

Notice Regarding Stock Split, Partial Amendment to Articles of Incorporation and Revision of Dividend Forecast

OSAKA, Japan, August 30, 2024 - Shionogi & Co., Ltd. (Head Office: Osaka, Japan; Chief Executive Officer: Isao Teshirogi, Ph.D.; hereafter "Shionogi") announced that, at the Board of Directors meeting held today, a resolution was passed regarding a stock split, partial amendment to the articles of incorporation and revision of the dividend forecast for the fiscal year ending March 31, 2025 (fiscal 2024; April 1, 2024 – March 31, 2025).

1. Stock split

① Purpose of the stock split

The purpose is to increase in the liquidity of our stock and expand our investor base by lowering the amount per investment unit.

② Details of the stock split

As of the record date of Monday, September 30, 2024, the common shares held by shareholders listed in the final shareholder register on that date will be split at a ratio of 3 shares for every 1 share.

③ Increase in the number of shares following the stock split

Total number of issued shares prior to the stock split	296,544,065 shares
Increase in the number of shares following the stock split	593,088,130 shares
Total number of issued shares after the stock split	889,632,195 shares
Total number of authorized shares after the stock split	3,000,000,000 shares

④ Schedule for the stock split

Public notice of record date	Friday, September 13, 2024
Record date	Monday, September 30, 2024
Effective date	Tuesday, October 1, 2024

⑤ Others

There will be no change in the amount of capital as a result of the stock split.

2. Partial amendment of articles of incorporation

① Purpose of the amendment

In accordance with Article 184, Paragraph 2 of the Companies Act, Shionogi will amend a part of our Articles of Incorporation, effective October 1, 2024 (Tuesday), due to the stock split.

② Details of the amendment

(Changed portions are underlined)

Current articles of incorporation	Articles of incorporation after amendment
Article 6 (The total number of shares authorized to be issued)	Article 6 (The total number of shares authorized to be issued)

The total number of shares authorized to be issued by the Company shall be <u>1 billion shares</u>	The total number of shares authorized to be issued by the Company shall be <u>3 billion shares</u>
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③ Schedule of the amendment

Date of Board of Directors' resolution
Effective Date

Friday, August 30, 2024
Tuesday, October 1, 2024

3. Revision of dividend forecast

Shionogi strives to maximize corporate value by balancing investment in growth and shareholder return, and to share the benefits of mid-to-long term profit growth with shareholders. Consistent with that intention, Shionogi plans to stably increase its consolidated dividends, with a DOE of 4% or higher as an index. Due to the stock split, Shionogi will revise the forecasted annual dividend per share for the fiscal year ending March 2025, stated in the financial results for ending March 2024 announced on May 13, 2024. The revision of the dividend forecast will result in an effective increase from the dividend forecast per share announced on May 13, 2024.

	Dividend per share (yen)		
	End of second quarter	Year end	Annual
Current forecast (Announced on May 13, 2024)	85.00	85.00	170.00
Revised forecast (Pre-stock split basis)	85.00	29.00 (87.00)	- (172.00)
Previous results (Fiscal year ending March 31, 2024)	75.00	85.00	160.00

Note: Since the effective date of this stock split is October 1, 2024, the dividend for the second quarter of the fiscal year ending March 2025, with a record date of September 30, 2024, will be based on the number of shares before the stock split

Forward-Looking Statements

This announcement contains forward-looking statements. These statements are based on expectations in light of the information currently available, assumptions that are subject to risks and uncertainties which could cause actual results to differ materially from these statements. Risks and uncertainties include general domestic and international economic conditions such as general industry and market conditions, and changes of interest rate and currency exchange rate. These risks and uncertainties particularly apply with respect to product-related forward-looking statements. Product risks and uncertainties include, but are not limited to, completion and discontinuation of clinical trials; obtaining regulatory approvals; claims and concerns about product safety and efficacy; technological advances; adverse outcome of important litigation; domestic and foreign healthcare reforms and changes of laws and regulations. Also, for existing products, there are manufacturing and marketing risks, which include, but are not limited to, inability to build production capacity to meet demand, lack of availability of raw materials and entry of competitive products. The company disclaims any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise.

For Further Information, Contact:

SHIONOGI Website Inquiry Form: <https://www.shionogi.com/global/en/contact.html>