Chugai Pharmaceutical Purchasing System – Transaction Guidelines

V001

First Edition

Chugai Pharmaceutical Co., Ltd.

Purchasing Department

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This document covers transactions between your company and Chugai Pharmaceutical Co., Ltd. and domestic group companies (hereinafter referred to as "Chugai Pharmaceutical").

Chugai Pharmaceutical conducts transactions of indirect materials (*1) through the Roche purchasing system myBuy (hereafter referred to as "myBuy").
We would like to conduct future transactions in the manner described below, and we ask for your understanding and cooperation.

(*1) All items and services (*2) except direct materials
(*2) Products other than goods, such as outsourced services

1. Quotation and Order by myBuy

1.1. Business Flow Overview

The business flow overview of transactions with myBuy is as follows. For more details, please refer to the items listed below.

Match Type	Overview	Target transactions	Documents received
Purchase Confirmation Document Method (ERS)	• Payment by matching order and delivery information, without an invoice	Goods from catalog-handling business partners (excluding prepayments)	Delivery Note
3-Way Matching (3WM)	• **Payment by matching order, delivery, and invoice information (3 points)**	Goods other than ERS targets, Fixed assets	Delivery Note, Invoice
2-Way Matching (2WM)	• **Payment by matching order and invoice information (2 points)**	Services (excluding fixed assets)	Invoice

Not included in this book.

Key Points	Transactions via myBuy
Types of Transactions	Transactions are classified into the following two categories. 1. Goods Please submit a delivery note upon delivery, and additionally submit an invoice. Payment shall be made based on the invoice. (**3-way matching method**) 2. Services Please submit an invoice upon completion of the service. Payment shall be made based on the invoice. (**2-way matching method**) However, if items such as software are treated as fixed assets, they shall be subject to item 1 above. Please submit both a delivery note and an invoice.
Ad Hoc Quotations	For goods and services other than catalog items, please submit a quotation or conclude a contract in advance. (For detailed procedures, see below.)
Quotation	Please ensure that the quoted amount is stated in a manner that clearly

Response	distinguishes the base price from the tax amount.
Payment Processing	Chugai Pharmaceutical's transaction closing date is the 20th of every month (or the preceding business day if the 20th falls on a non-business day). Invoices received by the transaction closing date shall be paid in accordance with the payment terms agreed upon in the Consent Form (see Note below). Note: This refers to the Consent Form signed in response to the "Request to Commence Purchase Transactions" sent separately.

1.2. Quotation Method and Details

※ If, due to the nature of the transaction, no quotation is exchanged, please proceed to Section 1.3.

1.2.1. About the Quotation Method

For quotations, please exchange quotation documents directly with the orderer at Chugai Pharmaceutical in advance.

1.2.2. Items to Be Included in the Quotation

For quotations related to services, please clearly state the specific dates and periods, such as the service provision date and service period. In addition, if payment timing is to be divided through installment delivery, advance payment, etc., please clearly state the details of the division (year and month of each delivery/invoice, quantity/amount, etc.).

[Items to Be Included in the Quotation]
Addressee / Issue date or submission date / Name of submitter or preparer, or signature / Quotation title / Quoted amount / Delivery location / Delivery date, work period, or service period / Payment timing (e.g., advance payment, monthly payment, milestone payment) / Product name / Unit price / Quantity / Unit / Consumption tax rate or consumption tax amount / Quotation validity period

1.2.3. Regarding Costs Other Than the Base Price

For costs incurred in addition to the base price (shipping, installation fees, etc.), if they have been confirmed in advance, please include them in the base price (as an added amount).
If billed separately, please provide details in the quotation.

1.3. Order Method and Details

1.3.1. About the Order Method

Ÿ Orders will be issued based on your company's designated form, or the conclusion of a transaction agreement shall constitute the order.

1.4. Shipment Processing

※ If, due to the nature of the transaction, no delivery note is exchanged, please proceed to Section 1.5.

1.4.1. Submission Address for Inspection Certificates (Delivery Notes)

Please submit a delivery note as an inspection certificate (work completion reports and acceptance certificates for services are also treated accordingly).

Please prepare a delivery note for each order. (Even if delivery times are the same, do not combine multiple orders into a single delivery note.)

Also, please always include the purchase order number and line item number on the delivery note, and describe the delivery details for each line item.

Submission Method: As a general rule, please submit the original paper document to the receiving staff at each business location upon delivery of the product.

