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## **ORYZON GENOMICS, S.A.**

Pursuant to the provisions of Article 226 of Law 6/2023, of March 17, of the Securities Markets and Investment Services Law, and other concordant provisions, ORYZON GENOMICS, S.A. ("**ORYZON**" or the "**Company**") hereby announces the following

### **INSIDER INFORMATION**

The Company informs that the Board of Directors, with the purpose of strengthening its balance sheet and accelerating its acute myeloid leukemia program, has resolved today to execute a capital increase by monetary contributions excluding the preemptive subscription right up to an effective amount (nominal plus premium) of ten million euros<sup>1</sup> (the "**Capital Increase**") by issuing and placing into circulation ordinary shares with a par value of 0.05 euros each (the "**New Shares**"), under the terms summarized below (the "**Transaction**").

#### **1. Placement procedure**

The Transaction will be carried out through an Accelerated Bookbuild Offering within the European Economic Area. For this purpose, the Company has engaged the services of Singular Bank, S.A.U. and Invest Securities SA (All-invest), as placement entities in the Capital Increase (the "**Placement Entities**").

Following the publication of this communication and for a period expected to end at 8:00 a.m. on July 1, 2026, the Placement Entities will use reasonable efforts to solicit offers from investors to subscribe for the New Shares of the Company. The results of the private placement procedure are expected to be published on July 1, 2026, prior to the market opening.

#### **2. Placement recipients**

The Transaction is directed at persons which are "qualified investors" within the meaning of Article 2(e) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC (the "**Prospectus Regulation**") as well as at investors which are not considered as "qualified investors" but for whom, in accordance with the applicable regulations, the offering of shares does not require the publication of a mandatory prospectus pursuant to Article 1.4 of the Prospectus Regulation, nor any registration or approval before the competent authorities.

#### **3. Payment and delivery of the New Shares**

The disbursement of the Capital Increase is expected to be anticipated by Banco Sabadell, S.A. prior to the market opening on July 2, 2026, after which the corresponding deed of Capital

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<sup>1</sup> The effective amount of the Capital Increase may be increased up to 15 million euros depending on demand.

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Increase will be executed and its registration with the Commercial Registry of Madrid will be processed. The shares are expected to be delivered to the final investors on July 2, 2026.

#### **4. Admission to trading**

ORYZON will request the admission to trading of the New Shares issued on the Madrid, Barcelona, Bilbao, and Valencia Stock Exchanges, through the Spanish Stock Market Interconnection System (Continuous Market), with the New Shares expected to be admitted to trading on July 2, 2026 and will start trading on July 3, 2026. Any delay in the scheduled timeline will be communicated to the market through the corresponding relevant information.

In the context of the Transaction, Banco Sabadell, S.A. will act as Payments Agent and Technical Pre-financier of the Capital Increase and Gómez-Acebo & Pombo Abogados, S.L.P. as legal advisors to the Company.

#### **5. Future subscription commitment from Fondo de Impacto Social**

In this context and as part of the Company's efforts to strengthen its capital structure in the future, on this date, the Company has entered into a share subscription agreement with the Fondo de Impacto Social, F.C.P.J. ("**FIS**"), managed by the Compañía Española de Financiación del Desarrollo (COFIDES), S.A., S.M.E. and attached to the Ministry of Inclusion, Social Security and Migration, within the framework of the Recovery, Transformation and Resilience Plan (PRTR) for Spain, financed by the European Union through the NextGenerationEU funds. Under this agreement, the FIS has committed, as an anchor investor, to subscribe in the future for newly created shares of the Company for an effective amount (nominal plus issue premium) of 25 million euros, all subject to certain conditions. The FIS commitment applies to any future capital increase that the Company may decide to carry out within a period of up to six months from the signing of the subscription agreement, which may be extended by mutual agreement.

In the event that, within the framework of a capital increase of the Company, the conditions are met and, as a result, the FIS subscribes together with other private investors for newly created shares of the Company, the Company commits to (i) allocate the funds obtained to research and development activities directly or indirectly aimed at obtaining Central Nervous System (CNS) products, as well as oncology and hematology, and (ii) that at least 40% be allocated to the development of medicines for unmet medical needs in mental health and, in particular, to the borderline personality disorder program and other psychiatric conditions.

Likewise, in the context of the potential entry of the FIS in the share capital of the Company, the Board of Directors has unanimously resolved to include in the agenda of the next General Shareholders' Meeting to be convened an item relating to the amendment of the corporate purpose to expressly reflect in the Company's bylaws its social purpose consisting of improving people's quality of life through the development of medicines to treat unmet medical needs in (i) mental health; (ii) cancer; and (iii) other serious diseases (the "**Social Purpose**"). The proposal will include a reinforced majority regime (75%) to amend the Social Purpose.

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The logo for Oryzon, consisting of the word "ORYZON" in white, uppercase, sans-serif font, centered within a solid black rectangular background.

This transaction represents a significant milestone for Oryzon and reinforces its commitment to the development of innovative high social impact therapies in Spain. The FIS investment demonstrates confidence in the Company's ability to generate both scientific and social value. The funds that may be obtained will allow Oryzon to accelerate its clinical research programs in Central Nervous System diseases, consolidating its position as a European leader in epigenetic medicine and contributing to the transformation of the biotechnology and health innovation ecosystem in our country.

