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Tokyo, Japan – 22 December 2025: Reference is made to the announcements of Nxera Pharma Co., Ltd. (“Nxera”; TSE Prime Index: 4565) dated 26 November 2025 and 11 December 2025 (the “Announcements”) in relation to the Tender Offer and Consent Solicitation. Capitalised terms used in this announcement shall have the same meanings ascribed to them in the Announcements.

Completion of the Consent Solicitation

The deed expressed to amend and supplement the Trust Deed to give effect to the Extraordinary Resolution (the “Supplemental Trust Deed”) has been executed by Nxera and The Law Debenture Trust Corporation p.l.c. as of 11 December 2025.

As a result, each present and future holder of the Convertible Bonds is bound by the terms of the Trust Deed, as amended by the Supplemental Trust Deed. Copies of the Supplemental Trust Deed are available for inspection in accordance with the terms and conditions of the Convertible Bonds.

Nxera had paid a consent fee of ¥1,680,000 per ¥10,000,000 principal amount of the Convertible Bonds for each eligible bondholder who delivered a valid instruction in favour of the Extraordinary Resolution received prior to the deadline specified by Nxera.

Nxera had made an ineligible bondholder payment of ¥1,680,000 per ¥10,000,000 principal amount of the Convertible Bonds for each holder of the Convertible Bonds other than the eligible bondholders who submitted a valid indication in favour of the Extraordinary Resolution received prior to the deadline specified by Nxera.

All Convertible Bonds held by a bondholder who submitted any such instruction have been unblocked and returned to the holders of such Convertible Bonds as of the date hereof.

Completion of the Tender Offer

Nxera had completed the purchase of ¥5,000,000,000 in principal amount of the Convertible Bonds as of the date hereof. The purchase price was ¥9,675,000 per ¥10,000,000 principal amount of the Convertible Bonds (subject to deduction of any consent fee payable for Convertible Bonds being purchased).

All Convertible Bonds not accepted for purchase have been unblocked and returned to the holders of such Convertible Bonds as of the date hereof.

This press release has been prepared for the sole purpose of publicly announcing the Consent Solicitation with respect to and the Tender Offer of the Convertible Bonds, and not for the purpose of soliciting investment.

Neither the Consent Solicitation with respect to nor the Tender Offer of the Convertible Bonds is being made, and will not be made, directly or indirectly in or into, or by use of the mail of, or by any means or instrumentality of interstate or foreign commerce of or of any facilities of a national securities exchange of, the United States. This includes, but is not limited to, facsimile transmission, electronic mail, telex, telephone and the internet. Participation in such Consent Solicitation and/or the Tender Offer is not permitted by any such use, means, instrumentality or facility from or within the United States or by persons located or resident in the United States as defined in Regulation S of the Securities Act. Any purported approval or tender made by a person located in the United States will not be accepted.

This press release is not an offer of securities for sale in the United States and nothing in this communication shall constitute an offer to sell or the solicitation of an offer to buy securities in any jurisdiction in which such offer or sale would be unlawful. The securities may not be offered or sold in the United States absent registration or an exemption from registration under the United States Securities Act of 1933, as amended (the “Securities Act”). The securities referred to herein have not been, and will not be registered under the Securities Act. If any public offering of securities is to be made in the United States, it will be by means of a prospectus prepared pursuant to the provisions of the Securities Act. Nxera does not intend to conduct a public offering of securities in the United States.