Strategic Focus & Superior Execution
FY2018 Q2 Results

October 31, 2018

Christophe Weber
Chief Executive Officer

Costa Saroukos
Chief Financial Officer

Andy Plump
Chief Medical & Scientific Officer

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Takeda

Better Health, Brighter Future

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Profit Forecast for Takeda for the year ending March 31, 2019

Takeda is currently in an offer period (as defined in the City Code on Takeovers and Mergers (the “Code”)) with respect to Shire plc. Pursuant to Rule 28 of the Code, statements made regarding Takeda’s guidance for FY2018 (including statements regarding forecasts for FY2018 revenue, Core Earnings, Operating profit, Profit before income taxes, Net profit attributable to owners of Takeda, Basic earnings per share, R&D expenses, Amortisation and impairment and other income/expense, Underlying Revenue, Underlying Core Earnings and Underlying Core EPS) constitute a profit forecast for the year ending March 31, 2019 (the “Takeda Profit Forecast”).

For additional information regarding the Takeda Profit Forecast and the required statement by its Directors that such profit forecast is valid and has been properly compiled on the basis of the assumptions stated and that the basis of accounting used is consistent with Takeda’s accounting policies, please see page 9 of Takeda's Summary of Financial Statements (Tanshin) for the Six Months Period Ended September 30, 2018.

Strategic Focus & Superior Execution is driving robust H1 performance

- **Continued to deliver against our key strategic priorities to:**

Grow Portfolio	**Strengthen Pipeline**	**Boost Profitability**

- **Strong underlying growth driven by business momentum and strict OPEX discipline**

  Revenue +4.2%; Core Earnings +31.8%; Core EPS +32.7%

  Underlying Core Earnings margin expansion +510bps

- **Reported results impacted by divestitures and Shire related costs**

  Revenue -0.1%; Operating Profit -26.6%; EPS -26.9%

- **Raising full year outlook on VELCADE upside, Growth Driver momentum & OPEX discipline**
- **Proposed acquisition of Shire on track; integration planning is well underway**

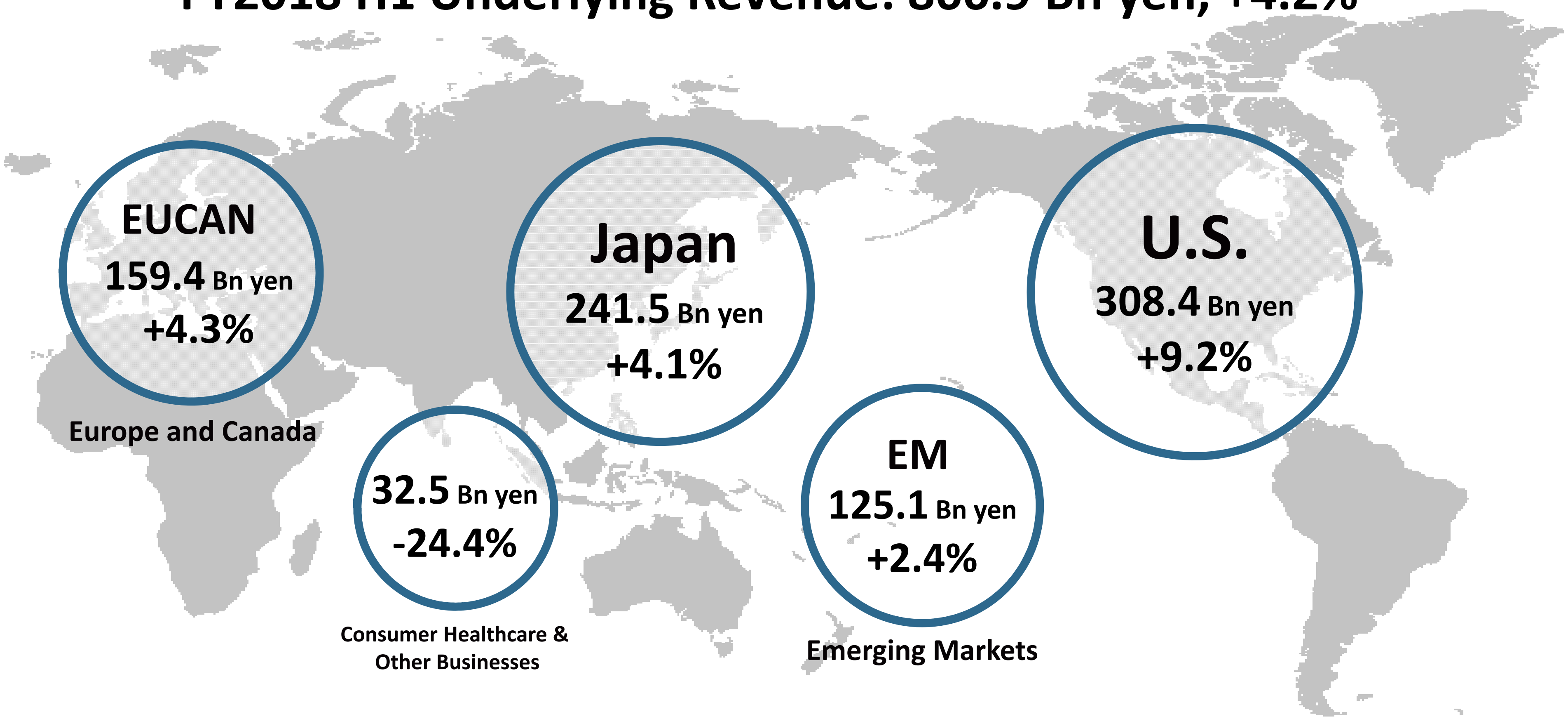
Continued to deliver against our key strategic priorities in H1

