

[Translation]

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SHARE HANDRING REGULATIONS

Takara Bio Inc.

[Translation]

SHARE HANDLING REGULATIONS

OF

Takara Bio Inc.

Chapter 1. General Provisions

Article 1. Purpose

Procedures for the exercise of shareholders' rights and other handling and fees pertaining to shares of the company shall be governed by the provisions set forth by the Japan Securities Depository Center, Incorporated (hereinafter referred to as "JASDEC") or the account management institution such as securities company, bank or trust bank with which a shareholder has opened a transfer account (hereinafter referred to as the "Securities Companies") as well as the provisions of these Regulations under the Articles of Incorporation.

Article 2. Shareholder Register Administrator

The shareholder register administrator of the company and place where the administrator handles administrative affairs pertaining to the shareholder register shall be as follows:

Shareholder register administrator:

1-3-3 Marunouchi, Chiyoda-ku, Tokyo

Mizuho Trust & Banking Co., Ltd.

Place where the administrator handles administrative affairs pertaining to the shareholder register:

1-3-3 Marunouchi, Chiyoda-ku, Tokyo

Stock Transfer Agency Department, Head Office

[Translation]

Mizuho Trust & Banking Co., Ltd.

Chapter 2. Records in Shareholder Register

Article 3. Records in Shareholder Register

1. Matters entered in the shareholder register shall be amended upon notice from JASDEC such as the notice of all shareholders (excluding the notice provided for in Article 154, Paragraph 3 of the Act on Book-Entry Transfer of Corporate Bonds and Shares (hereinafter referred to as the “Book-Entry Transfer Act”) and such notice to be referred to as the “Notice of Individual Shareholder”).
2. In addition to what is provided for in the preceding paragraph, in cases of issuance of new shares or as otherwise provided for in applicable laws and regulations, entries in the shareholder register shall be amended without any notice from JASDEC.
3. Information in the shareholder register shall be recorded using the letters and symbols designated by JASDEC.

Article 4. Notification on Entries in Shareholder Register

1. A person recorded in the shareholder register (hereinafter referred to as “Shareholders”) shall notify the company of information on the person such as the name and address through the Securities Companies or JASDEC pursuant to the provisions set forth by JASDEC. The same shall apply in cases of changes in the information.
2. Notwithstanding the provisions of the preceding paragraph, information not subject to notification through the Securities Companies or JASDEC shall be notified to the shareholder register administrator in the format determined by the company.

Article 5. Representative of Corporate Shareholders

A Shareholder that is a corporation shall notify the company of its one (1) representative through the Securities Companies or JASDEC pursuant to the provisions set forth by JASDEC. The same shall apply in cases of replacement of the representative.

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Article 6. Representative of Joint Shareholders

Shareholders that jointly own shares shall appoint their one (1) representative and notify the company of information on the representative such as the name and address through the Securities Companies or JASDEC pursuant to the provisions set forth by JASDEC. The same shall apply in cases of replacement of the representative.

Article 7. Statutory Agent

The statutory agent of a shareholder such as a person who has parental authority over the shareholder or a guardian of the shareholder shall notify the company of information on the agent such as the name and address through the Securities Companies or JASDEC pursuant to the provisions set forth by JASDEC. The same shall apply in cases of replacement of the agent.

Article 8. Notification of Place Where Foreign Resident Shareholder Is to Receive Notice

A Shareholder or the like residing in a foreign country shall appoint the standing proxy in Japan or determine the place where the Shareholders is to receive any notice in Japan, and notify the company of information on the proxy such as the name and address or such place through the Securities Companies or JASDEC pursuant to the provisions set forth by JASDEC. The same shall apply in cases of replacement of the proxy or change of the place.

Article 9. Method of Confirmation through the Securities Companies or JASDEC

When notification from a Shareholders to the company is submitted through the Securities Companies or JASDEC, the notification shall be deemed to be notification from that Shareholders.

Chapter 3. Shareholder Confirmation

Article 10. Shareholder Confirmation

1. When a shareholder (including a shareholder for whom the Notice of Individual Shareholder has been given) makes a request or exercises any other shareholders' right (hereinafter referred to as "Request"), the shareholder shall attach to the Request any

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material proving that such Request is made by that shareholder (hereinafter referred to as the "Evidence"); provided, however, that this shall not apply to the case the company is able to confirm that the request is made by that shareholder.

