[Translation]

CONVOCATION NOTICE OF THE 20th ORDINARY GENERAL SHAREHOLDERS MEETING

For the Fiscal Year Ended March 31, 2025

Daiichi Sankyo Company, Limited

*Note: This translation does not include pictures, charts etc. originally issued in the Japanese version.

To Our Shareholders

I would like to thank all of our shareholders for your continued support and understanding.

Daiichi Sankyo Group's "Purpose" is to "contribute to the enrichment of quality of life around the world." Based on this Purpose as a core, we established our 2030 Vision of being an "Innovative Global Healthcare Company Contributing to the Sustainable Development of Society." We aim to meet the needs of society by developing innovative pharmaceuticals and providing pharmaceuticals that meet diverse medical needs.

Fiscal 2024 (the fiscal year ended March 31, 2025), which marked the fourth year of our 5-year business plan (FY2021-FY2025), saw significant achievements centered on DXd ADC products. Enhertu, our biggest growth driver, is revolutionizing cancer treatment and was awarded The Galien Foundation 2024 Prix Galien USA Award for Best Biotechnology Product in November 2024, often referred to as the Nobel Prize of the pharmaceutical industry. Datroway, the second DXd ADC product following Enhertu, has also received marketing approval in Japan, the United States, and Europe, providing patients with new treatment options. Additionally, through strategic collaboration with AstraZeneca and Merck & Co., Inc., Rahway, NJ, USA, we are accelerating the maximization of product value for 5DXd ADC products including Enhertu and Datroway.

Going forward, we will continue to prioritize patient centricity perspective of "Always Putting the Patient First," leveraging our core strength in science and technology to contribute to the wellbeing of more patients in a faster and more effective manner. We believe that achieving our Purpose, growing as a company, sharing the value we create with diverse stakeholders in a balanced manner, and ensuring that all stakeholders benefit from our growth are essential for us to be a company that is valued and trusted by society. As an executive of Daiichi Sankyo, I am committed to fulfilling this responsibility with dedication and integrity.

I sincerely hope for your continued support and cooperation as our valued shareholders.

R.G

Hiroyuki Okuzawa Representative Director, President and CEO

Purpose: Contribute to the enrichment of quality of life around the world

Mission: Create innovative pharmaceuticals addressing diverse medical needs

2030 Vision: Innovative global healthcare company contributing to the sustainable development of society.

Start date of electronic provision measure: May 26,2025 Sending date of paper-based documents: June 2,2025

To Our Shareholders

Hiroyuki Okuzawa Representative Director, President and CEO Daiichi Sankyo Company, Limited 3-5-1, Nihonbashi Honcho, Chuo-ku, Tokyo, Japan

CONVOCATION NOTICE OF THE 20th ORDINARY GENERAL SHAREHOLDERS MEETING

Daiichi Sankyo Company, Limited ("the Company") is pleased to announce that its 20th Ordinary General Shareholders Meeting will be held as described below.

The Company takes the electronic provision measure when convening the meeting in accordance with the provisions of the Companies Act, and posts the information that constitutes the content of Reference Documents for the General Shareholders Meeting, etc. (matters for which the electronic provision measure for information is to be taken) on the website shown below.

If you are unable to attend on the day, you can exercise your voting rights online or in writing. Please check the Reference Documents for the 20th Ordinary General Shareholders Meeting, refer to page 4, and exercise your voting rights by 5:30 p.m. June 20, 2025 (Friday).

The Company's Website:

https://www.daiichisankyo.com/investors/shareholders/meetings/

■ Tokyo Stock Exchange ("TSE") website (Listed Company Search): https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show

* After accessing the website, enter "Daiichi Sankyo Company, Limited" in the issue name or "4568" in the code, and click "Search," and then click "Basic information" and select "Documents for public inspection/PR information" to confirm the information.

1.	Date and Time:	June 23, 2025, Monday at 10 a.m. (Japan Time) (Reception starts at 9 a.m.)
2.	Place:	Royal Hall, Royal Park Hotel 3F 1-1, Nihonbashi-Kakigaracho 2-chome, Chuo-ku, Tokyo, Japan
3.	Purpose of the Meeting:	
	Matters to be Reported:	 Reports on the Business Report, the Consolidated Financial Statements and Audit Reports of the Consolidated Financial Statements by the Accounting Auditors and Audit & Supervisory Board for the 20th Fiscal Year (from April 1, 2024 to March 31, 2025) Reports on the Non-consolidated Financial Statements for the 20th Fiscal Year (from April 1, 2024 to March 31, 2025)
	Proposals to be Resolved:	
	First Proposal:	Appropriation of Surplus
	Second Proposal:	Election of Ten (10) Directors
	Third Proposal:	Election of Two (2) Audit & Supervisory Board Members

- If you are unable to attend the Meeting in person, you may choose one shareholder holding voting rights of the Company as a proxy to attend the Meeting. However, in this case, submission of a document evidencing the proxy's power of representation is required.
- If neither approval nor disapproval for the proposals is indicated on the voting form, the Company will deem that you indicated your approval for the Company's proposals.

■ The following items are not included in the paper-based documents delivered to shareholders who have requested it, in accordance with laws and ordinances, and Article 16-2 of the Company's Articles of Incorporation.

< Business Report >

□ Status of Subscription Rights to Shares

- □ Internal Control System
- □ Matters regarding Accounting Auditors
- □ Basic Policy regarding Moves toward Large-Scale Acquisition of Company's Share

<Consolidated Financial Statements>

- □ Consolidated Statement of Changes in Equity
- □ Notes to Consolidated Financial Statements

<Non-consolidated Financial Statements>

- □ Non-consolidated Statement of Changes in Net Assets
- □ Notes to Non-consolidated Financial Statements

Accordingly, the document that is delivered to shareholders is part of the documents included in the scope of audits by Audit & Supervisory Board Members and Accounting Auditors when they prepare their respective audit reports.

■ If revisions to the matters subject to the electronic provision measure arise, the details of the revisions will be posted on the respective websites where the matters are posted.

Flow of General Shareholders Meeting

•Before the Meeting

Information on exercising voting rights:

Please exercise your voting rights by no later than 5:30 p.m. on June 20, 2025, Friday (Japan Time).

Exercise of voting rights by mail:

Please indicate your approval or disapproval for the proposals on the enclosed voting form and send the form back to the Company, so that we receive it by the deadline above.

Points to Note

- ✓ If your voting rights are exercised both by mail and via the internet, we will consider the exercise via the Internet to be valid.
- ✓ If your voting rights are exercised more than once via the Internet, we will consider the latest vote to be valid.
- ✓ All costs associated with the access to the voting website (<u>https://evote.tr.mufg.jp/</u>) (cost of dial-up connections, telephone tolls, etc.) need to be borne by the shareholder.
- ✓ Please note that shareholders cannot exercise the rights on the voting website between 2:30 a.m. and 4:30 a.m. (Japan Time) each day due to maintenance and inspection. Please complete the entry of your voting by the deadline above.

To institutional investors:

The Company participates in the electronic voting platform for institutional investors operated by ICJ, Inc.

For further assistance regarding the system, please contact:

Transfer Agent Department (Help Desk)

Mitsubishi UFJ Trust and Banking Corporation

Phone: 0120-173-027 (9:00 to 21:00 (Japan Time), toll free (Japan only))

•On the day of the Meeting

If you are visiting to attend the Meeting

Place: Royal Hall, Royal Park Hotel 3F

1-1, Nihonbashi-Kakigaracho 2-chome, Chuo-ku, Tokyo, Japan

Date and Time: June 23, 2025, Monday at 10 a.m. (Japan Time) (Reception starts at 9 a.m.)

Shareholders visiting to attend the Meeting should submit their voting rights exercise form. Please submit it at the reception desk of the Meeting.

If you are watching live distribution

Delivery date and time: From 10:00 am on June 23, 2025, Monday to the close of the Meeting (The distribution page is scheduled to open around 9:30 am.)

After the Meeting

- ✓ You can watch video on-demand distribution. It will be published on the Company's website after the Meeting.
- ✓ You can check the results of the resolution. The final tally of voting rights will also be disclosed.

- 4 -

Information on live distribution of the Ordinary General Shareholders Meeting and accepting queries in advance:

We will broadcast live on the website only for the shareholders, "Engagement Portal," so that you can see the state of the Ordinary General Shareholders Meeting from your home. Shareholders may submit prior questions regarding the purpose of the Meeting via the website. Please utilize it as well.

the site only for the	
Shareholders	https://engagement-portal.tr.mufg.jp/
"Engagement Portal"	

• Login to the page of the Company's General Shareholders Meeting Please enter the ID and the password stated in voting rights exercise form.

Precautions:

- Even if the password has been changed when exercising your voting rights, please enter the temporary password stated in the voting form as is to log in to Engagement Portal.
- Please read the Terms of Use, check the "I agree to the Terms of Use" checkbox, and press the login button.
- Communication charges for viewing will be borne by each shareholder.

Internet Explorer is not available. For the recommended environment for this website, please refer to the end of the list of questions & answers about "Engagement Portal." (The list of questions & answers about "Engagement Portal" of Mitsubishi UFJ Trust and Banking

(The list of questions & answers about "Engagement Portal" of Mitsubishi UFJ Trust and Banking Corporation: <u>https://www.tr.mufg.jp/daikou/pdf/faq.pdf</u>)

Assistance regarding how to login to the site only for the Shareholders:

Mitsubishi UFJ Trust and Banking Corporation 0120-676-808 (9:00 to 17:00 excluding weekends and holidays (Japan Time), toll free (Japan only))

*On the day of the General Shareholders Meeting: 9:00 to the end of the Meeting

Information on acceptance of advance queries:

Prior to the Meeting, we are accepting queries from shareholders.