Grow Portfolio	• Underlying Revenue +4.2% with growth in every region, led by Growth Drivers +9.8% • Strong performance from key growth products (e.g. ENTYVIO +33.1%; NINLARO +38.0%) • Completed acquisition of TiGenix; proposed acquisition of Shire on track • Completed divestiture of non-core businesses Multilab in Brazil and Techpool in China
Strengthen Pipeline	• ALUNBRIG first line ALK+ NSCLC (ALTA-1L study) first interim data presented at WCLC; met primary endpoint of superiority in PFS compared to crizotinib (HR = 0.49) • ADECETRIS frontline CD30+ PTCL (ECHELON-2 study) met primary endpoint of improvement in PFS (HR = 0.71), and all key secondary endpoints including OS improvement (HR = 0.66) • 7 New Molecular Entities entered Phase 1 of the pipeline since April 2018
Boost Profitability	• Global OPEX Initiative fully integrated into how we work (KPIs, incentives, budgets, systems) • Underlying CE growth +31.8% • CE margin +510bps, of which two-thirds is driven by OPEX improvements • Underlying Core EPS +32.7% • Raising full year outlook on VELCADE upside, Growth Driver momentum & OPEX discipline

Growth Drivers: GI, Oncology, Neuroscience and Emerging Markets
NSCLC: Non Small Cell Lung Cancer; WCLC: World Conference on Lung Cancer; PFS: Progression Free Survival;
HR: Hazard Ratio; PTCL: Peripheral T-cell Lymphoma; OS: Overall Survival; CE: Core Earnings

Underlying revenue growth in all regions

FY2018 H1 Underlying Revenue: 866.9 Bn yen, +4.2%



Growth Drivers posted strong +9.8% revenue growth

	FY2018 H1 Underlying Revenue growth	
Growth Drivers	GI	+18.7%
	Oncology	+6.8%
	Neuroscience	+15.6%
	Emerging Markets	+2.4%
	Total	**+ 9.8%**

Growth Drivers now 63% of total Takeda revenue

Strong performance from key growth products in FY2018 H1

		Underlying Revenue Bn yen	 vs. PY	
GI	Entyvio vedolizumab	125.2	+33.1%	• Continues to expand in bio-naive setting; bio-naive share in the U.S. now 24.9% in UC, 13.6% in CD • On track towards achieving $3bn MAT revenue within FY2019
	Takecab	27.2	+22.1%	• Robust Japan growth driven by prescription volume, more than offsetting 16.1% price cut in April • NDA submitted in several emerging markets, including China & Brazil
Oncology	NINLARO (ixazomib) capsules	28.5	+38.0%	• Approved in more than 60 countries, continued global rollout • Post-SCT MM maintenance study met primary endpoint; data to be presented at ASH
	ADCETRIS brentuximab vedotin	21.9	+15.7%	• Strong growth due to a range of markets performing well • Frontline Hodgkin lymphoma approved in Japan; submission under review in EU
	ICLUSIG (ponatinib) tablets 45 mg, 15 mg	13.6	+32.6%	• Growth in the U.S. supported by Takeda's strong legacy in hematological malignancies • Inclusion in NCCN guidelines for Ph+ ALL induction therapy; Phase 3 study initiated in this indication
	ALUNBRIG BRIGATINIB	2.2	+179.1% (Launched May 2017)	• Expanding U.S. information activities to further penetrate market in approved post-crizotinib setting • Positive CHMP opinion for post-crizotinib ALK+ NSCLC; EU launch preparations ongoing
Neuro-science	Trintellix vortioxetine tablets	26.0	+17.5%	• FDA approved sNDA: new data added to labeling demonstrating superiority over escitalopram in improving Treatment Emergent Sexual Dysfunction in patients with MDD • NDA submitted in Japan for the treatment of MDD in adults, incl. positive data from Japan P-3 study

UC: Ulcerative colitis; CD: Crohn's disease; MAT: Moving Annual Total; NDA: New Drug Application; SCT: Stem Cell Transplant; ASH: American Society of Hematology;
Ph+ALL: Philadelphia Chromosome-positive Acute Lymphoblastic Leukemia; NCCN: National Comprehensive Cancer Network ; NSCLC: Non Small Cell Lung Cancer; MDD: Major Depressive Disorder

Global Opex Initiative fully integrated into how we work

- **Total underlying OPEX spend reduced by 2.4% vs. prior year, trending ahead of plan**
- **OPEX savings contributed two thirds of the improvement in underlying Core Earnings margin (330bps of the 510bps)**
- **Zero Based Budgeting ("ZBB") for cost packages ahead of plan by 6.7%**
- **Embedded OPEX targets into KPIs and incentives of all management**

FY2018 Full Year Reported Forecast upgraded based on VELCADE upside, Growth Driver momentum & OPEX discipline

Excluding Shire related costs

	FY2018 Full Year Forecast (Bn yen, growth % vs. PY)	
	Previous Forecast May 14, 2018	Revised Forecast Oct 31, 2018
Revenue	1,737.0 -1.9%	↑ 1,750.0 -1.2%
Operating Profit	201.0 -16.9%	↑ 280.0 +15.8%
EPS	178 yen -25.7%	↑ 263 yen +9.8%
Annual dividend per share	180 yen	180 yen

- This Reported Forecast excludes the full fiscal year 2018 estimated financial impact related to the proposed acquisition of Shire plc by Takeda including already incurred H1 expenses (profit before tax impact: 19.8 Bn yen, net profit impact: 16.5 Bn yen). Also, this forecast does not include possible additional future earnings from Shire if deal close were to occur within the fiscal year.
- The portion of Shire related expenses to be incurred by Takeda in FY2018 are estimated to be between 40 Bn yen and 60 Bn yen. This does not include integration costs, debt interest and other financial expenses as the magnitude of the FY2018 impact from these items will be dependent on the timing of deal closing.