2. When a Request to the company from a shareholder or the agent set forth in the following paragraph is made through the Securities Companies or JASDEC, the Request shall be deemed to be a Request from that shareholder or agent, and the Evidence or any material proving that the power of attorney set forth in the following paragraph is prepared by that shareholder shall not be required. However, the company may, when deeming it necessary, request that the Evidence be submitted.
3. When a Request is made by the agent of a shareholder, the power of attorney to which the shareholder's signature or name and seal are affixed by that shareholder and any material proving that such power of attorney is prepared by that shareholder shall be attached to the Request. In the power of attorney, it shall be required that information on the mandatory such as the name and address be entered.
4. The agent set forth in the preceding paragraph shall attach to a Request any material proving that such agent is the mandatory. However, when the Request is made through the Securities Companies or JASDEC, such material proving that the agent is the mandatory shall not be required except when the company deems it necessary.

Chapter 4. Procedures for Exercise of Shareholders' Rights

Article 11. Request for Delivery of Document and Statement of Objection

When requesting the issuance of a document stating the matters for electronic provision of the Reference Documents for Shareholders Meeting, etc. as set forth in Paragraph 1 of Article 325-5 of the Companies Act (hereinafter referred to as the "Request for Delivery of Documents") and submitting an objection as set forth in Paragraph 5 of the same Article, such request shall be made in writing as determined by the company or the shareholder register administrator . Provided, however, that in the event a request for issuance of a document is made through Securities Companies or JASDEC, such request shall be made pursuant to the provisions of the Securities companies or JASDEC.

Article 12. Minority and Other Shareholders' Rights

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When a shareholder exercises minority and other shareholders' rights provided for in Article 147, Paragraph 4 of the Book-Entry Transfer Act directly to the company, the shareholder shall do so by using a document to which that shareholder's signature or name and seal are affixed and attaching the receipt concerning the Notice of Individual Shareholder thereto.

Article 13. Method of Making Demand for Purchase of Shares Less than One Unit

When a shareholder makes a demand for the purchase of shares less than one unit, the shareholder shall do so through the Securities Companies or JASDEC pursuant to the provisions set forth by JASDEC.

Article 14. Determination of Purchase Price

1. The purchase unit price for a purchase demand under the preceding Article shall be the closing price on the market opened by the Tokyo Stock Exchange on the day on which the purchase demand arrived at the place where the administrator handles administrative affairs pertaining to the shareholder register. However, when there are no selling or buying transactions on that day or that day falls on a holiday of the same stock exchange, it shall be the price of the first selling or buying transactions conducted following such day.
2. The purchase price shall be obtained by multiplying the purchase unit price under the preceding paragraph by the number of shares subject to the purchase demand.

Article 15. Payment of Purchase Proceeds

1. The company shall deem the purchase price calculated under the preceding Article as purchase proceeds, and except as otherwise determined by the company, make payment on the fourth (4th) business day from the day immediately following the day on which the purchase unit price was determined pursuant to the provisions set forth by JASDEC. However, when the purchase price involves a price cum rights such as one relating to dividends of surplus or share splits, the company shall pay the purchase proceeds by the relevant record date.
2. The person making a purchase demand may demand the payment of purchase proceeds by transfer to the bank account designated by that person or in cash at an office of Japan Post Bank, Co., Ltd.

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Article 16. Transfer of Shares Purchased

Shares less than one unit subject to a purchase demand shall be transferred to the transfer account of the company on the date of completion of the payment of purchase proceeds or the procedure therefor under the preceding Article.

Chapter 5. Special Provisions on Special Accounts

Article 17. Special Provisions on Special Accounts

The identification of a shareholder for whom a special account has been opened and other matters related to the special account shall be handled pursuant to the provisions set forth by JASDEC, as well as the provisions set forth by the account management institution with which the special account has been opened.

Chapter 6. Fees

Article 18. Fees

Fees payable by Shareholders to the Securities Companies or JASDEC shall be borne by the Shareholders.

Supplementary Provisions

Article 1. Effective Date for Revision

The revision of these Regulations shall come into effect as of September 1, 2022.