

Christophe Weber Letter to Shire Employees

SUBJECT LINE: Update on integration planning from Takeda CEO Christophe Weber

Hello everyone,

Since my last note to you, we've continued to make progress on the plan for bringing our two companies together. We have heard your requests to hear from us during this period, which is only natural. But as our offer is still subject to an approval process that involves Takeda's and Shire's shareholders - as well as regulators and other stakeholders - we're limited as to what we can say and do at this stage.

Still, I wanted to give you a short update on what has been going on.

Integration planning is progressing well

As you know, we've set up an Integration Office and Functional Integration Team, with members from both Takeda and Shire. Two weeks ago, the first joint meeting took place and although I couldn't attend, I heard there was a lot of energy in the room, and a real openness to work together and learn from each other.

The team is currently designing their new organizations, systems and processes while preparing for day 1 readiness. They'll also manage post-close integration, which includes making sure we bring the best of both companies into the combined new company.

What has struck me throughout this initial phase is that we share a common sense of purpose and commitment to our patients. And this commitment comes above all else, which means ensuring that business momentum continues seamlessly during this period.

Upcoming milestones

We are very pleased that we recently secured U.S. anti-trust clearance for the deal. Although we need to go through clearance in a number of other jurisdictions, this is a positive step forward, and we expect to close in the first half of the calendar year 2019.

At Takeda, we are also in the process of reviewing our operating model. Part of this effort is making sure we take into consideration the potential future combined organization and how Shire operates. The guiding principle is to continue on our path of being patient-and customer-centric, therapeutic area focused, with clearly-defined accountabilities and ownership, and an organizational setup as simple as possible for a global company.

My promise to you

Thank you for your patience and ongoing commitment to patients as we work through the integration planning phase. I'm sure you'll continue to have questions about the new organization and your role in it. As I mentioned, the closing of the deal is subject to shareholder and several other regulatory approvals, so we're limited as to what we can communicate during this period. But my commitment to you is that we will seek to communicate with you as often as we can. Our current assumption is that we should be able to share more information about the operating model in September.

For now, I wish you a great summer, and I look forward to working with you in the months ahead as we write the next chapter of Takeda's history.

Best regards,

Christophe Weber