

## Press Release



### **Notice Concerning Establishment of Independent Committee and Appointment of Independent Committee Members**

**TOKYO, June •, 2025** - As announced in detail in the “Notice Concerning Introduction of Response Policy to Large-scale Purchase etc. of Company Share Certificates etc. in Preparation for Large-scale Purchase etc. of Company Share Certificates etc. by Dalton etc.” dated today, the board of directors of ASKA Pharmaceutical Holdings Co., Ltd. (TSE:4886, Head Office: Minato-ku, Tokyo/ President, Representative Director: Sohta Yamaguchi) (the “Company”) passed a resolution today to introduce response measures (“Response Policies”) for (i) the large-scale purchase etc. of Company share certificates etc. by Dalton Investments, Inc., Nippon Active Value Fund PLC, NAVF Select LLC, Dalton Investments LLC, Dalton Advisory KK, Rosenwald Capital Management, Inc., Rising Sun Management Ltd., Hikari Acquisition, Michael 1925, and JMBO Fund Limited (collectively, “Dalton etc.”), and (ii) other large-scale purchase etc. which may be contemplated under the circumstances where the large-scale purchase etc. of Company share certificates etc. by Dalton etc. continue.

In introducing the Response Policies, for the purpose of preventing arbitrary decisions by the board of directors and further enhancing the fairness and objectivity of the operation of the Response Policies, the board of directors passed a resolution today to establish an Independent Committee composed solely of individuals who are independent from the management who executes the Company’s business. In addition, the board of directors passed a resolution to appoint three independent outside directors of the Company as members of the Independent Committee. The names and career summaries of the members of the Independent Committee are set forth in the Exhibit. The chairperson of the Independent Committee shall be chosen by mutual election among the members of the Independent Committee.

The board of directors will make decisions regarding all measures related to the Response Policies with full respect for the recommendations and opinions of the Independent Committee. Furthermore, the board of directors intends to notify shareholders of the contents of the recommendations and opinions of the Independent Committee, as well as other matters related to the Independent Committee, in a timely and appropriate manner.

End

## Independent Committee Member Names and Career Summaries

Name	Career summary	
Minoru Awabayashi (Date of birth: December 19, 1952)	Jul. 1978	Established Nihon Yo-Flow Co., Ltd., President and Representative Director
	Jul. 1983	Established Pacific Marketing Partners, Inc. in the U.S., Managing Director
	Jul. 1997	Established Omniglow Japan Co., Ltd., Vice President and Representative Director
	Apr. 2005	President and Representative Director, Omniglow Japan Co., Ltd.
	Apr. 2016	Senior Vice President, Takenaka Partners Corp.
	Jun. 2023	Member of the Board of Directors, Outside Director, of the Company (to present)
	Oct. 2024	Representative Director, M&A Strategy Advisors, Co., Ltd. (to present)
Yasuji Enokido (Date of birth: June 30, 1960)	Apr. 1983	Joined Matsushita Electric Industrial Co. Ltd. (currently Panasonic Corporation)
	Aug. 2007	President, Panasonic Avionics Corporation
	Apr. 2013	Executive, Panasonic Corporation
	Apr. 2015	Managing Executive, Panasonic Corporation; President, AVC Networks Company
	Jun. 2015	Managing Director, Panasonic Corporation
	Apr. 2016	Representative Director and Senior Managing Director, Panasonic Corporation
	Nov. 2017	President and Representative Director, Soen Co., Ltd. (to present)
Kanae Karita (Date of birth: July 2, 1963)	Mar. 1986	Graduated from the School of Health Sciences of the Faculty of Medicine, the University of Tokyo
	Mar. 1988	Completed master course of the Graduate School of Medicine, the University of Tokyo
	Sep. 2007	Associate Professor of the Department of Hygiene and Public Health, Faculty of Medicine, Kyorin University
	Apr. 2015	Professor of the Department of Hygiene and Public Health, Faculty of Medicine, Kyorin University (to present) Director of the Gender Equality Promotion Office, Kyorin University
	Jun. 2019	Director of the Japanese Medical Science Federation; Director of the Japanese Association of Medical Sciences (to present)
	Mar. 2022	Member of the Photochemical Oxidant Health Impact Assessment Committee, Ministry of the Environment
	Apr. 2024	Member of the Food Safety Standards Council, Cabinet Office (to present)
	Jun. 2024	Member of the Board of Directors, Outside Director, of the Company (to present)

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