

Press Release

Stock Transfer of DAIICHI SANKYO HEALTHCARE CO., LTD. (Change in a Consolidated Subsidiary)

Tokyo – (April 15, 2026) – DAIICHI SANKYO COMPANY, LIMITED (TSE: 4568; hereinafter “the Company”) hereby announces that it agreed to transfer all of its shares in DAIICHI SANKYO HEALTHCARE CO., LTD. (hereinafter "DSHC"), a consolidated subsidiary of the Company, to Suntory Holdings Limited (hereinafter "Suntory HD") (hereinafter "the Stock Transfer"), and today entered into a stock transfer agreement (hereinafter "the Stock Transfer Agreement") with Suntory HD.

The total consideration for the Stock Transfer is expected to be JPY 246.5 billion.

The Stock Transfer will be carried out in stages. Specifically, the Company will transfer 30% of the issued shares of DSHC held by the Company to Suntory HD in June 2026, and the transfer is scheduled to be completed by June 2029.

1. Purpose of the Transfer

As self-care and self-medication are increasingly promoted in Japan in support of extending healthy life expectancy, DSHC has contributed to the further development of self-medication as a leading company in the OTC pharmaceutical market, while also expanding into functional skincare, oral care, and food products. Currently, in addition to pharmacies and drugstores, DSHC is strengthening its mail-order sales channel and expanding its presence overseas.

To further grow DSHC’s business, the Company and Suntory HD have determined that it would be optimal to leverage the strengths of Suntory HD, which has established a strong business foundation in the beverages, food, and health food businesses, and has accordingly entered into this agreement.

The Company will concentrate its management resources on its innovative pharmaceutical business, particularly the oncology business, by leveraging its strengths in science and technology, and will continue to create and deliver innovative medicines that have the potential to transform the standard of care, thereby contributing to the health and enriched lives of people around the world.

2. Overview of subsidiary to be transferred

(1) Name	DAIICHI SANKYO HEALTHCARE CO., LTD.
(2) Location	3-14-10 Nihonbashi, Chuo-ku, Tokyo

(3)	Job title and name of representative	Takahiro Uchida, Representative Director, President		
(4)	Description of business	Manufacture and sale of pharmaceuticals, quasi-drugs, cosmetics, medical devices, foods, beverages, etc.		
(5)	Capital	100 million yen		
(6)	Date of establishment	December 16, 2005		
(7)	Major shareholders and shareholding ratio	DAIICHI SANKYO COMPANY, LIMITED (100%)		
(8)	Subsidiaries and Associates	DAIICHI SANKYO HEALTHCARE DIRECT CO., LTD (100% held by DAIICHI SANKYO HEALTHCARE CO., LTD.)		
(9)	Relationship between the Company	Capital relationship	The Company owns 100% of the shares of the company concerned.	
		Personnel relationship	Some officers concurrently serve as officers, etc.	
		Business relationship	The Company leases office and other space to the company concerned.	
(10)	Financial positions and operating results for the last three years (Unit: million yen except per share data)			
	Year ended	March 31, 2023	March 31, 2024	March 31, 2025
	Net assets	59,428	65,077	69,321
	Total assets	88,147	98,666	106,006
	Net assets per share	44,516,014.36 yen	48,747,517.65 yen	51,925,848.75 yen
	Net sales	60,121	65,734	76,049
	Operating income	10,952	12,009	12,922
	Ordinary income	11,083	12,226	13,340
	Net income	7,218	8,159	8,997
	Net income per share	5,407,160.49 yen	6,112,150.98 yen	6,739,661.10 yen
	Dividend per share	2,000,000.00 yen	2,703,370.79 yen	3,056,179.78 yen

3. Overview of counterpart to transfer

(1)	Name	Suntory Holdings Limited
(2)	Location	2-1-40 Dojimahama, Kita-ku, Osaka

(3)	Job title and name of representative	Nobuhiro Torii, Representative Director, President	
(4)	Description of business	Formulation and promotion of group-wide management strategy, and corporate functions	
(5)	Capital	70 billion	
(6)	Date of establishment	February 16, 2009	
(7)	Net assets	1,176,515 million yen	
(8)	Total assets	2,387,605 million yen	
(9)	Major shareholders and ownership ratios	Kotobuki Fudosan Co., Ltd. (89.50%) Suntory Shareholding Association (5.07%) MUFG Bank, Ltd. (1.00%) Sumitomo Mitsui Banking Corporation (1.00%) Sumitomo Mitsui Trust Bank, Limited (1.00%) Nippon Life Insurance Company (1.00%) Suntory Foundation for Life Sciences (0.52%) Nobutada Saji (0.09%) Shingo Torii (0.07%) Nobuhiro Torii (0.02%)	
(10)	Relationship between the Company	Capital relationship	None
		Personnel relationship	None
		Business relationship	None
		Applicability of affiliated party	None

4. Number of shares transferred, consideration for transfer, and status of shares held before and after transfer

(1)	Number of shares held by the Company before transfer	10,000 shares (Number of voting rights: 10,000; percentage of voting rights held by the Company: 100%)
(2)	Number of shares transferred	10,000 shares (Number of voting rights: 10,000)
(3)	Consideration for transfer	246,500 million yen (planned)
(4)	Number of shares held by the Company after transfer	0 shares (Number of voting rights: 0; percentage of voting rights held by the Company: 0%)

(Notes)

1. A stock split of DSHC shares is scheduled to be executed prior to the execution of the Stock Transfer. The number of shares and voting rights above are the numbers after the stock split.

2. The consideration for transfer above is an estimate as of the current date, and the final price may be adjusted based on the price adjustment provisions set forth in the Stock Transfer Agreement.

5. Timeline of transfer

(1)	Date of resolution by the Board of Directors	March 31, 2026
(2)	Date of signing of stock transfer agreement	April 15, 2026
(3)	Date of stock transfer closing (planned)	June 1, 2026 (Transfer of DSHC shares such that the Company's voting rights ratio in DSHC becomes 70%) June 1, 2027 (Transfer of DSHC shares such that the Company's voting rights ratio in DSHC becomes 30%) June 1, 2029 (Transfer of all remaining shares of DSHC held by the Company at that time)

6. Future Outlook

The impact of the stock transfer on the forecast of the consolidated financial results for the year ending March 31, 2027 is still being reviewed. We will inform you as soon as the details are finalized.

Additionally, the Company expects to recognize a gain on the stock transfer in the year ending March 31, 2028, when its voting rights ratio in DSHC is reduced to 30%.

About Daiichi Sankyo

Daiichi Sankyo is an innovative global healthcare company contributing to the sustainable development of society that discovers, develops and delivers new standards of care to enrich the quality of life around the world. With more than 120 years of experience, Daiichi Sankyo leverages its world-class science and technology to create new modalities and innovative medicines for people with cancer, cardiovascular and other diseases with high unmet medical needs. For more information, please visit

www.daiichisankyo.com.

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