FY2018 Full Year Underlying Guidance upgraded

Excluding Shire related costs

	FY2018 Full Year Guidance (growth % vs. PY)	
	Previous Guidance May 14, 2018	Revised Guidance Oct 31, 2018
Underlying Revenue	Low single digit	Low single digit
Underlying Core Earnings	High single digit	↑ High teen
Underlying Core EPS	Low teens	↑ Mid twenties

- **Guidance assumes one additional therapeutically non-equivalent competitor to Velcade with IV and SC administration launching in the U.S. in March 2019, an upside of 35.5 Bn yen from the previous guidance.** [Global revenue: FY17 129.6 Bn yen; FY18 111.0 Bn yen]*
- **Underlying CE margin at the higher end of +100-200bps range**
- **This Underlying Guidance excludes the full fiscal year 2018 estimated financial impact related to the proposed acquisition of Shire plc by Takeda. Also, this guidance does not include possible additional future earnings from Shire if deal close were to occur within the fiscal year.**

* Applying constant currency based on FY2018 plan rate
IV: intravenous, SC: subcutaneous

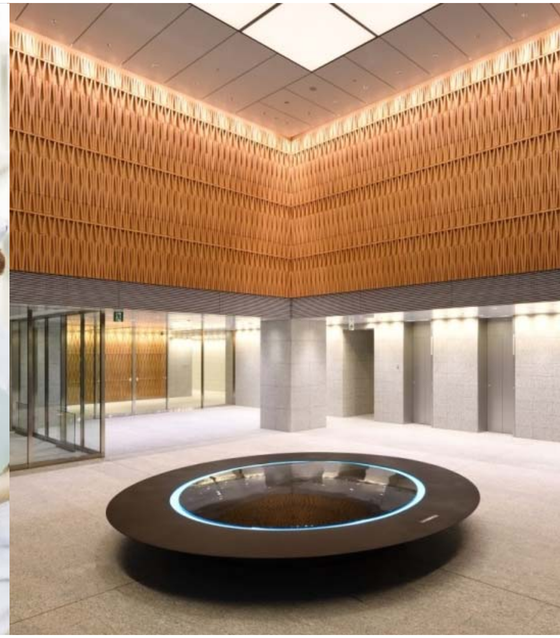
Takeda Transformation is driving robust H1 performance

- **Continued to deliver against our key strategic priorities to Grow Portfolio, Strengthen Pipeline and Boost Profitability**
- **Strong underlying growth driven by business momentum and strict OPEX discipline**
  Revenue +4.2%; Core Earnings +31.8%; Core EPS +32.7%
  Underlying Core Earnings margin expansion +510bps
- **Reported results impacted by divestitures and Shire related costs**
  Revenue -0.1%; Operating Profit -26.6%; EPS -26.9%
  Operating Profit excl. FY17 H1 Wako & Teva JV gains and FY18 H1 Shire related costs +64.5%
- **Raising full year outlook on VELCADE upside, Growth Driver momentum & OPEX discipline**
- **Proposed acquisition of Shire on track; integration planning is well underway**

Solid execution laying the foundation for the Shire acquisition and integration

- **Continue to boost profitability and deliver solid fundamentals**
  - Executing and improving the Global Opex Initiative
  - Committed to 100-200bps/year underlying Core Earnings margin improvement
- **Maintain investment grade credit rating**
  - Focus on quick de-leveraging
  - Disposal of non-core assets
- **Intend to maintain well-established dividend policy**
  - 180 JPY per share annually



Creating a Values-based, R&D-driven Global Biopharmaceutical Leader

October 31, 2018

Christophe Weber

President & CEO

Takeda Pharmaceutical Company Limited

Takeda

Better Health, Brighter Future

VISION 2025

Our mission is to strive towards Better Health and a Brighter Future for people worldwide through leading innovation in medicine

We serve the needs of our patients, wherever they are.

We earn the trust of society and customers through Takeda-ism.

We are recognized as best in class because of agility and innovation, qualities that help us build a steady pipeline and deliver growth, year on year.

Values-based

Our long history since 1781 has shaped the values that are fundamental to the success of Takeda in the long term

VALUES

誠実
Integrity

公正
Fairness

正直
Honesty

不屈
Perseverance

We take action and make decisions by focusing on our four priorities, in order of:

1
Putting the patient at the center

2
Building trust with society

3
Reinforcing our reputation

4
Developing the business

Takeda has created a unique R&D engine

THERAPEUTIC AREA FOCUS
Oncology, Gastroenterology, Neuroscience plus Vaccines

PARTNERSHIPS & CAPABILITIES	TRANSFORM OUR CULTURE

R&D TRANSFORMATION KEY IMPERATIVES

- Agile and lean
- Dynamic and sustainable research and early development engine
- Transformative advances via reciprocally advantageous partnerships
- Laser-focused on purposeful execution

R&D-driven

With a very focused and lean footprint freeing up resources for pipeline development

