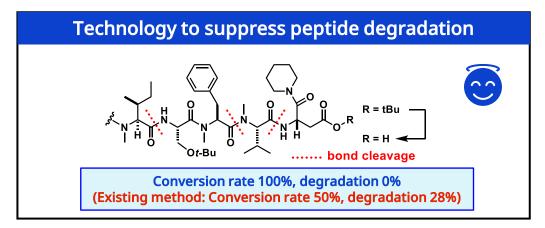
Examples of Newly Developed Peptide

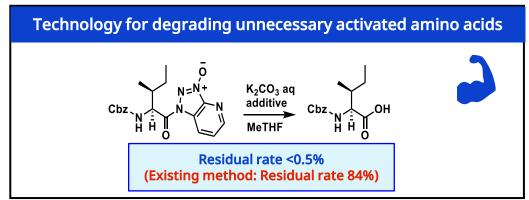
Liquid Phase Synthesis Technology

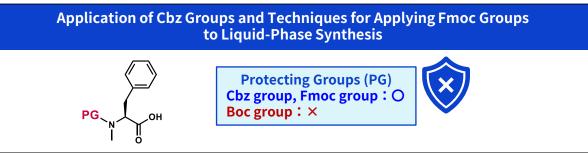
Number of patent applications related to Chugai-type cyclic peptide (published): 66 Among them, pharmaceutical technology: 23

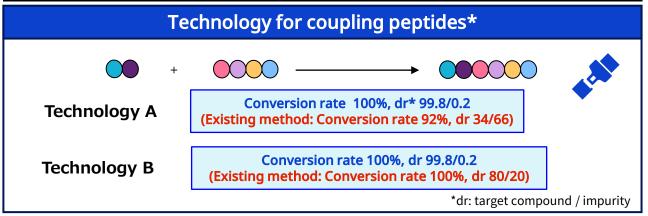
As of May 28, 2025

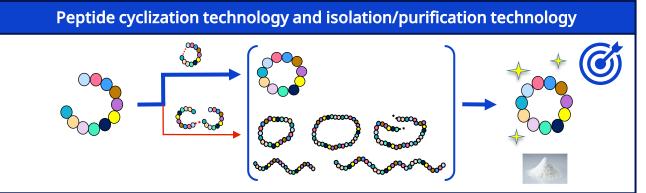
As the pharmaceutical platform technology, we have newly developed various peptide liquid-phase synthesis techniques that can be broadly applied to Chuqai-type cyclic peptides.









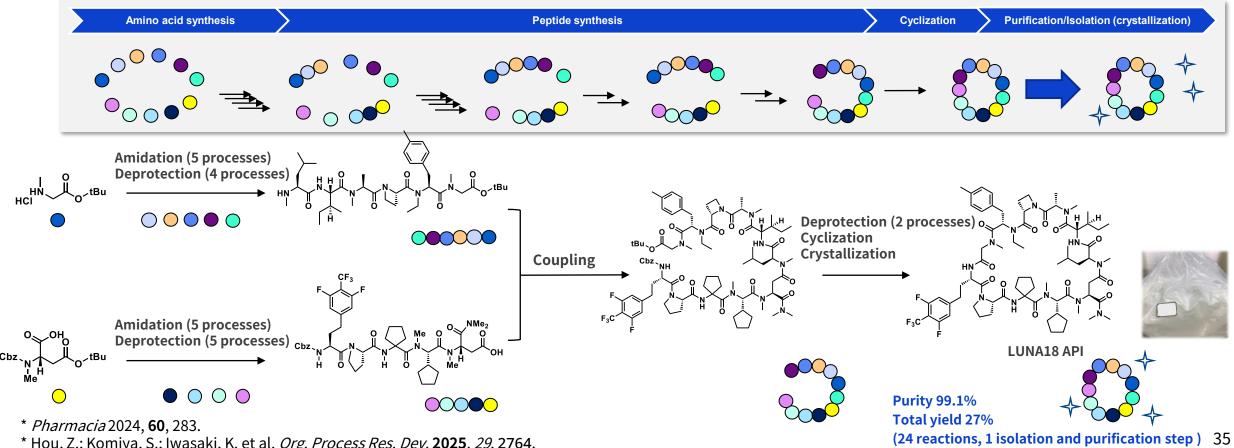


Establishing a Pharmaceutical Technology Platform for Mid-Size Molecule Drugs

Application of Technology to LUNA18 API, the First Chugai-type cyclic peptide



- Successful process development of active pharmaceutical substance preparation method for LUNA18 by convergent liquid phase synthesis method*
 - → Currently, we have succeeded in scaling up to about 50 kg/lot
- The technology has been further advanced for development into a platform and application to subsequent projects