Deadline for submitting advance queries: 5:30pm on June 16, 2025, Monday

Points to Note

■ Your queries are limited to those related to the purpose of the Meeting.

- Among the queries we received in advance, we plan to answer those that we believe will be of interest to many shareholders on the day of the Meeting.
- Please understand that we may not be able to answer all of your queries.

Information on live distribution of the Ordinary General Shareholders Meeting:

Delivery date and time: From 10:00 am on June 23, 2025, Monday to the close of the Ordinary General Shareholders Meeting

(The distribution page is scheduled to open around 9:30 am, 30 minutes before the start time.)

Precautions:

- ✓ Delivery will be in Japanese only.
- ✓ Due to unavoidable circumstances, live distribution may not be possible. In such case, we will notify you via the Company's website and others.
- ✓ Since live distribution viewing is not permitted as the attendance of the ordinary General Shareholders Meeting under the Companies Act of Japan (the "Companies Act"), it is not possible to participate in the resolution of the day, ask questions, exercise voting rights or make motions that are permitted to shareholders at the venue of the Ordinary General Shareholders Meeting. Please exercise your voting rights in advance by using the method shown on page 4.
- ✓ Internet participation of the Meeting is limited to the Shareholders only.
- ✓ Shooting / recording of live distribution and publication on SNS etc. are strictly prohibited.
- ✓ Communication charges for viewing will be borne by each shareholder.

Reference Documents for the 20th Ordinary General Shareholders Meeting

First Proposal: Appropriation of Surplus

The Company regards the distribution of profits to all shareholders as a key management issue. Its basic policy is to pay a stable dividend.

During the fiscal year ended March 31, 2025 (fiscal 2024), the Company paid an interim dividend of JPY30 per share on December 10, 2024. A year-end dividend of JPY30 is also planned, bringing total dividend payments for fiscal 2024 to JPY60 per share.

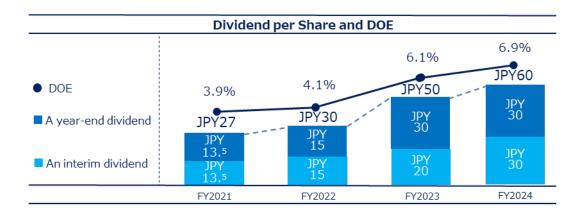
Accordingly, for this fiscal year, the Company proposes to pay year-end dividends as follows.

Matters regarding year-end dividends

- 1) Type of dividend property Cash
- 2) Matters regarding the assignment of the dividend property to shareholders and the total amount JPY30 per ordinary share of the Company Total amount: JPY56,076,127,230
- Date on which such distribution of dividends from surplus takes effect June 24, 2025, Tuesday

(Reference) Shareholder Return Policy in the 5-Year Business Plan (fiscal 2021-2025)

- Stable returns to shareholders by adopting dividend on equity (DOE) * based on shareholders' equity
 *DOE: Dividend on equity = Total dividend amount / Equity attributable to owners of the Company
- ✓ Target of DOE for fiscal 2025: 8% or more, exceeding the cost of shareholders' equity



Reference Documents for the 20th Ordinary General Shareholders Meeting

Second Proposal: Election of Ten (10) Directors

The terms of office of all ten (10) current Directors will expire at the close of this Ordinary General Shareholders Meeting.

Accordingly, the Company requests approval for the election of ten (10) Directors. Candidates for Directors are as follows:

Candidate Number		Na	me (Age)	Tenure	Number of Board of Directors' meetings attended
1	Sunao Manabe	(70)	Reelection	11 years	14/14 (100%)
2	Hiroyuki Okuzawa	(62)	Reelection	4 years	14/14 (100%)
3	Takashi Matsumoto	(61)	Reelection	1 year	11/11 (100%)
4	Yasuhiro Komatsu	(67)	Reelection Independent Director Outside Director	3 years	14/14 (100%)
5	Takaaki Nishii	(65)	Reelection Independent Director Outside Director	2 years	14/14 (100%)
6	Yo Honma	(69)	Reelection Independent Director Outside Director	1 year	11/11 (100%)
7	Joseph Kenneth Keller	(62)	New election	-	-
8	Shizuko Ueno	(59)	New election	-	-
9	Akihiro Watanabe	(66)	New election Independent Director Outside Director	-	-
10	Reiko Kinoshita	(60)	New election Independent Director Outside Director	-	-

			Candidate No. 1
Name (Date of Birth (Age))			Career Summary, Positions, Assignments, and Material Concurrent Positions (as of May 19, 2025)
	Apr.	1978	Joined Sankyo Company, Limited ("Sankyo")
	Jul.	2005	Vice President, Medicinal Safety Research Laboratories of Sankyo
	Apr.	2007	Vice President, Medicinal Safety Research Laboratories of the Company
	Apr.	2009	Corporate Officer, Vice President of Global Project Manageme Department, R&D Division of the Company
	Apr.	2011	Corporate Officer, Head of Group HR & CSR of the Company
	Apr.	2012	Corporate Officer, Vice President of Corporate Strategy Department Corporate Strategy Division of the Company
- Contract	Apr.	2014	Executive Officer, President of Japan Company and Head of Busine Intelligence Division of the Company
	Jun.	2014	Director, Executive Officer, President of Japan Company and Head Business Intelligence Division of the Company
	Apr.	2015	Director, Senior Executive Officer, In Charge of Global Sales & Marketin of the Company
Sunao Manabe	Apr.	2016	Head of General Affairs & Human Resources Unit of Daiichi Sankyo Gro Director, Executive Vice President, Head of General Affairs & Human Resources Division, and Medical Affair Division of the Company
(Aug. 5, 1954 (70)) Candidate for Director	Jun.	2016	Head of General Affairs & Human Resources Unit of Daiichi Sankyo Gro Representative Director, Executive Vice President, Head of General Affa & Human Resources Division, and Medical Affairs Division of t Company
Reelection	Apr.	2017	Representative Director, President and COO of the Company
	Jun.	2019	Representative Director, President and CEO of the Company
	Apr.	2023	Representative Director, Executive Chairperson and CEO of the Compar
	Apr.	2025	Representative Director, Executive Chairperson of the Company (present)
umber of Shares of the Co	mnant	, Held	168,381

Eleven (11) years at the close of this Ordinary General Shareholders Meeting

Rate of attendance in the Board meeting

14/14 meetings (100%)

Reason for nomination as a candidate for Director

Sunao Manabe has been involved in research, development, international business, general affairs & human resources, corporate strategy, global sales & marketing and medical affairs at the Company, and served as a Director from 2014, Representative Director, President and COO from 2017, Representative Director, President and CEO from 2017, Representative Director, Executive Chairperson and CEO from 2023. Since 2025, he has been serving as Representative Director, Executive Chairperson.

At the Board, he has appropriately fulfilled the role of decision making and supervision of business execution by making useful remarks and proposals, based on the above experience, professional expertise, and the viewpoint of the representative position of the Company.

In addition, he has appropriately made proposals and responded to inquiries at both the Nomination Committee and the Compensation Committee from the standpoint of representing the business execution, based on the policies of both committees, and has contributed to strengthen management oversight function of both committees.

The Company has again nominated him as a candidate of Director, expecting him to continue to fulfill the above roles.

Note

- 1. There is no special interest between Sunao Manabe and the Company.
- 2. The Company has entered into a directors and officers, etc. liability insurance policy with an insurance company. The insurance policy covers damages such as compensation for damages and litigation expenses to be borne by the insured in cases where an insured receives a claim for damages from a shareholder, a third party, etc. However, the Company has taken measures to ensure that the appropriateness of execution of duties by directors and officers, etc. is not impaired by establishing certain reasons for coverage exclusion, such as damages arising from performance of an illegal act with knowledge of its illegality. The full amount of the insurance premiums is borne by the Company and Group companies in Japan and overseas.

If his election is approved at the Meeting, the Company plans to include him as an insured under the insurance policy and renew the said policy in July 2025.

			Candidate No. 2		
Name (Date of Birth (Age))			Career Summary, Positions, Assignments, and Material Concurrent Positions (as of May 19, 2025)		
	Apr.	1986	Joined Sankyo Company, Limited		
	Apr.	2017	Vice President of Business Planning Department, ASCA Company of the Company		
	Apr.	2018	President of ASCA Company of Daiichi Sankyo Group Corporate Officer, President of ASCA Company of the Company ¹⁾		
TOO	Apr.	2021	Head of Corporate Planning & Management Unit of Daiichi Sankyo Group Executive Officer, Head of Corporate Planning & Management Division and CFO of the Company		
	Jun.	2021	Head of Corporate Planning & Management Unit of Daiichi Sankyo Group Director, Executive Officer, Head of Corporate Planning & Management Division and CFO of the Company		
e e e e e e e e e e e e e e e e e e e	Apr.	2022	Head of Corporate Planning & Management Unit of Daiichi Sankyo Group Director, Senior Executive Officer, Head of Corporate Planning & Management Division and CFO of the Company		
Hiroyuki Okuzawa (Oct. 31, 1962 (62))	Apr.	2023	Representative Director, President and COO of the Company		
(001. 31, 1902 (02))	Apr.	2025	Representative Director, President and CEO of the Company (to present)		
Candidate for Director					
Reelection					
Number of Shares of the Co	mpany	/ Held	50,941		
Number of years as a Direct					
			nary General Shareholders Meeting		
Rate of attendance in the Bo 14/14 meetings (100%)	bard m	eeting			
Reason for nomination as a	candid	late for	Director		
Hiroyuki Okuzawa has been involved in international business, corporate strategy, human resources, corporate planning & management at the Company, and served as a Corporate Officer from 2018, Director and CFO from 2021, Representative Director, President and COO from 2023. Since 2025, he has been serving as Representative Director, President and CEO.					
At the Board, he has appropriately fulfilled the role of decision making and supervision of business execution by making useful remarks and proposals, based on the above experience, professional expertise, and the viewpoint of the representative position of the Company.					

