

CONFORMED COPY

Morgan Stanley & Co. International plc
20 Bank Street
Canary Wharf
London E14 4AD

tel +44 (0)20 7425 8000
fax +44 (0)20 7425 8990
telex 8812564

The Board of Directors
Shire plc
22 Grenville Street
St Helier
Jersey JE4 8PX

12 November 2018

Dear Sirs,

Recommended acquisition of Shire plc (“Shire”) by Takeda Pharmaceutical Company Limited (“Takeda”) (the “Acquisition”)

We refer to the scheme document (the “**Scheme Document**”) to be posted to Shire shareholders on 12 November 2018, and the announcement associated with the publication of the Scheme Document (the “**Announcement**”) in relation to the recommended offer by Takeda to acquire all of the issued and to be issued ordinary share capital of Shire.

We hereby in accordance with Rule 23.2 of the City Code on Takeovers and Mergers, confirm that we have given and not withdrawn our consent to the publication of the Scheme Document and the Announcement in the forms attached with the inclusion of references to our name in the form and context in which each such reference appears.

Yours faithfully,

/s/ David Kitterick