Ÿ Even when advance payment is stipulated in a contract, please also submit an invoice.

Ÿ If you are delivering to multiple locations or to a designated location other than our offices, please attach the necessary documents such as receipts and delivery notes (copies are acceptable) to the delivery note and mail or bring them to the orderer for submission.

1.4.2. Items to Be Entered on Acceptance Inspection Documents and Delivery Notes

The format of the acceptance inspection document itself is not specified; however, the following eight items are mandatory.

Item	Notes
Addressee	Legal entity name of the respective Chugai Pharmaceutical company
Ship-To Address	The information as stated in the "Ship-To Address" field on the purchase order / order receipt screen. Please ensure to enter "myBuy".
Recipient's Name	The information as stated in the "Recipient" field (including department name) on the purchase order / order receipt screen.
Purchase Order Number	The "Purchase Order Number" and "Line Item Number" as stated on the purchase order / order receipt screen.
Shipping Date	The date on which your company ships the goods. * For services not accompanied by physical deliverables, enter the date of implementation or completion.

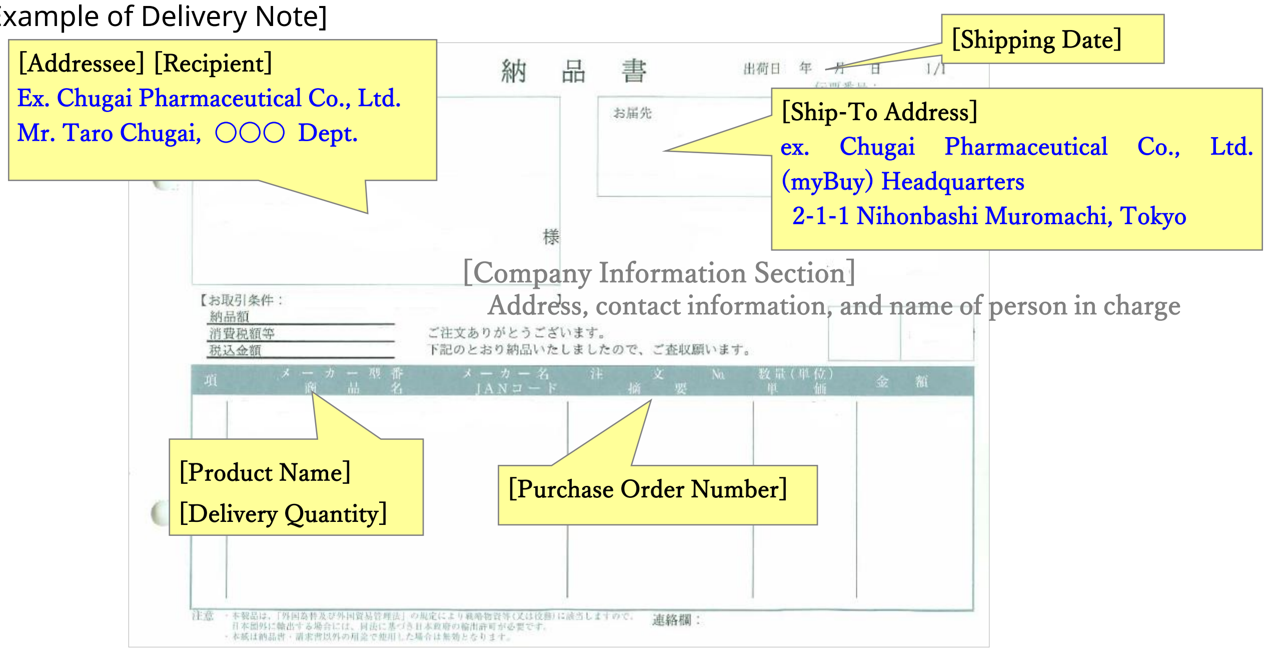
Product Name or Service Name	The information as stated in the "Product Name" field on the purchase order / order receipt screen.
Quantity	The information as stated in the "Quantity" field on the purchase order.
Notes	If split deliveries or remaining order quantities occur, please state the reason for the discrepancy.

* Please include the model number and/or part number if applicable.

