



February 7, 2024

For Immediate Release

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Notice concerning Share Split, Amendments to the Articles of Incorporation, and Partial Change to the Matters related to Repurchase of the Company's Own Shares

SANKYO CO., LTD. (the Company) announced that it resolved at the Board of Directors meeting held today about a share split and partial amendments to the Articles of Incorporation, as well as a partial change to the matters related to repurchase of the Company's own shares as described below.

1. Purpose of the stock split

By lowering the amount required per investment unit through a stock split, we aim to create an environment that further facilitates investment, improving the liquidity of the Company's shares and expanding the range of potential investors.

2. Overview of the stock split

(1) Method of stock split

Each share of the Company's common stock held by shareholders listed or recorded in the final shareholders' registry on the record date, February 29, 2024, will be split into five shares (5-for-1 stock split).

(2) Increase in shares due to the stock split

Total number of issued shares before the stock split:	52,000,000 shares
Increase in shares due to the stock split:	208,000,000 shares
Total number of issued shares after the stock split:	260,000,000 shares
Total number of authorized shares after the stock split:	500,000,000 shares

(note) The total number of shares issued before the share split stated above is calculated by subtracting the number of treasury shares to be canceled on February 20, 2024 from the total number of shares issued as of February 7, 2024. For details, please refer to "Notice concerning the Cancellation of Treasury Stock " separately announced today.

(3) Schedule of the stock split

Date of public notice of the record date:	Wednesday, February 14, 2024 (scheduled)
Record date:	Thursday, February 29, 2024 (scheduled)
Effective date:	Friday, March 1, 2024 (scheduled)

(4) Adjustment of the number of shares to be issued upon exercise of a subscription right to shares

The Company has issued multiple subscription rights to shares (stock-compensation-type stock options). However, the Company will not adjust the exercise price and maintain it at ¥1 per share. Regarding the number of shares to be granted after adjustment, it will be calculated by multiplying the number of shares before adjustment by 5.

(5) Change in the amount of share capital

The share capital amount will remain unchanged at the time of the stock split.

This material is an English translation of Japanese announcement made on February 7, 2024. Although the Company intended to faithfully translate the Japanese document into English, the accuracy and correctness of this translation are not guaranteed.

3. Partial amendment to the Articles of Incorporation pursuant to the stock split

(1) Reasons for the amendment

The total number of authorized shares prescribed under Article 6 of the Company's Articles of Association will be amended pursuant to the stock split, effective March 1, 2024, based on the provisions of Article 184, Paragraph 2 of the Companies Act.

(2) Details of Amendments (Underlined parts are amended.)

Current Articles of Incorporation	Amended Articles of Incorporation
(Total number of authorized shares)	(Total number of authorized shares)
Article 6. The total number of authorized shares of the Company shall be <u>144,000,000 shares</u>	Article 6. The total number of authorized shares of the Company shall be <u>500,000,000 shares</u>

4. Partial change to the matters related to repurchase of the Company's own shares

(1) Reason for change

In line with the above-mentioned share split, the Company will change the aggregate number of shares eligible for repurchase as stated in the "Notice concerning Repurchase of Own Shares" disclosed on November 7, 2023.

(2) Details of amendment (Underlined parts are amended.)

Before amendment	After amendment
Aggregate number of shares eligible for repurchase: Up to <u>10 million shares</u>	Aggregate number of shares eligible for repurchase: Up to <u>50 million shares</u>

(Reference)

Details of the resolution of the Board of Directors' meeting, held on November 7, 2023, regarding repurchase of own shares

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| (1) Type of shares to be repurchased: | Common stock |
| (2) Aggregate number of shares eligible for repurchase: | Up to 10 million shares
(18.56% of the total number of shares issued (excluding treasury stock)) |
| (3) Aggregate amount of repurchase cost: | Up to 70 billion yen |
| (4) Period of repurchase: | From November 8, 2023 to April 30, 2024
Open market purchase on the Tokyo Stock Exchange |
| (5) Method of repurchase: | ① Purchase through off-auction own share repurchase trading (ToSTNeT-3) of the Tokyo Stock Exchange
② Market purchases based on a discretionary trading contract for repurchase of the company's own shares |

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