



June 26, 2026

Company Name:	GNI Group Ltd.
Representative:	Director, Representative Executive Officer, President and CEO Ying Luo, PhD (Security Code: 2160, TSE Growth)
Contact Person:	Director, Representative Executive Officer, Vice President Ryosuke Matsui (TEL. 03-6214-3600)

### **Notice Regarding the Determination of the Payment Date for the Issuance of New Shares by Third-Party Allotment (Contribution in Kind)**

(Note) This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the Japanese original shall prevail.

As described in the “Notice Concerning Acquisition of All Shares of AYUMI Pharmaceutical Holdings KK (Conversion into a Wholly Owned Subsidiary) and Issuance of New Shares by Third-Party Allotment (Contribution in Kind)” dated June 5, 2026, GNI Group Ltd. (the “Company”) entered into a share purchase agreement relating to the acquisition of shares of AYUMI Pharmaceutical Holdings KK (“AYUMI Pharmaceutical Holdings”) on June 5, 2026 (the “Share Purchase Agreement”). Pursuant to the Share Purchase Agreement, the Company planned to issue new shares of the Company by way of third-party allotment (the “Issuance of New Shares”) to BCP Asia AYM Holding (Cayman) L.P., TOHO HOLDINGS CO., LTD. (“Toho Holdings”), and Hisamitsu Pharmaceutical Co., Inc. (“Hisamitsu Pharmaceutical”), each being a shareholder of AYUMI Pharmaceutical Holdings, by accepting as contribution in kind a portion of their respective claims for payment of the consideration for the transfer of shares of AYUMI Pharmaceutical Holdings to the Company.

As it has become certain that all conditions precedent set forth in the Share Purchase Agreement will be satisfied, the Company hereby announces that, as of June 26, 2026, it has determined July 1, 2026 as the payment date for the Issuance of New Shares.

#### Details

As described in the “Notice Concerning Acquisition of All Shares of AYUMI Pharmaceutical Holdings KK (Conversion into a Wholly Owned Subsidiary) and Issuance of New Shares by Third-Party Allotment (Contribution in Kind)” dated June 5, 2026, the Issuance of New Shares was conditional upon the effectiveness of the securities registration statement under the Financial Instruments and Exchange Act and satisfaction of all conditions precedent, including, if required, obtaining approvals and clearances from relevant authorities under domestic and foreign competition laws and regulations (collectively, the “Conditions Precedent”).

As the timing of the satisfaction of the Conditions Precedent could not be determined at the time, the payment period for the Issuance of New Shares was set from June 30, 2026 to September 30, 2026, and such payment period was disclosed as the payment date.

As it has become certain that all of the Conditions Precedent will be satisfied, the Company hereby announces that, as of June 26, 2026, it has determined July 1, 2026 as the payment date for the Issuance of New Shares within the above payment period.

(Reference) Summary of the Issuance of New Shares (Resolved on June 5, 2026)

(1) Payment period	From June 30, 2026 to September 30, 2026 (Note)
(2) Number of new shares to be issued	Common stock: 9,974,291 shares
(3) Issue price	JPY 2,684 per share
(4) Amount of funds to be raised	JPY 26,770,997,044
(5) Method of offering or allotment (planned allottees)	All shares will be allotted by way of third-party allotment to BCP Asia AYM Holding (Cayman) L.P., Toho Holdings and Hisamitsu Pharmaceutical. BCP Asia AYM Holding (Cayman) L.P.: 6,982,004 shares Toho Holdings: 1,994,858 shares Hisamitsu Pharmaceutical: 997,429 shares We will designate a portion of the claim for the payment of the transfer price in connection with the Share Acquisition from BCP Asia AYM Holding (Cayman) L.P., Toho Holdings and Hisamitsu Pharmaceutical as property to be contributed in kind.
(6) Other	The Issuance of New Shares is subject to the effectiveness of the registration statement under the Financial Instruments and Exchange Act.

(Note) As described above, the payment date has been determined to be July 1, 2026.

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