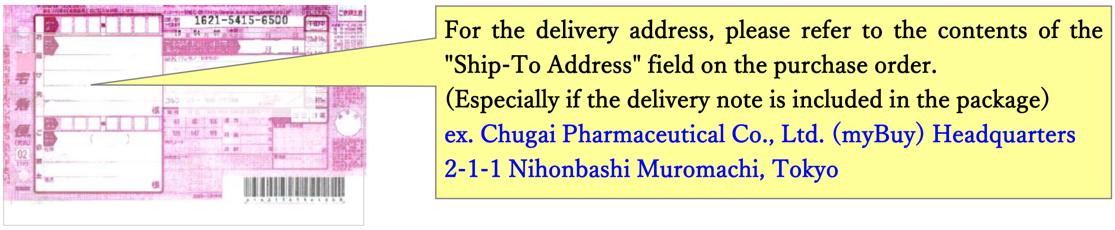
If there are any deficiencies in the above information, you may be asked to resubmit the document.

Also, please write "Company Name (**myBuy**) Shipping Destination" on the shipping slip as well (e.g., Chugai Pharmaceutical Co., Ltd. (myBuy) Headquarters).

[Example of Delivery Note]



[Shipping slip affixed to the outer packaging]



1.4.3. Regarding Deliveries That Differ from the Order Quantity or Amount

If any discrepancy arises between the order conditions (quantity or workload) for custom-made products, piece-rate products, or services, please contact the orderer.

Depending on the nature of the discrepancy, please take the following actions.

1. If the delivery quantity is less than the order quantity:

• If the remaining order quantity is scheduled for continued delivery, please indicate "Partial Delivery" on the delivery note.

• If there is no planned continued delivery of the remaining order quantity, please indicate "Full Delivery Completed" on the delivery note.

* Alternatively, a statement such as "Further delivery scheduled / not scheduled after this delivery" is also acceptable.

2. If the delivery quantity exceeds the order quantity:

• myBuy has a feature that allows for a certain level of excess; however, if this limit is exceeded, a change order will be required, so please contact the orderer before delivery.

3. When changing the amount:

• Please submit a revised quotation.

1.5. About Invoices

1.5.1. Submission Address for Invoices

Please submit the invoice to the orderer as proof of payment.

Submission method:

Please submit this document electronically (in PDF format) as a general rule.

Also, be sure to include the invoice number, detail number, billing date, and billing details (transaction details, quantity (including lump sum), amount, payment due date, etc.) on the invoice.

1.6. Transaction Requirements for Payment

1.6.1. Basic Requirements

The basic requirements for payment at Chugai Pharmaceutical are as follows.

- **Payment Terms**

Payment will be made in accordance with the payment terms agreed upon in advance in the consent form.
However, for transactions where payment terms are separately agreed upon in a contract, the payment terms stipulated in that contract shall apply.
In such cases, be sure to enter into a contract related to the relevant transaction.
Note: This contract is a one-time contract. Please note that multiple orders cannot be placed under a single contract.
In cases involving laws and regulations such as the Act on Ensuring Proper Transactions Involving Specified Entrusted Business Operators, the payment terms stipulated under such laws shall apply.

- **Payment Methods**

Transfer to the designated account (the bank transfer fee to your account will be borne by our company).
If the payment due date falls on a non-business day of a financial institution, the transfer will be made on the preceding business day of the financial institution.

1.6.2. Additional Notes Regarding Payment

- **Handling of Consumption Tax**

Regarding the consumption tax calculation method: Consumption tax is calculated by rounding to the nearest whole number (standard rounding at the first decimal place).
(When specifying the consumption tax amount on a quotation, please calculate by rounding any figures below the decimal point.)

2. Procedures for Starting Transactions via myBuy

When starting transactions with myBuy, your company will be required to prepare and submit the following documents. These documents will be provided to you at the start of the transaction.

(1) Supplier Master Registration Application Form

Your company will be registered in the supplier master for myBuy.
We will send you a file for completion; please fill in the required fields and return it as an Excel file.
Please also reply with the signed PDF file.

(2) Request Regarding Commencement of Purchase Transactions (Consent Form)

Before commencing transactions on myBuy, please review the transaction methods and terms.
Please review the contents of this document, have the person in charge sign the consent section, and return it to us.
Additionally, we will send you a Docusign electronic signature request for your signature.

- We may also request your company to submit documents other than those listed above ((1) to (2)).

3. Other

3.1. Inquiries about Chugai Pharmaceutical

For inquiries regarding post-order adjustments or payment, **please contact the orderer.**
For inquiries regarding the myBuy system or business procedures, please contact the contact listed on the business partner portal.