In addition, he has appropriately made proposals and responded to inquiries at both the Nomination Committee and the Compensation Committee from the standpoint of representing the business execution, based on the policies of both committees, and has contributed to strengthen management oversight function of both committees.

The Company has again nominated him as a candidate of Director, expecting him to continue to fulfill the above roles. Note

- 1. There is no special interest between Hiroyuki Okuzawa and the Company.
- 2. The Company has entered into a directors and officers, etc. liability insurance policy with an insurance company. The insurance policy covers damages such as compensation for damages and litigation expenses to be borne by the insured in cases where an insured receives a claim for damages from a shareholder, a third party, etc. However, the Company has taken measures to ensure that the appropriateness of execution of duties by directors and officers, etc. is not impaired by establishing certain reasons for coverage exclusion, such as damages arising from performance of an illegal act with knowledge of its illegality. The full amount of the insurance premiums is borne by the Company and Group companies in Japan and overseas.

If his election is approved at the Meeting, the Company plans to include him as an insured under the insurance policy and renew the said policy in July 2025.

		Candidate No. 3			
Name (Date of Birth (Age))		Career Summary, Positions, Assignments, and Material Concurrent Positions (as of May 19, 2025)			
	Apr. 1987	Joined Daiichi Pharmaceutical Company, Limited			
	Apr. 2019	Vice President of Human Resources Department, General Affairs Division of the Company			
	Apr. 2021	Corporate Officer, In charge of Human Resources, General Affairs of the Company.			
	Apr. 2023	Head of Global HR of Daiichi Sankyo Group (to present), CHRO of Daiichi Sankyo Group (to present), Executive Officer of the Company			
	Jun. 2024	Director, Executive Officer of the Company			
Takashi Matsumoto (Feb. 6, 1964 (61))	Apr. 2025	Director, Senior Executive Officer of the Company (to present)			
Candidate for Director					
Reelection					
Number of Shares of the G	1 7	1 45,404			
Number of years as a Dir					
Rate of attendance in the		inary General Shareholders Meeting			
		g umption of office in June 2024)			
Reason for nomination as					
Company, and served as a	Takashi Matsumoto has been involved in human resources, business administration, international business at the Company, and served as a Corporate Officer from 2021. He has been serving as Head of Global HR, CHRO (Chief Human Resources Officer) of Daiichi Sankyo Group since 2023 and Director of the Company since 2024.				
making useful remarks an	At the Board, he has appropriately fulfilled the role of decision making and supervision of business execution by making useful remarks and recommendations, based on the above experience, professional expertise, and the viewpoint of the entire business of the Company.				
The Company has again nominated him as a candidate of Director, expecting him to continue to fulfill the above roles.					
 Note There is no special interest between Takashi Matsumoto and the Company. The Company has entered into a directors and officers, etc. liability insurance policy with an insurance company. The insurance policy covers damages such as compensation for damages and litigation expenses to be borne by the insured in cases where an insured receives a claim for damages from a shareholder, a third party, etc. However, the Company has taken measures to ensure that the appropriateness of execution of 					

duties by directors and officers, etc. is not impaired by establishing certain reasons for coverage exclusion, such as damages arising from performance of an illegal act with knowledge of its illegality. The full amount of the insurance premiums is borne by the Company and Group companies in Japan and overseas. If his election is approved at the Meeting, the Company plans to include him as an insured under the insurance policy and renew the said policy in July 2025.

Candidate No. 4					
Name (Date of Birth (Age))			Career Summary, Positions, Assignments, and Material Concurrent Positions (as of May 19, 2025)		
1000 m	Aug.	1998	Chief, Department of nephrology, St. Luke's International Hospital		
(19) March	Nov.	2007	Director, Kidney center. St. Luke's International Hospital		
and and	Jan.	2011	Vice President, Chief Quality and Safety Officer, St. Luke's International Hospital		
	Nov.	2017	Chairman and Professor, Department of Healthcare Quality and Safety, Graduate School of Medicine, Gunma University		
	Nov.	2017	Director, Department of Healthcare Quality and Safety, Gunma University Hospital		
	Apr.	2018	Vice president (in charge of hospital function evaluation certification), Gunma University Hospital		
Yasuhiro Komatsu	Jun.	2022	Outside Director of the Company (to present)		
(Oct. 25,1957 (67))	Apr.	2023	Professor Emeritus and Professor (Specially appointed for Quality & Safety Science) at Gunma University (to present)		
Candidate for Outside	Apr.	2023	Advisory Board Member, Gunma University Hospital (to present)		
Director	Apr.	2023	Vice president, Itabashi Chuo Medical Center (to present)		
Independent Director					
Reelection					
Number of Shares of the Co		Held	300		
Three (3) years at the clo Rate of attendance in the Bo 14/14 meetings (100%) Material concurrent position Professor Emeritus and P Vice president of Itabash	Number of years as a Director Three (3) years at the close of this Ordinary General Shareholders Meeting Rate of attendance in the Board meeting 14/14 meetings (100%) Material concurrent positions Professor Emeritus and Professor (Specially appointed for Quality & Safety Science) at Gunma University Vice president of Itabashi Chuo Medical Center				
Advisory Board Member			* *		
Reason for nomination as a	candida	tte for C	Jutside Director		
			nce and a wide range of knowledge in medical care, clinical governance, nent, from his experience as a medical doctor.		
			d the role of supervision of business execution by making useful remarks experience, professional expertise, and objective standpoint.		
In addition, as a member of the Nomination Committee and the Compensation Committee, he has made statements actively from an objective standpoint, and has contributed to strengthen management oversight function of both committees.					
The Company has again nor above roles.	ninated	him as	a candidate of Outside Director, expecting him to continue to fulfill the		
2. Yasuhiro Komatsu satisfi	es the r nd crite	equirem ria for ii	uhiro Komatsu and the Company. ents for Independent Directors/Corporate Auditors as provided for by the idependence as Outside Directors provided by the Company, and the		

Company has filed him as an Independent Director with the aforementioned stock exchange. If the election of

- Yasuhiro Komatsu is approved at the Meeting, he will continue to be designated as an Independent Director.
 With regard to liability for damages under Article 423, Paragraph 1 of the Companies Act, the Company has entered into an agreement with Yasuhiro Komatsu to limit his liability in accordance with the Articles of Incorporation in cases falling under the requirements defined in laws and ordinances (Liability Limitation Agreement), and the maximum amount of liabilities under such agreement is the minimum liability amount as provided by applicable laws and ordinances. If the election of Yasuhiro Komatsu is approved at the Meeting, we will continue the Liability Limitation Agreement on the same terms and conditions.
- 4. The Company has entered into a directors and officers, etc. liability insurance policy with an insurance company. The insurance policy covers damages such as compensation for damages and litigation expenses to be borne by the insured in cases where an insured receives a claim for damages from a shareholder, a third party, etc. However, the Company has taken measures to ensure that the appropriateness of execution of duties by directors and officers, etc. is not impaired by establishing certain reasons for coverage exclusion, such as damages arising from performance of an illegal act with knowledge of its illegality. The full amount of the insurance premiums is borne by the Company and Group companies in Japan and overseas. If his election is approved at the Meeting, the Company plans to include him as an insured under the insurance policy and renew the said policy in July 2025.

			Candidate No. 5			
Name (Date of Birth (Age))			Career Summary, Positions, Assignments, and Material Concurrent Positions (as of May 19, 2025)			
	Apr.	1982	Joined Ajinomoto Co., Inc.			
	Jul.	2004	Member of the Board, Ajinomoto Frozen Foods Co., Inc.			
	Jun.	2007	Corporate Vice President, Ajinomoto Frozen Foods Co., Inc.			
	Jun.	2011	Corporate Executive Officer, Ajinomoto Co., Inc.			
(the second sec	Jun.	2013	Member of the Board & Corporate Vice President, Ajinomoto Co., Inc.			
	Aug.	2013	President, Ajinomoto do Brasil Indústria e Comércio de Alimentos Ltda.			
1 0.	Jun.	2015	Representative Director, President & Chief Executive Officer, Ajinomoto Co., Inc.			
Takaaki Nishii	Jun.	2021	Director, Representative Executive Officer, President & CEO, Ajinomoto Co., Inc.			
(Dec. 27, 1959 (65))	Apr.	2022	Director, Executive Officer, Ajinomoto Co., Inc.			
Candidate for Outside	Jun.	2022				
Director	Jun.	2023	Outside Director of the Company (to present)			
Independent Director						
Reelection						
Number of Shares of the Co	mpany	Held	3,100			
Number of years as a Director Two (2) years at the close of this Ordinary General Shareholders Meeting Rate of attendance in the Board meeting 14/14 meetings (100%)						
Material concurrent positions Senior Corporate Advisor of Ajinomoto Co., Inc. Outside Director of Kao Corporation						
Reason for nomination as a candidate for Outside Director						
			and a wide range of knowledge in corporate management, global business, as a company manager at a food and amino acids material manufacturer.			
			d the role of supervision of business execution by making useful remarks experience, professional expertise, and objective standpoint.			

In addition, he has appropriately chaired and managed the Nomination Committee as the chair (since June 2023), and as a member of the Compensation Committee, he has made beneficial statements and has contributed to strengthen management oversight function of both committees.