BOSTON, MA

R&D Center
Oncology, GI Research

SHONAN, JAPAN

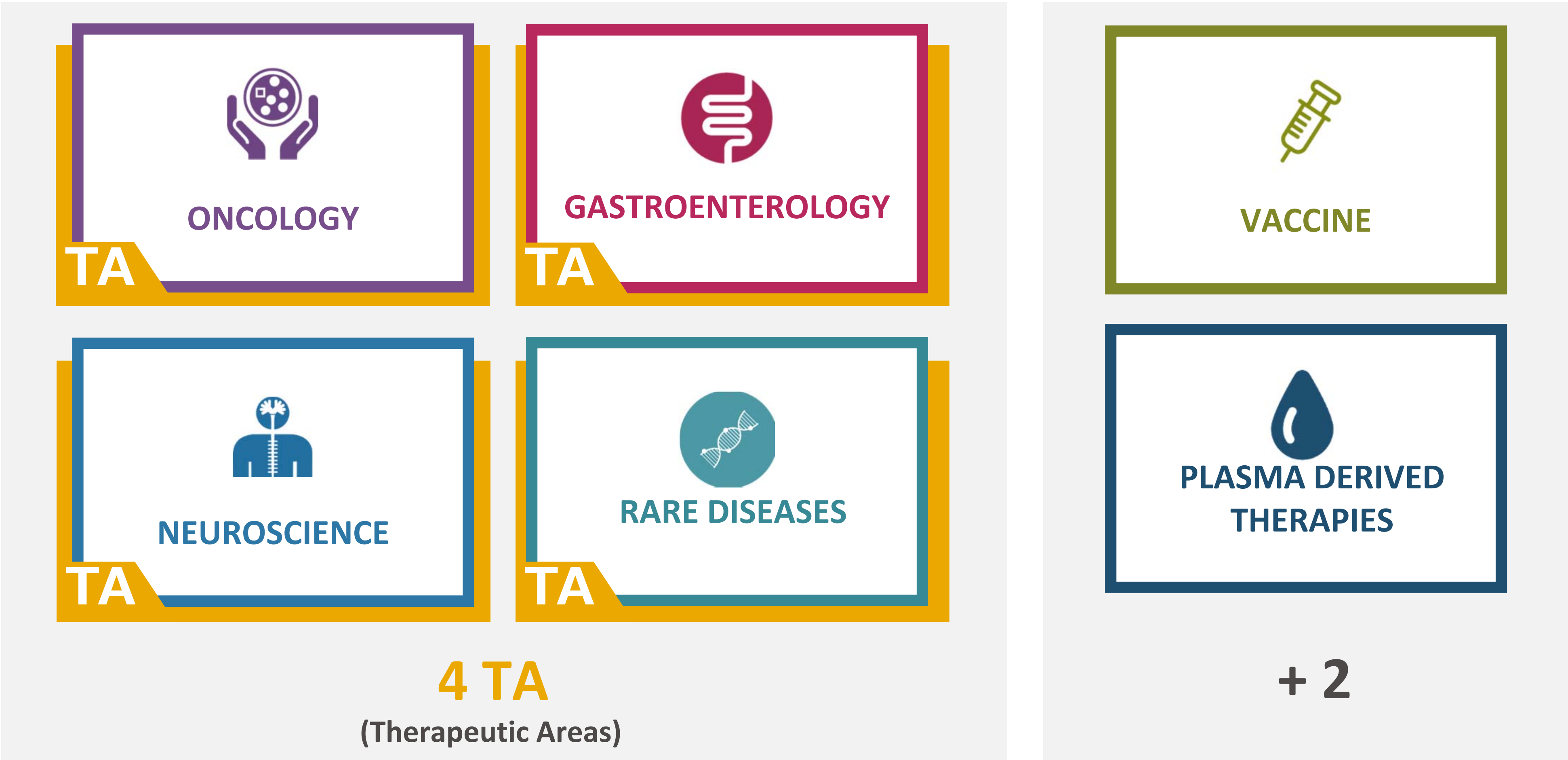
Neuroscience Research,
T-CiRA, iPark

SAN DIEGO, CA

Specialized drug discovery technologies,
GI and Neuroscience

R&D-driven

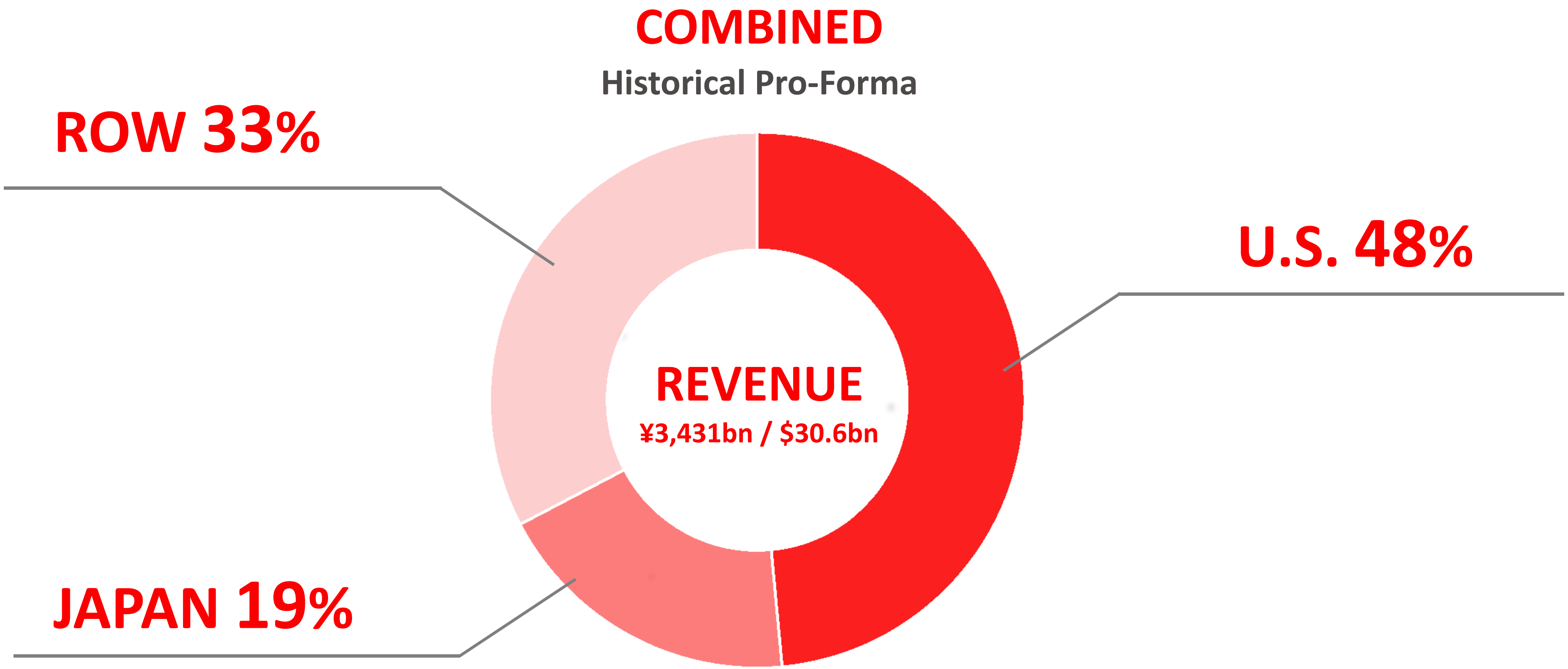
Shire acquisition will enhance Takeda R&D engine with an initial R&D budget greater than 400 Bn yen



