



## News Release

### **Notice of the Results of the Resolutions Proposed at the Extraordinary General Meeting of Shareholders**

**Osaka, Japan, December 5, 2018** - In relation to the proposed acquisition (the “Acquisition”) of Shire plc (“Shire”), Takeda Pharmaceutical Company Limited (TSE: 4502) (“Takeda”) hereby reports as follows on the results of the resolutions proposed at its Extraordinary General Meeting of Shareholders which was held today. Terms used but not defined in this announcement shall have the meaning given to them in the Notice of Convocation of the Extraordinary General Meeting of Shareholders and its accompanying Reference Document (each dated November 15, 2018).

#### **Matters Resolved:**

**First Proposal: Delegation to the Board of Directors of the decision regarding offering terms for share issuance to implement the proposed acquisition of Shire**

This item was approved as originally proposed. The offering terms for the issuance of the New Takeda Shares based on the Delegation are expected to be determined on January 5, 2019 (JST), subject to certain conditions including approval of the Scheme to be implemented in connection with the Acquisition and certain other related matters by Shire shareholders at meetings expected to be held later today (GMT) and the sanctioning of the Scheme by the Jersey Court at a hearing expected to be held on January 3, 2019.

**Second Proposal: Election of Three (3) Directors who are not Audit and Supervisory Committee Members**

As proposed, Ian Clark, Olivier Bohuon and Steven Gillis were each elected to the Takeda Board, conditional upon the Scheme becoming effective and with effect from the Effective Date of the Scheme. The Effective Date of the Scheme is expected to be January 8, 2019.

Ian Clark, Olivier Bohuon and Steven Gillis will be External Directors defined in Article 2, item 15 of the Companies Act of Japan.