The Company has again nominated him as a candidate of Outside Director, expecting him to continue to fulfill the above roles.

Note

- 1. There is no special interest between Takaaki Nishii and the Company.
- 2. Takaaki Nishii satisfies the requirements for Independent Directors/Corporate Auditors as provided for by the Tokyo Stock Exchange and criteria for independence as Outside Directors provided by the Company, and the Company has filed him as an Independent Director with the aforementioned stock exchange. If the election of Takaaki Nishii is approved at the Meeting, he will continue to be designated as an Independent Director.
- 3. With regard to liability for damages under Article 423, Paragraph 1 of the Companies Act, the Company has entered into an agreement with Takaaki Nishii to limit his liability in accordance with the Articles of Incorporation in cases falling under the requirements defined in laws and ordinances (Liability Limitation Agreement), and the maximum amount of liabilities under such agreement is the minimum liability amount as provided by applicable laws and ordinances. If the election of Takaaki Nishii is approved at the Meeting, we will continue the Liability Limitation Agreement on the same terms and conditions.
- continue the Liability Limitation Agreement on the same terms and conditions.
 4. The Company has entered into a directors and officers, etc. liability insurance policy with an insurance company. The insurance policy covers damages such as compensation for damages and litigation expenses to be borne by the insured in cases where an insured receives a claim for damages from a shareholder, a third party, etc. However, the Company has taken measures to ensure that the appropriateness of execution of duties by directors and officers, etc. is not impaired by establishing certain reasons for coverage exclusion, such as damages arising from performance of an illegal act with knowledge of its illegality. The full amount of the insurance premiums is borne by the Company and Group companies in Japan and overseas. If his election is approved at the Meeting, the Company plans to include him as an insured under the insurance policy and renew the said policy in July 2025.

Candidate No. 6					
Name (Date of Birth (Age))	Career Summary, Positions, Assignments, and Material Concurrent Positions (as of May 19, 2025)				
	Apr.	1980	Joined Nippon Telegraph and Telephone Public Corporation (known as NTT)		
	Jun.	2014	Director, Executive Vice President, and Company President, Enterprise IT Services Company of NTT DATA Corporation		
	Jul.	2015	Executive Vice President of NTT DATA Corporation		
	Jun.	2016	Representative Director and Senior Executive Vice President of NTT DATA Corporation		
	Jun.	2018	President and Chief Executive Officer, Representative Director of NTT DATA Corporation		
Yo Honma	Jul.	2023	President and Chief Executive Officer, Representative Director of NTT DATA Group Corporation		
(May. 8,1956 (69))	Jun.	2024	Chief Corporate Advisor of NTT DATA Group Corporation (to present)		
Candidate for Outside Director	Jun.	2024	Outside Director of the Company (to present)		
Independent Director					
Reelection					
Number of Shares of the	Compa	ny Hel	d 500		
	Material concurrent positions				
Chief Corporate Advisor of NTT DATA Group Corporation					
Outside Director of Mitsui Fudosan Co., Ltd. (Scheduled to take office in June 2025)					
Number of years as a Director One (1) year at the close of this Ordinary General Shareholders Meeting					
Rate of attendance in the	Board	meetin	g		
11/11 meetings (100%) (after	r his ass	sumption of office in June 2024)		

Reason for nomination as a candidate for Outside Director

Yo Honma has a wealth of experience and a wide range of knowledge in corporate management and IT / digital technology, from his experience as a company manager in the information and communication field.

At the Board, he has appropriately fulfilled the role of supervision of business execution by making useful remarks and recommendations, based on the above experience, professional expertise, and objective standpoint.

In addition, as a member of the Nomination Committee and the Compensation Committee, he has made statements actively from an objective standpoint, and has contributed to strengthen management oversight function of both committees.

The Company has again nominated him as a candidate of Outside Director, expecting him to continue to fulfill the above roles.

Note

- 1. There is no special interest between Yo Honma and the Company.
- 2. Yo Honma satisfies the requirements for Independent Directors/Corporate Auditors as provided for by the Tokyo Stock Exchange and criteria for independence as Outside Directors provided by the Company, and the Company has filed him as an Independent Director with the aforementioned stock exchange. If the election of Yo Honma is approved at the Meeting, he will continue to be designated as an Independent Director.
- approved at the Meeting, he will continue to be designated as an Independent Director.
 With regard to liability for damages under Article 423, Paragraph 1 of the Companies Act, the Company has entered into an agreement with Yo Honma to limit his liability in accordance with the Articles of Incorporation in cases falling under the requirements defined in laws and ordinances (Liability Limitation Agreement), and the maximum amount of liabilities under such agreement is the minimum liability amount as provided by applicable laws and ordinances. If the election of Yo Honma is approved at the Meeting, we will continue the Liability Limitation Agreement on the same terms and conditions.
- 4. The Company has entered into a directors and officers, etc. liability insurance policy with an insurance company. The insurance policy covers damages such as compensation for damages and litigation expenses to be borne by the insured in cases where an insured receives a claim for damages from a shareholder, a third party, etc. However, the Company has taken measures to ensure that the appropriateness of execution of duties by directors and officers, etc. is not impaired by establishing certain reasons for coverage exclusion, such as damages arising from performance of an illegal act with knowledge of its illegality. The full amount of the insurance premiums is borne by the Company and Group companies in Japan and overseas. If his election is approved at the Meeting, the Company plans to include him as an insured under the insurance policy and renew the said policy in July 2025.

	Candidate No. 7					
Name (Date of Birth (Age))			Career Summary, Positions, Assignments, and Material Concurrent Positions (as of May 19, 2025)			
		1984	Joined Beecham Pharmaceuticals (currently GlaxoSmithKline)			
		1990	Joined Critical Care America, Inc.			
		1991	Joined Amgen Inc.			
		2012	Joined Spectrum Pharmaceuticals, Inc.			
-	May.	2014	Joined Daiichi Sankyo, Inc. Daiichi Sankyo Administrative & Commercial President, Daiichi Sankyo, Inc.			
	Jun.	2016	Daiichi Sankyo Administrative & Commercial President, Daiichi Sankyo, Inc. and President & CEO, Luitpold Pharmaceuticals, Inc. (currently American Regent, Inc.)			
Joseph Kenneth Keller (Oct. 25, 1962 (62)) Candidate for Director	Apr.	2019	President, Daiichi Sankyo U.S. Holdings, Inc. (to present) and President & CEO, Daiichi Sankyo, Inc. (to present) and Daiichi Sankyo Administrative & Commercial President, Daiichi Sankyo, Inc. and President & CEO, American Regent, Inc.			
New election	Apr.	2021	Head of Oncology Business Unit of Daiichi Sankyo Group (to present)			

Number of Shares of the Company Held 0

Reason for nomination as a candidate for Director

Joseph Kenneth Keller (abbreviated as Ken Keller) possesses an extensive career in the pharmaceutical industry before joining Daiichi Sankyo, Inc. After joining Daiichi Sankyo, Inc., within Daiichi Sankyo Group, he has been leading the cardiovascular and oncology areas in the U.S., and has served as President and CEO of the subsidiaries of Daiichi Sankyo in the U.S. He currently oversees the global oncology business, and he has served as President of Daiichi Sankyo U.S. Holdings, Inc., President & CEO of Daiichi Sankyo, Inc. since 2019, and has served as Head of Oncology Business Unit under the Global Management Structure of Daiichi Sankyo Group since 2021.

The Company has nominated him as a candidate for Director, expecting him to ensure and enhance the effectiveness of the decision making and supervision of Board of Directors by leveraging a wealth of experience and a wide range of knowledge.

Note

- 1. There is no special interest between Joseph Kenneth Keller and the Company.
- 2. The Company has entered into a directors and officers, etc. liability insurance policy with an insurance company. The insurance policy covers damages such as compensation for damages and litigation expenses to be borne by the insured in cases where an insured receives a claim for damages from a shareholder, a third party, etc. However, the Company has taken measures to ensure that the appropriateness of execution of duties by directors and officers, etc. is not impaired by establishing certain reasons for coverage exclusion, such as damages arising from performance of an illegal act with knowledge of its illegality. The full amount of the insurance premiums is borne by the Company and Group companies in Japan and overseas. If his election is approved at the Meeting, the Company plans to include him as an insured under the insurance policy and renew the said policy in July 2025.
- 3. Joseph Kenneth Keller is utilizing the abbreviated version of his name, Ken Keller, within the Company.

			Candidate No. 8
Name (Date of Birth (Age))			Career Summary, Positions, Assignments, and Material Concurrent Positions (as of May 19, 2025)
	Apr.	1990	Joined Suntory Limited (currently Suntory Holdings Limited)
	Dec.	2002	Transferred to Daiichi Suntory Pharma Co., Ltd.
	Apr.	2010	Transferred to Daiichi Sankyo Company, Limited Temporary Transfer to Daiichi Sankyo RD Associe Co., Ltd.
00	Apr.	2020	Vice President of Clinical Development Dept. III, Development Function, R&D Division of the Company
	Apr.	2022	Corporate Officer, Head of Medical Affairs Division, Japan Business Unit of the Company
	Apr.	2024	Special Assignment on Patient Centricity of Daiichi Sankyo Group (to present),
Shizuko Ueno (Jul. 4, 1965 (59))			Executive Officer, Head of Medical Affairs Division, Japan Business Unit of the Company
Candidate for Director	Apr.	2025	Head of Japan Business Unit of Daiichi Sankyo Group (to present),
New election			Executive Officer, Head of Japan Business Unit ¹⁾ , Head of Medical Affairs Division, Japan Business Unit of the Company (to present)
Number of Shares of the 0	 Compa	iny Held	22,363

Number of Shares of the Company Held22,36Reason for nomination as a candidate for Director

Shizuko Ueno has been involved in Research & Development and Medical Affairs etc. at the Company and served as Corporate Officer from 2022. Since 2024, she has held the title of Special Assignment on Patient Centricity and has been serving as Executive Officer.