Note: The greater than 400 billion JPY initial R&D budget is a reference to the combined historic R&D spend for the period ending March 31, 2017 for Takeda and December 31, 2017 for Shire, less the expected R&D cost synergies

Global scale

Create an attractive geographic footprint with leading positions in Japan and the U.S.



Source: Shire plc Annual Report 2017 and management information, Takeda Consolidated Financial statements for the Fiscal Year Ended March 31, 2017, Takeda Consolidated Financial statements for the Nine Month Period Ended December 31, 2017
Notes: Percentages calculated using (1) the revenue by geography for the 12 month period ending on December 31, 2017 (the final quarter of FY2016 and the first three quarters of F2017) and converted using the $:¥ of 1:112.65 as at that date (in the case of Takeda) and (2) the revenue by geography for the 12 month period ending on December 31, 2017 (in the case of Shire). Percentages for the combined group are calculated by aggregating the revenue by geography for Takeda and Shire. The historical revenue of the combined group represent the aggregate consolidated revenue of (a) the amount for the 12 month period ending on March 31, 2017 and converted using the $/¥ of 1:112.65 as at that date (in the case of Takeda) and (b) the amount for the 12 month period ending on 31 December 2017 and converted using the $/¥ of 1:112.65 as at that date (in the case of Shire). These results are historic and do not take into account any divestures or other events that may have occurred since these dates. The aggregate revenue figure comprises the aggregate of Takeda's reported revenue and Shire's Non GAAP revenue.

Transaction will be significantly EPS accretive and generate strong cash flow

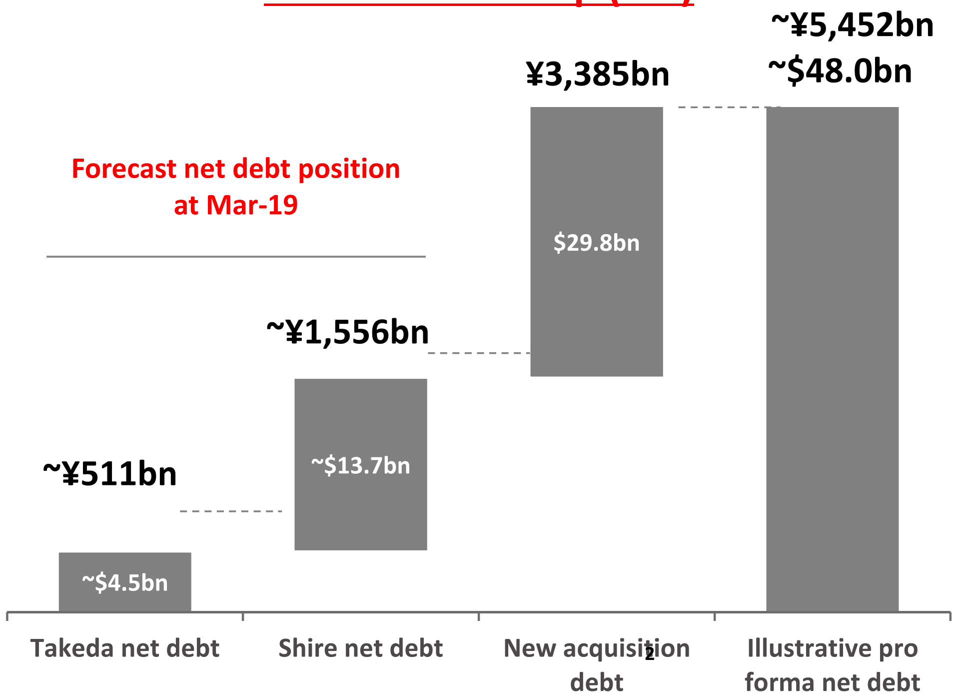
- The recurring pre-tax cost synergies for the combined group are expected to reach a run-rate of at least ¥153bn / $1.4bn per annum by the end of the third fiscal year following completion[1]
- The number of issued Takeda shares will essentially double but EBITDA[2] is approximately three times larger on a historical combined basis[3]. The acquisition will be significantly EPS accretive[4] on underlying basis from the first full fiscal year following completion and reported basis within 3 fiscal years post completion.
- Low risk of impairments to combined goodwill (¥4,000 Bn to ¥4,400 Bn) and intangible assets (¥6,300 Bn to ¥6,700 Bn)
- The transaction's Return on Invested Capital (ROIC) is expected to exceed Takeda's weighted average cost of capital (WACC) within the first full fiscal year following completion
- Intend to maintain our well-established dividend policy with 180 JPY dividend per share
- Committed to maintaining investment grade credit rating