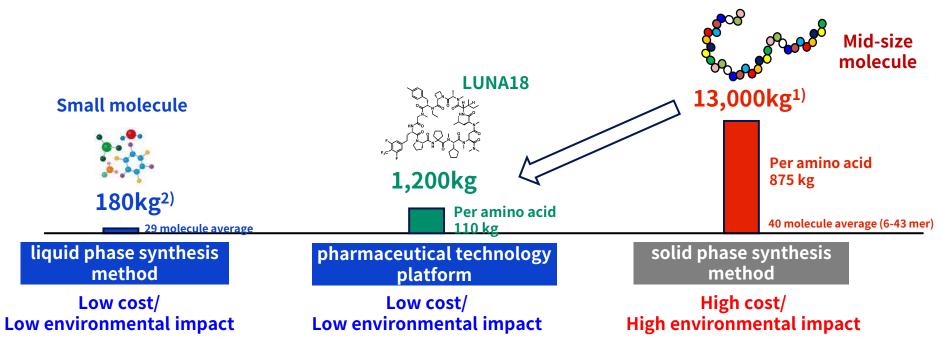


^{*} Hou, Z.; Komiya, S.; Iwasaki, K. et al. *Org. Process Res. Dev.* **2025**. *29*, 2764.



Reduction Effect of Environmental Burden (PMI*: Waste Volume per Kg of API)

- One of the major challenges in the production of Chugai-type cyclic peptides is the amount of waste generated during manufacturing
- By applying our proprietary mid-sized molecule pharmaceutical platform, LUNA18 has successfully reduced the amount of production waste (PMI) to less than one-tenth of that generated by conventional solid-phase synthesis methods





-Connection with Capital Markets-Governance Enhancement and Future Challenges

Independent Outside Director

Hideo Teramoto



Key Discussion Points Regarding Chugai's Governance

We emphasize dialogue with investors, and through discussions with them, we have identified the following three key discussion points

Independent Outside Director's Perspective on Key Issues

1 Role of the Board of Directors
(Board composition and relationship with Roche, etc.)

- 2 Enhancing the Effectiveness of the Board of Directors (PDCA for improving effectiveness, etc.)
- 3 Sharing value with the capital markets
 (Executive compensation and other initiatives, etc. that contribute to increasing shareholder value)

 Relationship to the Five principles for Board of Directors to Enhance "Growth Power" (Ministry of Economy, Trade and Industry)

Themes established by focusing on items related to principles 3, 4, and 5

(Principles 1 and 2 are shared and discussed in the financial results briefings and Annual Reports, etc.)

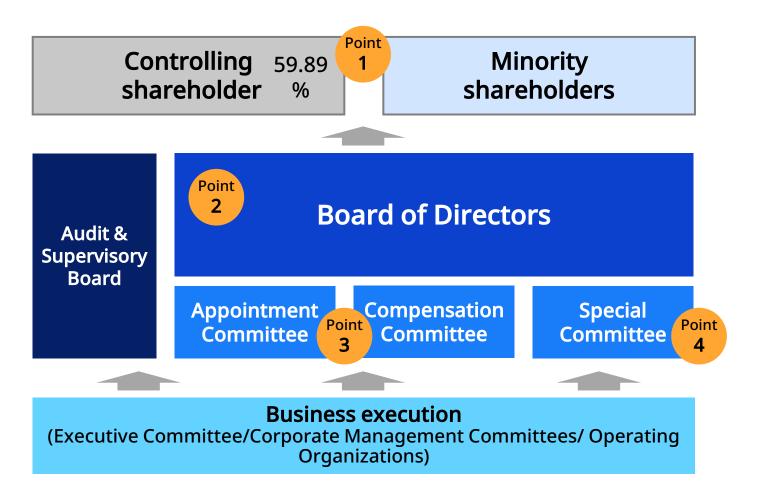
- Principle 1 Development of Value Creation Story
- Principle 2 Promotion of Appropriate Risk-Taking by the Management Team
- Principle 3 <u>Promotion of Medium- to Long-term</u> Oriented Management
- Principle 4 <u>Ensuring an Appropriate Decision-</u> Making Process and Structure
- Principle 5 <u>Ensuring Effectiveness in</u> Nomination and Compensation