The Company has nominated her as a candidate for Director, expecting her to ensure and enhance the effectiveness of the decision making and supervision of Board of Directors by leveraging a wealth of experience and a wide range

of knowledge.

Note

- 1. There is no special interest between Shizuko Ueno and the Company.
- 2. The Company has entered into a directors and officers, etc. liability insurance policy with an insurance company. The insurance policy covers damages such as compensation for damages and litigation expenses to be borne by the insured in cases where an insured receives a claim for damages from a shareholder, a third party, etc. However, the Company has taken measures to ensure that the appropriateness of execution of duties by directors and officers, etc. is not impaired by establishing certain reasons for coverage exclusion, such as damages arising from performance of an illegal act with knowledge of its illegality. The full amount of the insurance premiums is borne by the Company and Group companies in Japan and overseas. If her election is approved at the Meeting, the Company plans to include her as an insured under the insurance policy and renew the said policy in July 2025.

			Candidate No. 9		
Name (Date of Birth (Age))		Career Summary, Positions, Assignments, and Material Concurrent Positions (as of May 19, 2025)			
	Jul.	1990	Audit Department Partner, New York office of KPMG LLP		
	Jul.	1994	Representative Director, KPMG Corporate Finance K.K.		
62	Apr.	2002	Representative, Akihiro Watanabe CPA Office (to present)		
	Apr.	2004	Representative Director and Partner, GCA Corporation		
	Jan.	2024	Chairman of Asia Corporate Finance, Houlihan Lokey (to present)		
Akihiro Watanabe					
(Feb.18, 1959 (66))					
Candidate for Outside					
Director					
Independent Director					
New election	New election				
Number of Shares of the	Number of Shares of the Company Held 0				
	Material concurrent positions Chairman of Asia Corporate Finance at Houlihan Lokey				
Reason for nomination as a candidate for Outside Director					
A kibiro Watanaba has extensive experience and a wide range of knowledge in comprete management, global business					
Akihiro Watanabe has extensive experience and a wide range of knowledge in corporate management, global business, finance and accounting, capital markets and M&A etc., gained from his career as a founder of a global M&A advisory corporation, a corporate executive and a certified public accountant.					
			candidate for Director, expecting him to ensure and enhance the effectiveness of the Board by leveraging his extensive professional expertise and strategic		

3. The name on the family register of Shizuko Ueno is Shizuko Urano.

Note

1. There is no special interest between Akihiro Watanabe and the Company.

2. Akihiro Watanabe satisfies the requirements for Independent Directors/Corporate Auditors as provided for by the Tokyo Stock Exchange and criteria for independence as Outside Directors provided by the Company, and the Company has filed him as an Independent Director with the aforementioned stock exchange. If the election of Akihiro Watanabe is approved at the Meeting, he will be designated as an Independent Director.

3. If the election of Akihiro Watanabe is approved at the Meeting, with regard to liability for damages under Article 423, Paragraph 1 of the Companies Act, the Company will enter into an agreement with Akihiro Watanabe to limit his liability in accordance with the Articles of Incorporation in cases falling under the requirements defined

in laws and ordinances (Liability Limitation Agreement), and the maximum amount of liabilities under such agreement is the minimum liability amount as provided by applicable laws and ordinances.

4. The Company has entered into a directors and officers, etc. liability insurance policy with an insurance company. The insurance policy covers damages such as compensation for damages and litigation expenses to be borne by the insured in cases where an insured receives a claim for damages from a shareholder, a third party, etc. However, the Company has taken measures to ensure that the appropriateness of execution of duties by directors and officers, etc. is not impaired by establishing certain reasons for coverage exclusion, such as damages arising from performance of an illegal act with knowledge of its illegality. The full amount of the insurance premiums is borne by the Company and Group companies in Japan and overseas. If his election is approved at the Meeting, the Company plans to include him as an insured under the insurance policy and renew the said policy in July 2025.

	1		Candidate No. 10				
Name (Date of Birth (Age))			Career Summary, Positions, Assignments, and Material Concurrent Positions (as of May 19, 2025)				
	Apr.	2000	Vice President of Lehman Brothers Japan Inc.				
	Oct.	2002	Senior Vice President of The Tokyo Star Bank, Limited				
The The	Jul.	2005	Director and Managing Executive Officer of SBI Capital Co., Ltd.				
1-2	Jun.	2006	Representative Director of SBI Capital Solutions Co., Ltd. (currently Admiral				
			Capital Co., Ltd.) (to present)				
	Jun.	2007	Director and Managing Executive Officer of SBI Holdings, Inc.				
	Feb.	2021	Representative Director of Yuni Finance Co., Ltd. (to present)				
	Mar.	2023	Director of Green Service Inc. (to present)				
Reiko Kinoshita							
(July 3,1964 (60))							
Candidate for Outside							
Director							
Independent Director							
New election							
Number of Shares of the	Compa	ny Hel	d 0				
Material concurrent posit	-	uij 1101	u U				
Representative Director of Admiral Capital Co., Ltd							
Outside Director, Helios Techno Holding Co., Ltd. Outside Director, KUSURI NO AOKI HOLDINGS CO., LTD.							
Reason for nomination as a candidate for Outside Director							
Reiko Kinoshita has extensive experience and a wide range of knowledge in corporate management, finance and							
accounting, business strategy, marketing, corporate turnarounds from the perspective of the investor etc., gained from her career as a founder of an investment fund management company, a corporate executive, and experience in the							
finance industry.							
	. 11						
The Company has nominated her as a candidate for Director, expecting her to ensure and enhance the effectiveness of the decision making and supervision of the Board by leveraging her extensive professional expertise in finance							
and corporate manageme	-						
Note							
 There is no special interest between Reiko Kinoshita and the Company. Reiko Kinoshita satisfies the requirements for Independent Directors/Corporate Auditors as provided for by the 							
Tokyo Stock Exchange and criteria for independence as Outside Directors provided by the Company, and the							
Company has filed her as an Independent Director with the aforementioned stock exchange. If the election of							
			leeting, she will be designated as an Independent Director. approved at the Meeting with regard to liability for damages under Article				
423. Paragraph 1 of the Companies Act, the Company will enter into an agreement with Reiko Kinoshita to limit							

423, Paragraph 1 of the Companies Act, the Company will enter into an agreement with Reiko Kinoshita to limit her liability in accordance with the Articles of Incorporation in cases falling under the requirements defined in laws and ordinances (Liability Limitation Agreement), and the maximum amount of liabilities under such agreement is the minimum liability amount as provided by applicable laws and ordinances. The Company has entered into a directors and officers, etc. liability insurance policy with an insurance company.

The insurance policy covers damages such as compensation for damages and litigation expenses to be borne by the insured in cases where an insured receives a claim for damages from a shareholder, a third party, etc. However, the Company has taken measures to ensure that the appropriateness of execution of duties by directors and officers, etc. is not impaired by establishing certain reasons for coverage exclusion, such as damages arising from performance of an illegal act with knowledge of its illegality. The full amount of the insurance premiums is borne by the Company and Group companies in Japan and overseas. If her election is approved at the Meeting, the Company plans to include her as an insured under the insurance policy and renew the said policy in July 2025.

Third Proposal: Election of Two (2) Audit & Supervisory Board Members

Kenji Sato, an Audit & Supervisory Board Member, will resign at the close of this Ordinary General Meeting of Shareholders, and the term of office of Masako Watanabe, an Audit & Supervisory Board Member, will expire at the close of this Ordinary General Meeting of Shareholders.

Accordingly, the Company requests approval for the election of Two (2) Audit & Supervisory Board Members. The candidates are as follows.

Audit & Supervisory Board has given its consent to this proposal.

(Reference) Expected Addit & Supervisory Board structure after appointment (Fran)							
Candidate	New election/ Re-election	Name (Age)		Independent/ Outside	Tenure	Number of the Board meetings attended Number of Audit & Supervisory Board meetings attended	
-	-	Miyuki Arai (62			2 years	14/14 (100%) 14/14 (100%)	
1	New election	Terumichi Yokoyama	(59)		-	-	
-	-	Yukiko Imazu	(56)	Independent Outside	7 years	14/14 (100%) 14/14 (100%)	
2	Re-election	Masako Watanabe	(63)	Independent Outside	4 years	14/14(100%) 14/14(100%)	
-	-	Mitsuhiro Matsumoto	(64)	Independent Outside	3 years	14/14 (100%) 14/14 (100%)	

(Reference) Expected Audit & Supervisory Board structure after appointment (Plan)

Note:

1. The term of office for Audit & Supervisory Board Members of the Company is four (4) years. Miyuki Arai was elected at the 18th Ordinary General Shareholders Meeting held in June 2023. Yukiko Imazu was re-elected at the 17th Ordinary General Shareholders Meeting held in June 2022. Mitsuhiro Matsumoto was elected at the 17th Ordinary General Shareholders Meeting held in June 2022.