Notes: 1 The Takeda Directors expect recurring pre-tax cost synergies for the Combined Group to reach a run - rate of at least $1.4 billion per annum by the end of the third fiscal year following completion of the Acquisition ($/¥ of 1:108.97 as at May 8, 2018]. Reported under Rule 28.1 of the Takeover Code; related reports can be found in the Rule 2.7 Announcement made by Takeda on May 8, 2018, as well as information regarding the method of calculation of the synergies and the costs to achieve such synergies. 2 Earnings Before Interest Taxes Depreciation and Amortization 3 The historical pro-forma EBITDA figure comprises Takeda's EBITDA (Operating Profit adjusted for other operating income and expenses, intangible amortization & impairment, software amortization, PP&E depreciation & impairment and other non-recurring items) for the Fiscal Year Ended March 31, 2018 based on the exchange rates of $:¥ of 1:108.97 as at May 4, 2018 and Shire's EBITDA for the 12 month period ending on Mar 31, 2018 (the final three quarters of FY2017 and the first quarter of FY2018). 4 The statement that the Acquisition is underlying earnings accretive is not intended as a profit forecast and should not be construed as such, and is therefore not subject to the requirements of Rule 28 of the Takeover Code. The statement should not be interpreted to mean that the earnings per share in any future fiscal period will necessarily match or be greater than those for the relevant preceding financial period.

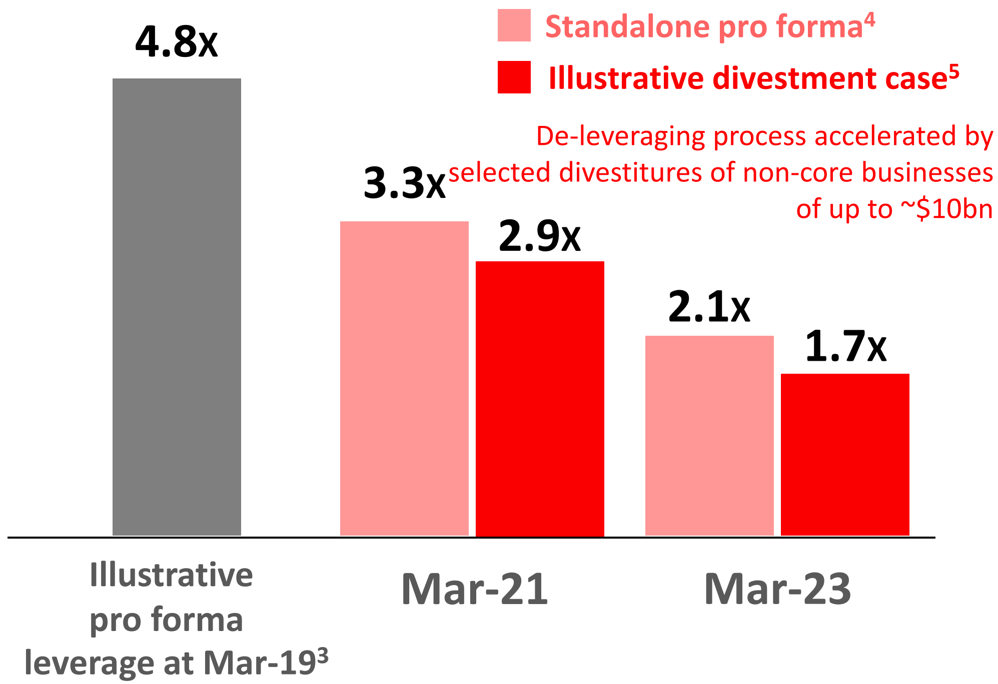
Financing

Committed to investment grade with a target net debt to EBITDA ratio of 2.0x or less in the medium term

Net Debt Build Up (bn[1])