Madrid, June 30, 2026

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THE NEW SHARES HAVE NOT BEEN AND WILL NOT BE REGISTERED UNDER THE U.S. SECURITIES ACT OF 1933, AS AMENDED (THE "**SECURITIES ACT**"), OR ANY STATE SECURITIES LAWS AND MAY NOT BE OFFERED OR SOLD IN THE UNITED STATES OF AMERICA ABSENT REGISTRATION OR AN APPLICABLE EXEMPTION FROM REGISTRATION UNDER THE SECURITIES ACT AND APPLICABLE STATE SECURITIES LAW. THE SECURITIES HAVE NOT BEEN REGISTERED, AND THERE IS NO INTENTION TO REGISTER ANY SECURITIES REFERRED TO HEREIN IN THE UNITED STATES OR TO MAKE ANY PUBLIC OFFERING OF SECURITIES OF THE COMPANY IN THE UNITED STATES.

SOLELY FOR THE PURPOSES OF THE PRODUCT GOVERNANCE REQUIREMENTS CONTAINED WITHIN: (A) EU DIRECTIVE 2014/65/EU ON MARKETS IN FINANCIAL INSTRUMENTS ("**MIFID II**"); (B) ARTICLES 9 AND 10 OF COMMISSION DELEGATED DIRECTIVE (EU) 2017/593 SUPPLEMENTING MIFID II; AND (C) LOCAL IMPLEMENTING MEASURES (TOGETHER, THE "**MIFID II PRODUCT GOVERNANCE REQUIREMENTS**"), AND DISCLAIMING ALL AND ANY LIABILITY, WHETHER ARISING IN TORT, CONTRACT OR OTHERWISE, WHICH ANY "MANUFACTURER" (FOR THE PURPOSES OF THE MIFID II PRODUCT GOVERNANCE REQUIREMENTS) MAY OTHERWISE HAVE WITH RESPECT THERETO, THE NEW SHARES HAVE BEEN SUBJECT TO A PRODUCT APPROVAL PROCESS, WHICH HAS DETERMINED THAT SUCH NEW SHARES ARE: (I) COMPATIBLE WITH AN END TARGET MARKET OF RETAIL INVESTORS AND INVESTORS WHO MEET THE CRITERIA OF PROFESSIONAL CLIENTS AND ELIGIBLE COUNTERPARTIES, EACH AS DEFINED IN MIFID II; AND (II) ELIGIBLE FOR DISTRIBUTION THROUGH ALL DISTRIBUTION CHANNELS AS ARE PERMITTED BY MIFID II (THE "**TARGET MARKET ASSESSMENT**"). NOTWITHSTANDING THE TARGET MARKET ASSESSMENT, DISTRIBUTORS SHOULD NOTE THAT: THE PRICE OF THE NEW SHARES MAY DECLINE AND INVESTORS COULD LOSE ALL OR PART OF THEIR INVESTMENT; THE NEW SHARES OFFER NO GUARANTEED INCOME AND NO CAPITAL PROTECTION; AND AN INVESTMENT IN THE NEW SHARES IS COMPATIBLE ONLY WITH INVESTORS WHO DO NOT NEED A GUARANTEED INCOME OR CAPITAL PROTECTION, WHO (EITHER ALONE OR IN CONJUNCTION WITH AN APPROPRIATE FINANCIAL OR OTHER ADVISER) ARE CAPABLE OF EVALUATING THE MERITS AND RISKS OF SUCH AN INVESTMENT AND WHO HAVE SUFFICIENT RESOURCES TO BE ABLE TO BEAR ANY LOSSES THAT MAY RESULT THEREFROM. THE TARGET MARKET ASSESSMENT IS WITHOUT PREJUDICE TO THE REQUIREMENTS OF ANY CONTRACTUAL, LEGAL OR REGULATORY SELLING RESTRICTIONS IN RELATION TO THE OFFER. FURTHERMORE, IT IS NOTED THAT, NOTWITHSTANDING THE TARGET MARKET ASSESSMENT, THE PLACEMENT AGENTS WILL ONLY PROCURE INVESTORS WHO MEET THE CRITERIA OF PROFESSIONAL CLIENTS AND ELIGIBLE COUNTERPARTIES.

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FOR THE AVOIDANCE OF DOUBT, THE TARGET MARKET ASSESSMENT DOES NOT CONSTITUTE: (A) AN ASSESSMENT OF SUITABILITY OR APPROPRIATENESS FOR THE PURPOSES OF MIFID II; OR (B) A RECOMMENDATION TO ANY INVESTOR OR GROUP OF INVESTORS TO INVEST IN, OR PURCHASE, OR TAKE ANY OTHER ACTION WHATSOEVER WITH RESPECT TO THE NEW SHARES.

EACH DISTRIBUTOR IS RESPONSIBLE FOR UNDERTAKING ITS OWN TARGET MARKET ASSESSMENT IN RESPECT OF THE NEW SHARES AND DETERMINING APPROPRIATE DISTRIBUTION CHANNELS.