2. The ages of Audit & Supervisory Board Members and its Candidates are as of June 23, 2025.

			Candidate No. 1			
Name (Date of Birth (Age))	Career Summary, Positions, Assignments, and Material Concurrent Positions (as of May 19, 2025)					
	Apr.	1988	Joined Daiichi Pharmaceutical Company, Limited.			
	Apr.	2021	Vice President, Internal Audit Department of the Company			
	Apr.	2024	Head of Global Internal Audit of Daiichi Sankyo Group			
i	Apr.	2025	In charge of Office of Audit & Supervisory Board Members of the Company (to present)			
Terumichi Yokoyama (Oct. 12, 1965 (59))						
Candidate for Audit & Supervisory Board Member						
New election						
Number of Shares of the C	ompany	y Held	1,700			
Reason for nomination as a candidate for Audit & Supervisory Board Member						
Terumichi Yokoyama was involve in internal audit, human resources and corporate management,						

international business of the Company, and has served as Head of Global Internal Audit since 2024, among other areas, and is well versed in the overall business activities of the Company, and has broad perspective and a high level of knowledge.

The Company has nominated him as a candidate of Audit & Supervisory Board Member, expecting him to confirm the status of decision-making by the Board and auditing the execution of duties by the Company's Directors by leveraging his insight and knowledge based on a wealth of experience.

Note

- 1. There is no special interest between Terumichi Yokoyama and the Company.
- 2. The Company has entered into a directors and officers, etc. liability insurance policy with an insurance company. The insurance policy covers damages such as compensation for damages and litigation expenses to be borne by the insured in cases where an insured receives a claim for damages from a shareholder, a third party, etc. However, the Company has taken measures to ensure that the appropriateness of execution of duties by directors and officers, etc. is not impaired by establishing certain reasons for coverage exclusion, such as damages arising from performance of an illegal act with knowledge of its illegality.

The full amount of the insurance premiums is borne by the Company and Group companies in Japan and overseas.

If his election is approved at the Meeting, the Company plans to include him as an insured under the insurance policy and renew the said policy in July 2025.

Candidate No. 2						
Name Career Summary, Positions, Assignments,						
(Date of Birth (Age))	and Material Concurrent Positions (as of May 19, 2025)					
	Apr. 1984 Joined The Fuji Bank, Ltd. (currently "Mizuho Bank, Ltd.")					
	Oct. 1990 Joined Tohmatsu LLC (currently "Deloitte Touche Tohmatsu LLC")					
	Aug. 1994 Registered as Certified Public Accountant					
	Jul. 2007 Partner of Deloitte Tohmatsu LLC					
	Aug. 2020 Representative of Masako Watanabe Certified Public Accountant					
	Office (to present)					
10	Jun. 2021 Outside Audit & Supervisory Board member of the company (to present)					
Masako Watanabe (January 29, 1962 (63))	Aug. 2021 Outside Director, SAKATA SEED CORPORATION (to present)					
Candidate for Outside Audit & Supervisory Board Member						
Reelection						
	positions: Outside Director, SAKATA SEED CORPORATION					
	f the Company Held 0					
Four (4) years at the close of this Ordinary General Shareholders Meeting Rate of attendance in the Board meeting 14/14 meetings (100%) Rate of attendance in Audit & Supervisory Board meeting 14/14 meetings (100%)						
Reason for nomination as a candidate for Outside Audit & Supervisory Board Member						
Masako Watanabe has a wealth of experience and a wide range of knowledge in financial/accounting from her experience as a certified public accountant.						
As an Audit & Supervisory Board Member, she made useful comments and proposals as needed based on the above experience, professional insight, and objective standpoint at Board of Directors and Audit & Supervisory Board.						
She also fulfilled her role of confirming the status of decision making by the Board, thereby performing her duties to audit the execution of Directors' duty in an appropriate manner.						
The Company has again nominated her as a candidate of Outside Audit & Supervisory Board Member, expecting her to continue to fulfill the above roles.						
Note						
 There is no special interest between Masako Watanabe and the Company. Masako Watanabe satisfies the requirements for Independent Directors/Corporate Auditors as provided for by the Tokyo Stock Exchange and criteria for independence as Outside Audit & Supervisory Board Member provided by the Company, and the Company has filed her as an Independent Corporate Auditor with the aforementioned stock exchange. If the election of Masako Watanabe is approved at the Meeting, she will continue to be designated as an Independent Corporate Auditor. 						
3. With regard to liability for damages under Article 423, Paragraph 1 of the Companies Act, the Company has entered into an agreement with Masako Watanabe to limit her liability in accordance with the Articles of Incorporation in cases falling under the requirements defined in laws and						

ordinances (Liability Limitation Agreement), and the maximum amount of liabilities under such agreement is the minimum liability amount as provided by applicable laws and ordinances. If the election of Masako Watanabe is approved at the Meeting, we will continue the Liability Limitation Agreement on the same terms and conditions.

4. The Company has entered into a directors and officers, etc. liability insurance policy with an insurance company. The insurance policy covers damages such as compensation for damages and litigation expenses to be borne by the insured in cases where an insured receives a claim for damages from a shareholder, a third party, etc. However, the Company has taken measures to ensure that the appropriateness of execution of duties by directors and officers, etc. is not impaired by establishing certain reasons for coverage exclusion, such as damages arising from performance of an illegal act with knowledge of its illegality.

The full amount of the insurance premiums is borne by the Company and Group companies in Japan and overseas.

If her election is approved at the Meeting, the Company plans to include her as an insured under the insurance policy and renew the said policy in July 2025.

(Reference)

Skill Matrix of the Board

The Company has identified the skills (knowledge, experience, and abilities) that the Board should possess to properly fulfill its decision-making and management oversight functions, and has set up Skill Matrix that organizes the possession status of such skills by Directors and Audit & Supervisory Board Members.

In light of our Purpose, Mission, medium- to long-term management direction and business strategy, the Company has identified the nine (9) skills given the functions the Board should have to fulfill, aiming to realize the 2030 Vision "Innovative Global Healthcare Company Contributing to the Sustainable Development of Society" as shown in the 5-year business plan.

The following table shows the composition of the Board when Proposal 2 and 3 are approved as originally proposed at this Ordinary General Shareholders Meeting, and the skills possessed by each Director and Audit & Supervisory Board Member.

When appointing Directors, we consider the diversity and balance of these skills.

Audit & Supervisory Board Members are appointed based on the requirements for candidates separately set by Audit & Supervisory Board.

	Name	Ι				S	Skil	1			Qualification	
	INAIIIC		а	b	c	d	e	f	g	h		i
Director	Sunao Manabe		\checkmark		\checkmark	\checkmark	\checkmark	\checkmark		\checkmark		Veterinarian
	Hiroyuki Okuzawa		\checkmark	\checkmark		\checkmark	\checkmark	\checkmark	\checkmark		\checkmark	
	Takashi Matsumoto		\checkmark				\checkmark	\checkmark		\checkmark		
	Joseph Kenneth Keller		\checkmark			\checkmark	\checkmark					
	Shizuko Ueno				\checkmark	\checkmark	\checkmark					Pharmacist
	Yasuhiro Komatsu	\checkmark			\checkmark			\checkmark	\checkmark			Doctor
	Takaaki Nishii	\checkmark	\checkmark			\checkmark	\checkmark	\checkmark		\checkmark		
	Yo Honma	\checkmark	\checkmark			\checkmark	\checkmark	\checkmark		\checkmark	\checkmark	
	Akihiro Watanabe	\checkmark	\checkmark	\checkmark		\checkmark	\checkmark	\checkmark				Certified public accountant
	Reiko Kinoshita	\checkmark	\checkmark	\checkmark		\checkmark		\checkmark				
Audit & Supervisory	Miyuki Arai				\checkmark				\checkmark			Pharmacist
Board Member	Terumichi Yokoyama		\checkmark				\checkmark	\checkmark	\checkmark			
	Yukiko Imazu	\checkmark						\checkmark	\checkmark			Lawyer
	Masako Watanabe	\checkmark		\checkmark					\checkmark			Certified public accountant
	Mitsuhiro Matsumoto	\checkmark						\checkmark	\checkmark			

I: Independent Directors/Corporate Auditors as provided for by the Tokyo Stock Exchange and Outside Directors provided by the Company

- a: Corporate Management/ Management Strategy
- b: Finance/Accounting
- c: Science & Technology
- d: Business Strategy/Marketing
- e: Global Business
- f: Human Resources/Human Resources Development
- g: Legal/Risk Management
- h: Sustainability/ESG
- i: DX/IT

Board Evaluation for Fiscal 2024

The Company conducts a Board evaluation every fiscal year and utilizes it for the Board and Directors themselves to assess their current status and identify issues to be addressed, continuously making efforts to improve the functions and effectiveness of its Board.

Implementation Concerning contents and items for evaluating the effectiveness of Board of method of the Directors as a whole, a questionnaire and interview by a third-party organization board aimed at all Directors and Audit & Supervisory Board Members were conducted. evaluation The analyses thereof and results of the evaluation have been reported to the Company by the third-party organization. Moreover, fiscal 2024, an Outside Director peer review was conducted. Results of the The third-party organization reported the result of the Board evaluation for fiscal 2024, which concluded that in terms of its roles, responsibilities, operation and board evaluation for composition, the Board of the Company, as well as the Nomination Committee and fiscal 2024 the Compensation Committee, which are advisory bodies to the Board, are functioning appropriately, and that the effectiveness of the Board as a whole has been ensured. Furthermore, it was confirmed that in fiscal 2024, progress had been made in improvements related to the following issues that required further improvements in the fiscal 2023 evaluation: enhancement of discussion on key matters for further strengthening the oversight functions of the Board, enhancement in terms of operation for further strengthening of the decision-making functions and oversight functions of the Board, and further considerations for optimizing the Board composition. The fiscal 2024 Board evaluation confirmed that progress with improvement issues Priority measures for in the evaluation for the previous fiscal year is being made, but there is a recognition fiscal 2025 that it is necessary to continue to make improvements. In order to further improve the functions and effectiveness of the Board, the Board will continue to strive to implement the following priority measures in fiscal 2025. (1) Enhancement of discussion on key matters for further strengthening the oversight functions of the Board (long-term strategy, medium-term management plan, globalization, etc.) (2) Enhancement in terms of operation for further strengthening of the decisionmaking functions and oversight functions of the Board (3) Further considerations for optimizing the Board composition

The fiscal 2024 Board evaluation was conducted by a third-party organization.