CHUGAI Roche Roche Group

1. Role of the Board of Directors:

Characteristics Based on the Business Model

Chugai has characteristics that differ from many Japanese companies to increase its corporate value under a unique business model based on its alliance with Roche



■ Key points



 Construction of a management structure that can meet diverse shareholders' expectations through sustainable growth and medium- to long-term increase in corporate value



- Enhancement of monitoring functions by retaining a majority of non-executive directors
- Stimulation of discussion toward increasing corporate value from diverse perspectives



- Centered on non-executive directors
- Incorporating objectivity, diversity, and global perspectives



- Examination and discussion of transactions with Roche from a conflictof-interest perspective
- Protection of minority shareholders' interests

CHUGAI Roche Roche Group

1. Role of the Board of Directors:

Overall Composition and Basic Approach

The Board of Directors is composed of people who possess diverse knowledge, experience, and skills. As a whole, it has the necessary expertise and capabilities, and appropriate scale and diversity in aspects including gender, international experience, work experience, and age

Executive Directors



Dr. Osamu OkudaRepresentative Director,
President & CEO



Iwaaki Taniguchi
Executive Vice President
& CFO



Dr. Hitoshi IikuraExecutive Vice President



Non-Executive Directors



Dr. Thomas SchineckerRoche Group, CEO



Teresa A. Graham
CEO of Roche
Pharmaceuticals



Boris L. Zaïtra

Head of Corporate

Business Development of
Roche

Appointment Committee









Compensation Committee









Special Committee







*Independent Outside Audit & Supervisory Board Member: Kenichi Masuda







Dr. Mariko Y Momoi



Dr. Fumio Tateishi



Hideo Teramoto



1. Role of the Board of Directors:

Skills and Roles of Non-Executive Directors

 One third of Board members are appointed from the parent Company, strengthening the Company's management from a global perspective

Expected roles:

- Global top level supervision and advice on management
- Consistency with Roche Group management strategy



Dr. Thomas Schinecker Roche Group, CEO

- Management experience in various regions at Roche
- Appointed CEO of Roche Group in 2023



Teresa A. Graham
CEO of Roche Pharmaceuticals

- After joining Genentech, worked in marketing and sales, etc.
- Experience as a Lifecycle Leader for anti-IL-6 receptor antibody



Boris L. ZaïtraHead of Corporate Business Development at Roche

- Served as M&A specialist in financial institutions, etc.
- Appointed Head of Group Business Development at Roche in 2024

- Examples of contributions and questions at Board of Directors meetings, etc.
- Approach to prioritizing portfolio
- Approach to remuneration mix for the management team from a medium- to long-term perspective
- Roche's management policy in light of economic confrontation between the U.S. and China
- Analysis of impacts on Roche Group of the Trump administration's policies, etc.
- Sharing of Roche's best practices for personnel measures, etc.
- Roche Group's pharmaceutical business strategy
- Importance of communication between directors, etc.
- Roche Group's partnering strategy
- Important considerations and points to keep in mind in Go/No Go decision-making, etc.

Roche Roche Group

1. Role of the Board of Directors:

Skills and Roles of Independent Outside Directors

Performing a monitoring function as minority shareholder representatives, and a management support function

- Expected roles: Monitoring from a perspective of diverse values and experience
 - Supervision and advice from perspectives of management, healthcare, and sustainability

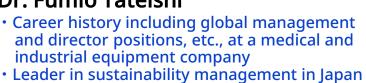


Dr. Mariko Y Momoi

- Professor Emerita of Jichi Medical University, Invited Professor of School of Medicine, Shinshu University, regent of a medical organization, etc.
- Highly knowledgeable in pediatrics, neurology, the molecular pathology of neurological diseases, and molecular genetics



Dr. Fumio Tateishi





Hideo Teramoto

- Experience in management planning, marketing, and director roles, etc. at a life insurance company
- Also responsible for IT, innovation, and wellness

- Examples of contributions and questions at Board of Directors meetings, etc.
- (1) Regarding the formulation of policy on capital allocation
 - Evaluated organized composition, content, and appropriateness of message
 - Evaluated the ease of understanding based on the corporate mission
 - Regarding the method of calculating the risk premium adopted by the Company
- (2) Regarding the new human resource management system
 - Expectations of adopting the job posting system
 - Promoting employees' understanding of the system and support structure
 - Importance of appropriate personnel evaluation under the new system



