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September 4, 2026

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Chairman of the Board and Group CEO
Nissha Co., Ltd.
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Notice Regarding Transfer of Shares Involving a Change in Consolidated Subsidiary (Specified Subsidiary)

Nissha Co., Ltd. (hereinafter the "Company") hereby announces that, at its Board of Directors meeting held on September 4, 2026, the Company resolved to transfer all shares of USM HEALTHCARE MEDICAL DEVICES FACTORY JOINT STOCK COMPANY (hereinafter "USM") held by the Company and its consolidated subsidiary, Nissha Vietnam Co., Ltd., to Ms. VÕ XUÂN BỘI LÂM (hereinafter "LAM"), a director of USM, and on the same date, executed a share transfer agreement with LAM.

1. Reasons for the Transfer of Shares

On May 20, 2026, the Company acquired 60% of the shares of USM, a company incorporated in Vietnam, thereby making USM its consolidated subsidiary. The purpose of the acquisition was to strengthen and enhance the efficiency of USM's existing business, as well as to promote the geographic expansion of Nissha's CDMO business for medical devices throughout the Southeast Asia region.

However, as disclosed in the "Notice Regarding Postponement of Announcement of Financial Results for the Second Quarter (Interim Period) of the Fiscal Year Ending December 31, 2026 and Consideration of Application for Extension of the Filing Deadline for the Semi-Annual Securities Report" dated August 4, 2026, during the post-merger integration process and the preparation of our first consolidated financial results incorporating USM, it came to light that inappropriate accounting treatments centered on circular transactions (hereinafter the "Matter") had been carried out at USM during the period prior to its acquisition. The Company is currently investigating the Matter under an investigation framework that includes external experts, to ascertain the relevant facts. The Company notes that the Matter was initiated by USM's officers and personnel prior to its acquisition and that the Company has not been involved whatsoever in the Matter.

In light of these circumstances, the Company carefully examined the feasibility of realizing the benefits of the acquisition that it had initially anticipated, as well as the impact on its future corporate value. As a result, the Company determined that it would be difficult to preserve and enhance the corporate value of the Nissha Group, and has therefore decided to transfer its 60% stake in USM shares.

2. Outline of the Subsidiary to be Transferred

(1)	Name	USM HEALTHCARE MEDICAL DEVICES FACTORY JOINT STOCK COMPANY		
(2)	Location	Saigon Hi-tech Park, Long Thanh My Ward, HCMC		
(3)	Position and name of representative	Director of the Board, General Director VÕ XUÂN BỘI LÂM		
(4)	Scope of business	Manufacturing and sale of medical devices		
(5)	Capital stock	282,681,280,000 Vietnamese dong		
(6)	Date of foundation	October 2012		
(7)	Major shareholders and ratio of shares held	The Company: 59.99%, VÕ XUÂN BỘI LÂM: 40.00%, Nissha Vietnam Co., Ltd.: 0.01%		
(8)	Relationship between the listed company and the aforementioned company	Capital relationship	The Company holds 59.99% of the shares in the aforementioned company, and Nissha Vietnam Co., Ltd., a consolidated subsidiary of the Company, holds 0.01% of the shares.	
		Interpersonal relationship	Concurrent service of officers, etc.	
		Transactional relationship	The Company provides loans to the aforementioned company.	
(9)	Operating results and financial condition of the aforementioned company for the latest three fiscal years (Unit: Million Vietnamese dong)			
Fiscal year-end		December 31,2023	December 31,2024	December 31,2025
	Net assets	802,400	803,604	831,615
	Total assets	1,083,980	1,095,735	1,138,439
	Net sales	267,218	321,909	416,587
	Net profit	13,063	1,480	28,030

(Note) The inappropriate accounting treatments at the aforementioned subsidiary are currently under investigation. The figures presented in “(9) Operating results and financial condition of the aforementioned company for the latest three fiscal years” are based on data prior to the investigation.

3. Outline of the Counterparty to the Share Transfer

VÕ XUÂN BỘI LÂM

(1)	Name	VÕ XUÂN BỘI LÂM
(2)	Location	Ho Chi Minh City, Vietnam
(3)	Relationship between the listed company and the aforementioned individual	Director of USM HEALTHCARE MEDICAL DEVICES FACTORY JOINT STOCK COMPANY, a consolidated subsidiary of the Company

4. Number of Shares to be Transferred, Transfer Price, and Number of Shares Held Before and After the Transfer

(1)	Number of shares held before transfer	16,960,877 (Number of voting rights: 16,960,877)
(2)	Number of shares to be transferred	16,960,877 (Number of voting rights: 16,960,877)
(3)	Transfer price	Not disclosed due to confidentiality obligations between the parties.
(4)	Number of shares held after transfer	0 shares (Number of voting rights: 0)

5. Schedule

(1)	Approval date by the Board of Directors' meeting	September 4, 2026
(2)	Date of execution of the agreement	September 4, 2026
(3)	Date of implementation of the share transfer	Mid-September 2026 (50% of USM shares) (Scheduled) / Mid-September 2027 to mid-September 2028 (10% of USM shares) (Scheduled)

6. Outlook for the future

As a result of this share transfer, the Company expects to record a gain or loss on the sale of shares of affiliates in both the non-consolidated financial results and consolidated financial results for the fiscal year ending December 31, 2026. However, the amount is currently being assessed, and the Company will promptly announce any matters that should be disclosed in the future. In addition, the impact on the consolidated financial forecasts for the fiscal year ending December 31, 2026 is also currently being assessed, and will be promptly announced once determined.

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