Going forward, the Company plans to conduct a board evaluation every fiscal year and conduct evaluations by a third-party organization on a regular basis.

Audit & Supervisory Board evaluation for fiscal 2024

Audit & Supervisory Board evaluation is conducted every fiscal year to heighten its effectiveness of Audit & Supervisory Board.

For fiscal 2024 evaluation, Audit & Supervisory Board established a wide range of evaluation items associated with Audit & Supervisory Board effectiveness. Each Audit & Supervisory Board Member conducted a self-evaluation of Audit & Supervisory Board then discussed those matters.

The results show that it was confirmed that Audit & Supervisory Board largely carries out its activities appropriately and that its effectiveness has been ensured.

In the next fiscal year, Audit & Supervisory Board will focus more on the operational status of the corporate governance system as we expand our global business and advance our DX initiatives.

Criteria for Independence as Outside Directors/Audit & Supervisory Board Members

In nominating candidates for Directors, the Company shall include a person who satisfies the definition of Outside Director, aiming at reinforcing decision-making functions from various perspectives and enhancing the supervising function for execution of operation. Outside Directors/Audit & Supervisory Board Members are required to ensure their independence from the Company.

On March 31, 2014, Board of Directors and Audit & Supervisory Board resolved "Criteria for independence as Outside Directors/Audit & Supervisory Board Members" as follows:

- 1. A Director or an Audit & Supervisory Board Member shall be determined to be independent from the Company and not to have a conflict of interest with general shareholders of the Company unless he or she falls into any of the following categories:
- (1) A candidate or his or her immediate family member* who:
- i) is or has been an Executive Person, of the Company or its parent company, companies under the common control or its subsidiary (referring to a director other than outside director, executive/corporate officer or other employee; provided, however, limited to those who are important persons in terms of relationship with immediate family members. The same shall apply hereafter.); or
- ii) has received during any of the last three fiscal years more than ¥10 million in direct compensation for his or her services as a consultant, a specialist in law, accounting or tax, or a healthcare professional, etc. from the Company, other than director or audit & supervisory board member compensation.
- * An "immediate family member" includes a person's spouse, parents, children, siblings, grandparents, grandchildren, mothers and fathers-in-law, sons and daughters-in-law, spouses of siblings, grandchildren-in-law, and brothers and sisters-in-law. The same shall apply hereafter.
- (2) A candidate or his or her immediate family member who is or has been within the last ten years, an Executive Person, of a corporation or other association falling into:
- i) Business relationship
- a) a company that has made payments to, or received payments from, the Group for products or services in an amount which, in any of the last three fiscal years, exceeds 2% of any of the companies' consolidated gross revenues;
- b) a consulting firm, law firm, auditing firm, tax accounting firm or school corporation that receives remuneration from the Group exceeding 10% of its gross revenue in any of the last three fiscal years; or
- c) a lender from whom the Group obtained a loan of more than 10% of its consolidated total assets at the end of the fiscal year immediately before nomination.
- ii) Major shareholder

A corporation or other legal entity that is a major shareholder of the Company or a corporation of which the Company is a major shareholder at the time of determining the independence. A major shareholder means a shareholder holding at least 10% of total shares outstanding of the Company.

iii) Recipient of charitable contributions

An organization to which the Company's discretionary charitable contributions in any of the last three fiscal years are more than ¥10 million and 2% of annual gross revenues of that organization or other associations.

iv) Accounting auditor

An audit firm that is or has been for the last three years an accounting auditor of the Company Group.

v) Cross-directorship arrangement

When an Executive Person of the Company is a current Outside Director or Outside Audit & Supervisory Board Member in a cross-directorship arrangement with the listed company.

2. Even though a candidate for an Outside Director/Audit & Supervisory Board Member falls into any of the above, when Board of Directors or Audit & Supervisory Board judge him or her to be ensured of independence after a comprehensive review, he or she may be determined to have no problem with criteria for independence as an Outside Director/Audit & Supervisory Board Members.

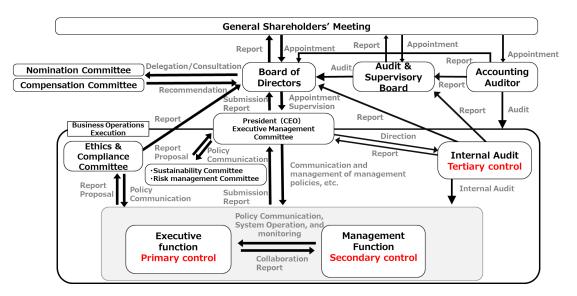
•Matters related to Corporate Governance

(1) System related to Corporate Governance

- In addition to creating a management structure that can respond speedily and flexibly to changes in the business environment, the Daiichi Sankyo is working to secure legal compliance and management transparency and to strengthen oversight of management and the conduct of operations. We place great importance on building up a corporate governance structure that is responsive to the trust of our stakeholders, especially our shareholders.

1) Corporate Governance Structure

- a. To clarify Directors management responsibility and reinforce their oversight of management and the conduct of operations, their terms of office are set at one year, and five out of our ten Directors are Outside Directors. Since June 2020, an Outside director has been appointed chairperson of the Board of Directors (the Board).
- b. To ensure management transparency, the Company has established two voluntary committees as advisory bodies to the Board: the Nomination Committee and the Compensation Committee. Both committees respectively deliberate on selections or dismissals of CEO and COO, the succession plan of CEO, selections of Director and Audit & Supervisory Board Member candidates, the compensation policy for Directors, the individual amounts of compensation of Directors, and other matters.
- c. It is comprised by five Outside Directors and one Outside Audit & Supervisory Board Member participates as the observer in each committee.
- d. For audits of legal compliance and soundness of management, the Company has adopted an Audit & Supervisory Board system and established the Audit & Supervisory Board comprising five Audit & Supervisory Board Members, including three Outside Audit & Supervisory Board Members.
- e. The Company prescribes specific criteria on the judgment of independence of Outside Directors and Outside Audit & Supervisory Board Members and basic matters regarding execution of duties by Directors and Audit & Supervisory Board Members.
- f. Under the global management structure, the Management Executive Meeting with CxOs, Unit Heads, and Heads of Global Corporate Functions as members is held as appropriate to deliberate on important matters related to the strategy, policy, and execution of group management, and to contribute to management decision-making.
- g. The Company employs a Corporate Officer System which contributes to appropriate and swift management decision-making and the conduct of operations.
- h. With the aims of ensuring effectiveness and efficiency of operations, ensuring reliability of financial reporting, complying with applicable laws and regulations relevant to business activities, and safeguarding assets, the Company structures its internal control system to consist of self-monitoring carried out by respective organizations which execute its functions (primary controls), policy development and monitoring for respective organizations carried out by the corporate organization (secondary controls), and internal auditing encompassing monitoring carried out by the Corporate Internal Audit Department (tertiary controls).



Daiichi Sankyo Group Internal Control System Chart

As of April 1, 2025

2) Activities of the Board, etc.

a. The Board

Chairperson: Outside Director, Kazuaki Kama

- As a general rule, the Board meeting is held once a month. A total of 14 meetings were held in fiscal 2024, and all Directors and Audit & Supervisory Board Members attended all of the meetings.
 - * Of the Board meetings held in fiscal 2024, Takashi Matsumoto and Yo Honma attended only those held after their appointment on June 17, 2024.

Specific Consideration Items by the Board

- Long-term strategies / Business strategies
- Annual business plan and budget
- Financial results and forecast
- Execution status of business investments
- · Sustainability / ESG management
- Materiality KPI
- Risk management
- · Internal audit plans and results
- · Selection of Representative Directors and Executive Directors
- · Selection of candidates for Directors and Audit & Supervisory Board Members
- Selection of CxO, unit heads, and head of global corporate function in Global Management structure
- · Selection of Corporate Officers
- Board evaluation
- · Compensation amounts for individual Directors and Corporate Officers
- · Payment of annual performance-based bonuses to Directors and Corporate Officers
- Evaluation coefficients for Medium-term performance-based share compensation
- · Payment of monetary compensation receivables for restricted shares and disposal of own shares
- · Daiichi Sankyo Group Monthly Business Report
- b. Audit & Supervisory Board

Chairperson: Audit & Supervisory Board Member, Kenji Sato

• As a general rule, an Audit & Supervisory Board meeting is held once a month. A total of 14 meetings were held in fiscal 2024, and all Audit & Supervisory Board Members attended all of the meetings.