1. Role of the Board of Directors: Relationship with Roche

Through the Chair of the Special Committee and the activities with Roche in relation to the 100th anniversary, we judged that there is an appropriate level of trust and tension aimed at achieving a win-win relationship

Activities of the Special Committee over the past two years

(Held three times in FY2023 and six times in FY2024)

- Pre-board meeting deliberation on the transactions related to Roche that are subject to resolution by the Board of Directors
- Report on transactions related to Roche

Other opportunities for communication with Roche

- Exchange of opinions with Roche directors at officer programs outside of the Board of Directors (Board Round Table, etc.)
- Messages and sessions by Roche management team at 100th anniversary event, etc.
- Other direct and frank exchanges of opinion with Roche management team at various opportunities, such as before and after the General Meeting of Shareholders and various committee meetings

Evaluation of relationship with Roche

Roche shares the Company's intended direction: "realization of advanced and sustainable patient-centric healthcare"

- Roche's management team has strong expectations of Chugai's management and drug discovery capabilities, and respects its independent management
- Both companies confirm that they will continue with mutual ongoing dialogue and cooperation to maintain and further develop their strategic alliance, which is a unique business model in the industry



2. Enhancing the Effectiveness of the Board of Directors:

PDCA for Evaluating Effectiveness

From FY2024, we have used the results of the evaluation to set priority themes and focused measures to help increase the effectiveness of the Board of Directors

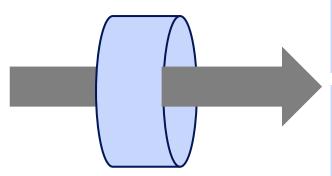
Refinement of evaluation results through self-assessment survey, analysis involving external experts, and individual interviews

List up issues for examination

[Details for FY2024]

- Items requiring extensive discussion
 Progress monitoring of TOP I 2030, specific discussion of strategy
 Discussion of medium- to long-term strategy in terms of pipeline and sustainability
- Priority matters in operation of the Board of Directors
- Explanation of overall image of themes
 Explanation of the progression and content of discussion at the Executive Committee, etc.
- Others
- Supervision of overseas subsidiaries

Analysis of issues



Classification and analysis under the two categories of (1) priority themes and (2) focused measures

Setting of themes and measures

[Priority theme]

Medium- to long-term strategy

[Focused measures]

(Stimulating discussion of medium- to long-term strategy)

- Establishment of programs outside the Board of Directors
- Enhancement of information provision to promote understanding of items for discussion

CHUGAI Roche Roche Group

2. Enhancing the Effectiveness of the Board of Directors:

Policy for Initiatives in FY2025

- We will engage in important discussions regarding drug discovery and geopolitical risks toward the realization of TOP I 2030
- We will continue to strengthen initiatives outside the Board of Directors for acquiring knowledge, promoting understanding, and strengthening cooperation

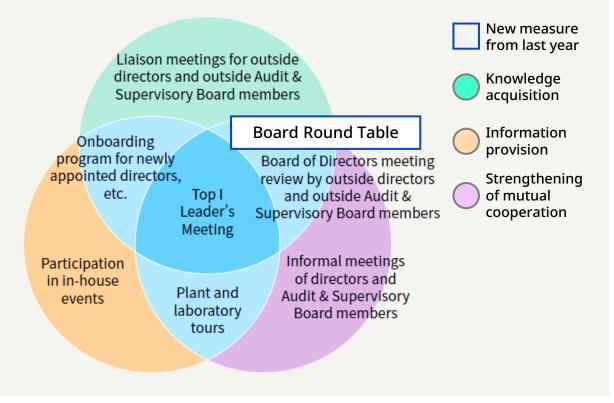
Priority themes

- Progress check on mid-term milestones for realization of TOP I 2030
- Selection of "drug discovery strategy and pipeline" and "policy and response to geopolitical risk, including supply chains" as priority agenda items for the fiscal year

Focused measures

- -Stimulating discussion in the Board of Directors-
- Enhancement of discussion topics and frequency of liaison meetings for outside directors and outside Audit & Supervisory Board members
- Continue to hold Board Round Table meetings including directors who reside overseas
- Continue to enhance explanation of agenda items

Overview of Annual Programs Outside the Board of Directors Meetings



Roche Roche Group

3. Sharing Value with the Capital Market:

Design of Officer Remuneration System

■ For executive director remuneration, in addition to short-term performance, we will further emphasize initiatives to increase medium- to long-term shareholder value

