

**【Cover】**

**【Document Submitted】** Extraordinary Report

**【Submitted to】** Director, Kanto Local Finance Bureau

**【Date of submission】** July 1, 2024

**【Company Name】** Nippon Shinyaku Kabushiki-Kaisha

**【Company Name (in English)】** Nippon Shinyaku Co., Ltd.

**【Position and Name of Representative】** Toru Nakai, Representative Director, President

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Note: The above Kansai Branch Office and Nagoya Branch Office are not places where the document to be submitted is available for inspection as specified by the Financial Instruments and Exchange Act, but they are available for public inspection for the convenience of investors.

## 1 Reason for Filing

As the following proposals were resolved at the 161st Annual General Meeting of Shareholders of Nippon Shinyaku Co., Ltd. (the “Company”), the Company hereby files this Extraordinary Report pursuant to the provisions of Article 24-5, Paragraph 4 of the Financial Instruments and Exchange Act and the provisions of Article 19, Paragraph 2, Item 9-2 of the Cabinet Office Ordinance on the Disclosure of Corporate Affairs, etc.

## 2 Description of Report

(1) Date of the General Meeting of Shareholders: June 27, 2024

(2) Details of Proposals Resolved:

(Proposed by the Company)

Proposal 1: Appropriation of Surplus

Proposal 2: Election of 12 Directors

Shigenobu Maekawa, Toru Nakai, Shouzou Sano, Takashi Takaya, Takanori Edamitsu, Kazuchika Takagaki, Hitoshi Ishizawa, Hitomi Kimura, Miyuki Sakurai, Yoshinao Wada, Yukari Kobayashi, and Mayumi Nishi were elected as Directors of the Company.

Proposal 3: Election of 2 Audit & Supervisory Board Members

Eriko Doi and Mariko Chaki were elected as Audit & Supervisory Board Members of the Company.

Proposal 4: Introduction of a Restricted Stock Remuneration Plan for Directors (Excluding Outside Directors)

(3) The number of voting rights either approving, disapproving or abstaining on proposals resolved; requirements for the approval of the resolutions and their results

Proposal	For (Number of voting rights)	Against (Number of voting rights)	Abstentions (Number of abstentions)	Voting results	
				Approval ratio (%)	Approval or disapproval
Proposal 1	555, 055	9, 879	21	97. 97	Approved
Proposal 2					
Shigenobu Maekawa	534, 598	27, 580	2, 776	94. 36	Approved
Toru Nakai	530, 014	32, 164	2, 776	93. 55	Approved
Shouzou Sano	538, 133	26, 800	21	94. 98	Approved
Takashi Takaya	538, 108	26, 825	21	94. 97	Approved
Takanori Edamitsu	538, 209	26, 724	21	94. 99	Approved
Kazuchika Takagaki	538, 399	26, 534	21	95. 03	Approved
Hitoshi Ishizawa	538, 436	26, 497	21	95. 03	Approved
Hitomi Kimura	538, 452	26, 481	21	95. 04	Approved
Miyuki Sakurai	546, 679	18, 256	21	96. 49	Approved
Yoshinao Wada	546, 603	18, 332	21	96. 47	Approved
Yukari Kobayashi	546, 671	18, 264	21	96. 49	Approved
Mayumi Nishi	561, 522	3, 413	21	99. 11	Approved

Proposal	For (Number of voting rights)	Against (Number of voting rights)	Abstentions (Number of abstentions)	Voting results	
				Approval ratio (%)	Approval or disapproval
Proposal 3					
Eriko Doi	498, 139	66, 792	21	87. 92	Approved
Mariko Chaki	563, 237	1, 700	21	99. 41	Approved
Proposal 4	561, 437	3, 214	307	99. 09	Approved

Notes: The requirements for the approval of each proposal are as follows.

Proposal 1 and Proposal 4 require approval by a majority of voting rights of the shareholders in attendance eligible for exercising voting rights.

Proposal 2 and Proposal 3 require the attendance of shareholders holding one-third or more of voting rights owned by shareholders eligible for exercising voting rights and approval by a majority of voting rights held by the shareholders in attendance.

(4) The reason why a portion of the number of voting rights held by the shareholders in attendance at the General Meeting of Shareholders was not included in the number of voting rights

Resolutions of all the proposals have been legitimately reached in accordance with the Companies Act, as the requirements for approval have been met based on the number of confirmed votes of approval or disapproval by counting the voting rights exercised up to the day before this General Meeting of Shareholders and those of shareholders in attendance. Therefore, voting rights of the shareholders in attendance which are not confirmed as to whether they are approving, disapproving or abstaining are not included in the count.