



## **CONTINUATION OF POLICY FOR PROTECTION OF THE COMPANY'S CORPORATE VALUE AND COMMON INTERESTS OF SHAREHOLDERS (SHAREHOLDER RIGHTS PLAN)**

The Board of Directors of Eisai Co., Ltd. (Chair: Kiyochika Ota) passed a resolution for the continuation of the "Policy for Protection of the Company's Corporate Value and Common Interests of Shareholders" ("the Policy"), which was proposed by the Independent Committee of Outside Directors (Chair: Osamu Suzuki, "ICOD") at its meeting held today.

The Policy was initially adopted after being proposed by the ICOD at an Eisai Board of Directors meeting held on February 28, 2006. Afterwards, at an Eisai Board of Directors meeting held on August 2, 2011, it was determined that the Policy is to remain in effect and the Policy was renewed.

Each year, the ICOD, which is composed from only independent and neutral outside directors who compose a majority of the Eisai Board of Directors, deliberates the continuation, amendment, or abandonment of the Policy. By indicating the approval or disapproval for the Policy by each candidate for directorship in the reference documents included in the Notice of Convocation of the Ordinary General

Based on proposals by the ICOD, the Company determined the continuation of the Policy at the Eisai Board of Directors meeting held on April 26, 2016. Further information on the Policy is provided in the “Corporate Governance” section of the Eisai Global website (<http://www.eisai.com/company/ecgpolicy20160426.pdf>).

As of today, there have been no concrete proposals put to the Company concerning the large-scale acquisition of its shares.

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