Reference Indicators for Performance-Based Remuneration of Executive Directors

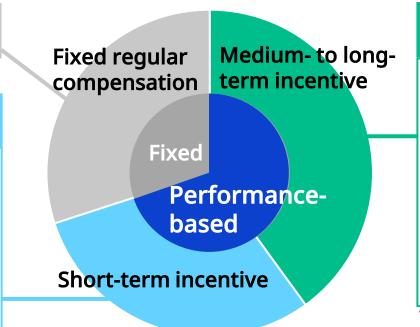
Regular compensation

(CEO: 30%)

Bonuses (CEO: 30%)

[Indicators]

- Core operating profit
- Revenue
- R&D results (main R&D output (post/pre-PoC), number of projects progressing to preclinical development phase)
- Measures to meet performance targets in areas of operational responsibility
- Degree of achievement of ESG objectives (based on evaluation by expert organization, etc.)



Restricted stock compensation (CEO: 40%)

[Indicators]

[Tenure-based] (50%)

 Continuous service during the transfer restriction period

[Performance-based] (50%)

- TSR (Evaluation period: 3 fiscal years) (Number of shares applicable to the lifting of transfer restriction shall be determined within the range of 0% to 100%, based on the comparison of total shareholder return with other domestic pharmaceutical companies)
- Based on growing importance of a long-term perspective in drug discovery, the composition ratio of CEO remuneration was revised from FY2025.

(Medium- to long-term incentive: 35%→40%; fixed

regular compensation: 35%→30%)

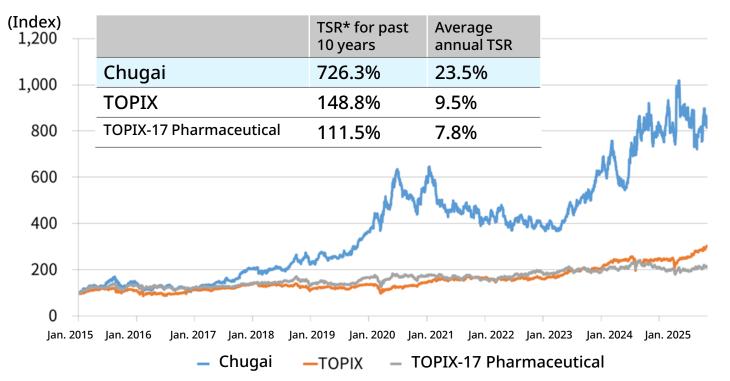


3. Sharing Value with the Capital Market:

Analysis of Shareholder Value

- We have demonstrated rapid growth today, but we aim to achieve stable, long-term share price increase with low volatility
- Aiming to enhance governance and dialogue, which supports share price formation

Share Price over the Past 10 Years



Points to emphasize as an independent outside director

- Continuous strengthening of direct dialogue with capital markets
- Monitoring and advice from the minority shareholder perspective

^{*}TSR: Total Shareholder Return = (share price at the end of the period – share price at the beginning of the period + dividends) ÷ share price at the beginning of the period × 100%



Summary: Key Areas of Focus as an Independent Outside Director

Roche Roche Group

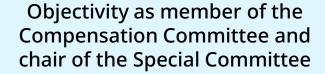
Aiming to achieve sustainable growth and to protect minority shareholders' interests, I will make full use of my own experience and expertise. At the same time, I will promote activities for further increasing the effectiveness of governance

Board of Directors



- Emphasize minority shareholders' interests
- Be mindful of the balance between growth and risk
- In particular, focus on cash management and growth investment, human resource development, and a corporate culture that stimulates innovation, etc.

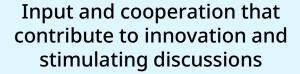
Committees



- Compensation Committee: Maintain and strengthen the remuneration system with a high performance-based ratio for sustainable growth and sharing of value with shareholders
- Special Committee: Careful identification and verification of individual transactions, and cultivation of deeper understanding among the executive through such verification

Other meetings, etc.

(activities of the liaison meetings for outside directors and outside Audit & Supervisory Board members, etc. (Refer to P45))



- More organic discussion utilizing enhanced activities for promoting understanding and strengthening cooperation
- Continuous assessment of the actual situation through participation in executive meetings, events such as CHUGAI AWARDS, and dialogue with front-line employees

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INNOVATION BEYOND IMAGINATION



Roche A member of the Roche group