Illustrative Net Debt / EBITDA Ratio

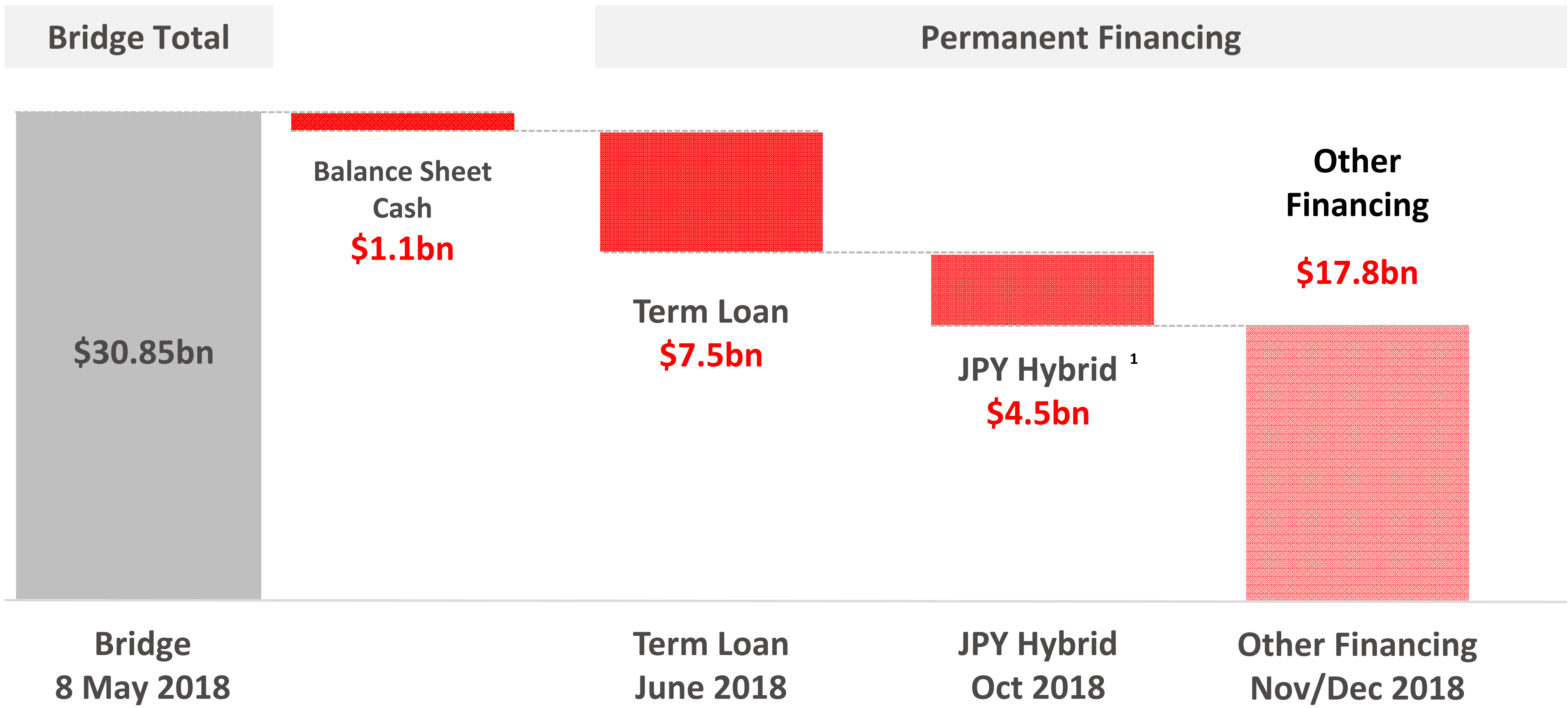


Takeda has a strong track record in deleveraging and portfolio optimisation

Notes: 1 Net debt converted based on the exchange rate of $:¥ of 1:113.6 as at Sep 30, 2018, [2] New debt expected to be raised in order to finance the acquisition of Shire, 3 Illustrative pro forma net debt / EBITDA of 4.8x calculated using the illustrative pro forma net debt of ~$48.0bn. The EBITDA is calculated by adding : i) Takeda's EBITDA (Operating Profit adjusted for other operating income and expenses, intangible amortisation & impairment, software amortisation, PP&E depreciation & impairment and other non-recurring items) of $3,552mm as per Consolidated Financial statements for the Fiscal Year Ended March 31, 2018 released on May 14, 2018 and based on the exchange rates of $:¥ of 1:106.35 as at March 31, 2018; and ii) Shire's EBITDA of $6,523mm for the 12 month period ending on March 31, 2018 (the final three quarters of FY2017 as disclosed in Shire's year end results released on Feb 14, 2018 and the first quarter of FY2018 as disclosed in Shire's Q1 results released on Apr 26, 2018), 4 Based on forecast net debt taking into account the expected cash balance, annual cash generation and forecast FY EBITDA, 5 Based on forecast net debt taking into account the expected cash balance, annual cash generation, an illustrative $10bn of divestitures (post-tax) and forecast FY EBITDA (adjusted for divestitures)

Financing

Financing supported by leading global financial institutions



Note: 1 ¥500 billion (approx. $4.5 billion) senior short term loan entered into on 26 October 2018 (which will in turn be refinanced using a ¥500 billion (approx. $4.5 billion) hybrid loan, also entered into on 26 October 2018)

Board of Directors for Best-in-Class Governance

CC Compensation Committee

NC Nomination Committee

Independent External Director

INTERNAL DIRECTORS

Christophe Weber
Representative Director,
President & CEO

Masato Iwasaki
Director,
JPBU President

Andrew Plump
Director, Chief Medical
& Scientific Officer

EXTERNAL DIRECTORS

Masahiro Sakane
Independent Director
Chair of the Board meeting
Chair of Nomination Committee

Michel Orsinger
Independent Director

Toshiyuki Shiga
Independent Director
Chair of Compensation Committee

Emiko Higashi
Independent Director

Yoshiaki Fujimori
Independent Director

DIRECTORS ON THE AUDIT & SUPERVISORY COMMITTEE (A&SC)