Specific Consideration Items by Audit & Supervisory Board

- · Audit policy, audit plans, and division of duties
- Audit Report by Audit & Supervisory Board
- Consent for the Proposal in General Shareholders Meeting "Election of Audit & Supervisory Board Members"
- · Evaluation and appointment/ reappointment of Accounting Auditors
- Consent for Remuneration of Accounting Auditors
- Evaluation of the effectiveness of Audit & Supervisory Board
- Internal audit plans and results
- · Non-assurance services by provided Accounting Auditors
- Status report on audit by Audit & Supervisory Board Members of domestic Group companies
- Monthly execution status of duties by Audit & Supervisory Board Members
- c. Nomination Committee
 - Chairperson: Outside Director, Takaaki Nishii

Members: Outside Directors, Kazuaki Kama, Sawako Nohara, Yasuhiro Komatsu, and Yo Honma Observer: Outside Audit & Supervisory Board Member, Mitsuhiro Matsumoto

- It has been established to deliberate matters required for selection and dismissal of the CEO/COO, successor plan of the CEO, and selection of candidates for Directors, at the request of the Board, and contribute to the enhancement of management transparency and oversight functions.
- A total of 12 meetings were held in fiscal 2024, and all committee members and observer attended all meetings.
 - * Of the Nomination Committee meetings held in fiscal 2024, Yo Honma attended only those held after his appointment on June 17, 2024.

Specific Consideration Items by the Nomination Committee

- · Selection, dismissal, and reelection of CEO/COO
- · Selection of Representative Directors and Executive Directors
- Selection of candidates for Directors and Audit & Supervisory Board Members
- Selection of CxO, unit heads, and head of global corporate function in Global Management structure
- Selection of Corporate Officers
- Skill Matrix of the Board
- d. Compensation Committee

Chairperson: Outside Director, Sawako Nohara

Members: Outside Directors, Kazuaki Kama, Yasuhiro Komatsu, Takaaki Nishii, and Yo Honma Observer: Outside Audit & Supervisory Board Member, Yukiko Imazu

- It has been established to deliberate matters required for a policy on compensation of Directors as well as the individual amounts of compensation at the request of the Board and contribute to the enhancement of management transparency and oversight functions.
- A total of 11 meetings were held in fiscal 2024, and all committee members and observer attended all meetings.
 - * Of the Compensation Committee meetings held in fiscal 2024, Yo Honma attended only those held after his appointment on June 17, 2024.

Specific Consideration Items by the Compensation Committee

• Individual compensation amounts, bonus payment amounts, and calculation criteria for Directors

- Individual compensation amounts, bonus payment amounts, and calculation criteria for Corporate Officers
- Fiscal 2023 evaluation coefficients for Medium-term performance-based share compensation
- Allocation of restricted shares
- Renewal of the directors and officers, etc. liability insurance policy
- Partial amendment of Medium-term performance-based share compensation, the trust-type share-based compensation plan
- Verification of the compensation level for Directors and other officers
- Issues regarding the compensation system
- * In September and March, in addition to the usual deliberations, the Nomination Committee and the Compensation Committee held joint meetings to discuss the setting of goals for the CEO and COO and evaluation of both.

(2) Policies and Procedures for Appointment/Selection of Directors, Audit & Supervisory Board Members, and CEO

- Directors shall meet the requirement of being personnel of excellent character and insight who contribute to maximizing the corporate value of the Group.
- Directors shall meet the requirements of being appropriate persons with respect to term of office and age, and of being suitably competent of performing timely and accurate judgment, looking at the changes in the business environment while giving importance to the continuance of management policies, etc.
- Directors shall meet the requirements that they are the individuals with expertise, experience, and insight in one or more of the following fields: corporate management and management strategy, finance and accounting, science and technology, business strategy and marketing, global business, human resources and HR development, legal and risk management, sustainability and ESG, and/or DX and IT.
- Directors shall meet the requirements that there shall always be Outside Directors included to strengthen the decision-making functions based on various perspectives and to strengthen the function of supervising conduct of operations.
- In principle, it is a requirement that Outside Directors have no more than three concurrent positions as officers of listed companies, excluding the Company.
- The Company recognizes that ensuring the diversity of Directors particularly in terms of gender, nationality, race, etc. as well as incorporating diverse opinions into management are important for strengthening the decision-making functions and the supervisory function of the Board. The Company will continue to discuss the selection of candidates for Directors with such aspects in mind.
- When selecting the candidates for Directors, the Board shall select the candidates after they have been sufficiently deliberated by the Nomination Committee, of which Outside Directors form a majority.
- Directors should attend Board of Directors meetings and maintain an attendance rate of at least 75% or more unless there are unavoidable circumstances.
- Audit & Supervisory Board Members shall meet the requirement of whether they can fulfil their duties and ensure their independence from the representative directors, Directors, and corporate officers.
- When selecting the candidates for Audit & Supervisory Board Members, the Board shall select the candidates after they have been deliberated by the Nomination Committee, and agreed by the Audit & Supervisory Board.
- Outside Directors and Outside Audit & Supervisory Board Members shall be confirmed to have no problems according to specific criteria on the judgment of independence.
- When selecting the candidates for Directors and Audit & Supervisory Board Members, the General Meeting of Shareholders shall select them after the relevant proposal.

- Candidates for CEO shall be selected based on the successor plan and defined eligibility requirements, etc. that have been repeatedly discussed at the Nomination Committee.
- Selection of CEO and COO (including reelection) shall be determined by resolution of the Board over a recommendation from the Nomination Committee that the Committee submits after sufficient deliberation.

(3) Policies and Procedures for Dismissal of Directors and CEO

- If any Director is found not meeting eligibility requirements or requirements for execution of duties defined in the Companies Act or the Directors Regulations, following deliberation at the Nomination Committee and the Board, the General Meeting of Shareholders shall deem that it meets criteria for dismissal of Directors, and resolve dismissal of such Director after the relevant proposal.
- Dismissal of CEO and COO shall be called into account in light of the Companies Act, defined CEO eligibility requirements or requirements for execution of duties, and determined in the same manner as appointment, by resolution of the Board over a recommendation from the Nomination Committee that the Committee submits after sufficient deliberation.

Regarding the details, please refer to the page of our corporate governance in the Company's website.

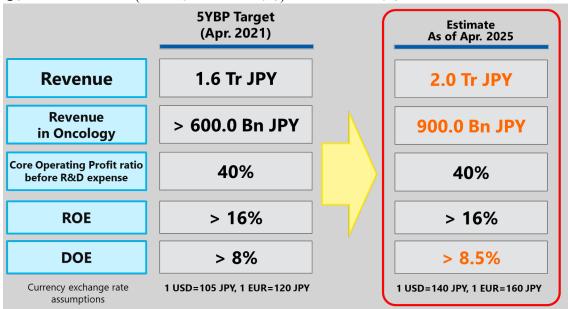
https://www.daiichisankyo.com/about_us/governance/

	Year ended March 31, 2025	YoY change
Revenue	JPY1,886.3billion	17.8% up
Core operating profit*1	JPY312.8billion	60.2% up
Operating profit	JPY331.9billion	56.9% up
Profit attributable to owners of the Company	JPY295.8billion	47.3% up
ROE	17.9%	5.1point up
DOE ^{*2}	6.9%	0.8point up

(Topics) Fiscal 2024 performance highlights

*1 Daiichi Sankyo Group discloses core operating profit, which excludes temporary income and expenses from operating profit, as an indicator of ordinary profitability. Temporary income and expenses include gains/losses on sale of non-current assets, gains/losses associated with business restructuring (excluding gains/losses on sales of developed products and products on the market), impairment losses on property, plant and equipment, intangible assets, and goodwill, compensation for damages or settlement, and non-recurring and large gains/losses.

*² Dividend on equity = Total dividend amount / Equity attributable to owners of the Company



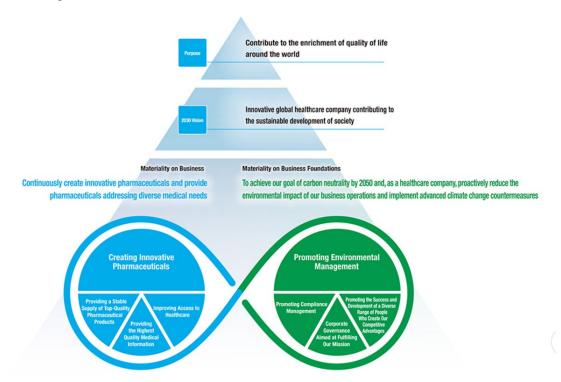
●5-Year Business Plan (Fiscal 2021 to Fiscal 2025) Estimate for FY2025 KPIs

Regarding the details, please refer to the page of our performance highlights in the Company's website.

https://www.daiichisankyo.com/investors/library/quarterly_result/

(Topics) Approach to Sustainability

The Group defines ESG management as "management based on a long-term perspective that enhances both financial and non-financial value by reflecting ESG elements in business strategies," and we are implementing this management. We define principles to be practiced in all of the Company's activities in order to fulfill its corporate mission and work together with our business to address sustainability issues. At the same time, we are identifying important issues (materiality) for sustainable growth and promoting ESG management.



Regarding the details, please refer to the page of our sustainability in the Company's website.

https://www.daiichisankyo.com/sustainability/

- We do not prepare souvenirs for your commemorative visit.
- In principle, those other than shareholders with voting rights are not allowed to enter the venue. However, if you need an attendant to enter the venue, please contact us in advance. (03-6225-1111)

Business Report and other information are not included in this notification as the Company has adopted a system for providing informational materials for the General Shareholders Meeting in electronic format as stipulated by the Companies Act, whereby, in principle, those materials are viewed on the website. Pursuant to Article 16, Item 2 of the Articles of Incorporation, some items stipulated by Ministry of Justice order are provided only in electronic format, but shareholders wishing to receive a paper copy of these items from the next meeting onward should contact the securities company they work with or Mitsubishi UFJ Trust and Banking Corporation, the shareholder registry administrator. Requests should be sent so receipt procedures can be completed by the record date of the General Shareholders Meeting (March 31) because the request for delivery of paper copy is sent to the registered address of the shareholder registry administrator.

Shareholders who have already taken steps to request that a paper copy be sent do not need to take steps each time unless otherwise separately informed by the Company.