Yasuhiko Yamanaka
Director,
A&SC member

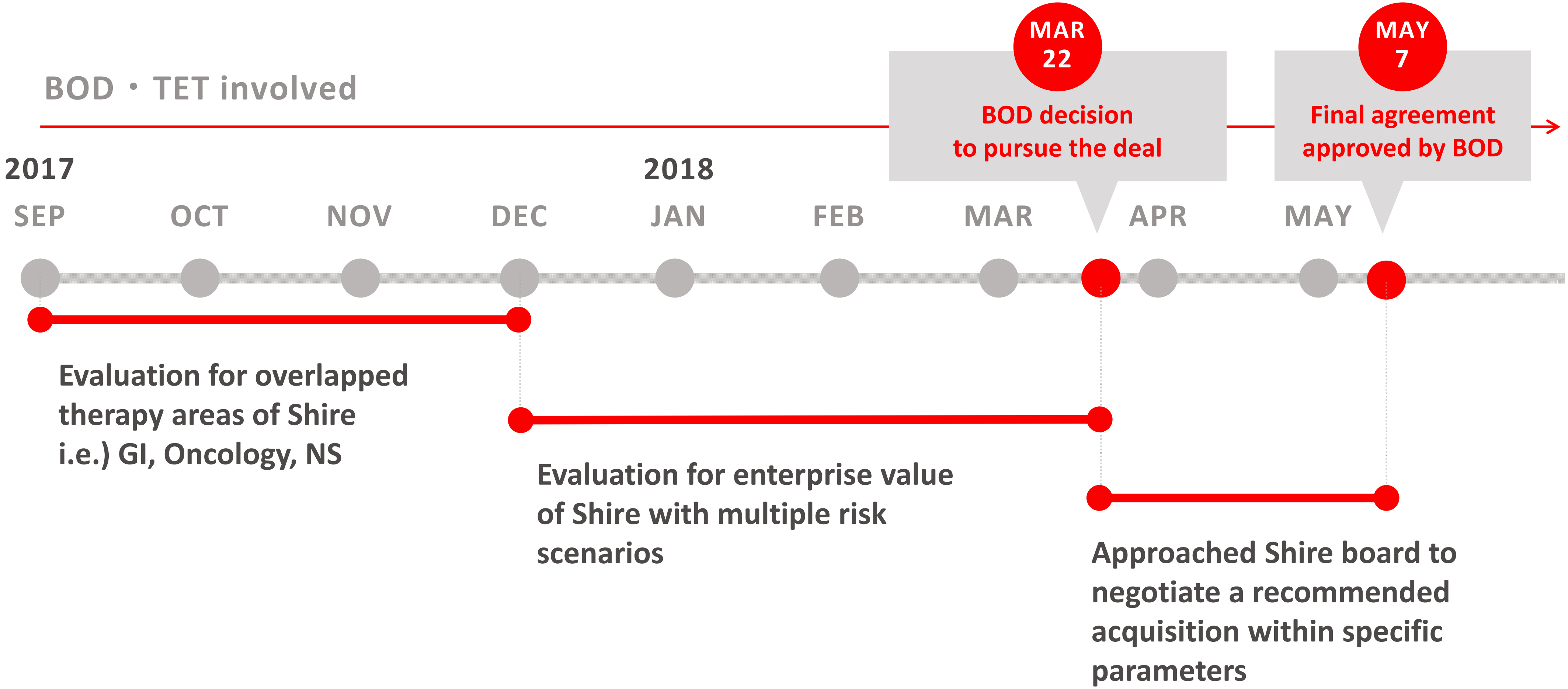
Shiro Kuniya
Independent Director,
Chair A&SC

Koji Hatsukawa
Independent Director,
A&SC member

Jean-Luc Butel
Independent Director,
A&SC member

Governance

Takeda board (BOD) and Takeda Executive Team (TET) have been fully involved early in the acquisition with many reviews starting in 2017



The acquisition has been approved by the board after multiple extensive reviews with detailed risk assessment

MAJOR RISKS	MITIGATION
Financial Market Risks Examples: ▪ Interest rate risk ▪ Currency risk	• Remain investment grade credit rated • Denominate the debt with competitive aggregate interest rate with the right currency balance • Consider disposal of non-core assets
Business Risks Examples: ▪ Competitive pressure ▪ Pricing pressure	• Model future business outlook with prudent forecast • Risk of impairments to goodwill and intangible mitigated by Shire’s in market products and a prudent forecast also applied to its pipeline
Integration Risks Examples: ▪ Cultural difference ▪ Shire talent retention	• Experienced leadership well prepared for integration • Keep consistent with Takeda's name, culture and purpose • Promote shared intention to become a patient centric and R&D driven company • Build the operating model to leverage Takeda and Shire employee know-how

Integration planning is well underway

Creating our new operating model to leverage Takeda and Shire know-how

PRINCIPLES

Patient-centric

- Developing more innovative medicines through a leading R&D engine
- Getting closer to patients and meeting their unique needs in each market

Agile & Simple

- Continuing to be LOC-centric*, empowering General Managers to make local decisions
- Minimizing complexity

*Local Operating Company

Lean & Focused

- Focusing on six business drivers
- Leveraging global scale while keeping the right balance of country resources
- Making us fit to deal with demanding healthcare environments

4 Regional Business Units

3 Global Specialty Business Units

PDT* BU

Oncology BU

Vaccine BU

*Plasma Derived Therapies

Integration

Global, diverse and experienced new Takeda Executive Team (Post-closing)

CHRISTOPHE WEBER
President & CEO

COSTA SAROUKOS
Global Finance

HARUHIKO HIRATE
Corporate Communication & Public Affairs

YOSHIHIRO NAKAGAWA
Global Legal

PADMA THIRUVENGADAM
Global Human Resources

MILANO FURUTA
Corporate Strategy

MWANA LUGOGO
Global Ethics & Compliance

RAMONA SEQUEIRA
U.S. Business Unit

MASATO IWASAKI
Japan Pharma Business Unit

GILES PLATFORD
Europe & Canada Business Unit

RICARDO MAREK
Emerging Markets Business Unit

CHRISTOPHE BIANCHI
Global Oncology Business Unit

RAJEEV VENKAYYA
Global Vaccine Business Unit

JULIE KIM
Global Plasma-Derived Therapy Business Unit

ANDY PLUMP
R&D

THOMAS WOZNIEWSKI
Global Manufacturing and Supply

GERARD (JERRY) GRECO
Global Quality

CAMILLA SOENDERBY
Global Patient Value & Product Strategy

MARCELLO AGOSTI
Global Business Development

HELEN GIZA
Integration



The acquisition of Shire will enable Takeda to significantly accelerate its transformational journey to become a values-based, R&D driven global biopharmaceutical leader headquartered in Japan

Takeda


Takeda
Thank you!