

## Yamanouchi Transfers Subsidiary's Shares

Yamanouchi Pharmaceutical Co., Ltd. (President and CEO: Toichi Takenaka) has decided to transfer all outstanding shares of Sanwell Co., Ltd., its wholly-owned subsidiary engaged in the marketing of health foods and other products, to Asahi Breweries, Ltd. (president: and COO: Kouichi Ikeda).

Yamanouchi is continuously strengthening its business infrastructure in order to survive global competition by establishing a system that makes it possible to focus its business resources on its ethical pharmaceutical business. It has reached a final agreement regarding the transfer of all shares of Sanwell Co., Ltd. as one aspect of this effort.

The outline of the share transfer is as follows:

- Profile of the subsidiary
  - Trade name: Sanwell Co., Ltd.
  - Representative: Masao Morishima
  - Address: 2-20-3 Kaminarimon, Taito-Ku, Tokyo
  - Date of establishment: April 1, 1991
  - Main business: marketing of health foods and other products
  - Number of employees: 61 (as of March 31, 2004)
  - Sales: ¥1,657 million (fiscal year ended March 31, 2004)
- Profile of the share transferee
  - Trade name: Ashahi Breweries, Ltd.
  - Representative: Kouichi Ikeda
  - Address: 3-7-1 Kyobashi, Chuo-Ku, Tokyo
  - Main business: manufacturing and marketing of alcoholic beverage, fresh drinks, foods, etc.
- Transfer price
  - The transfer price will be about ¥3 billion subject to adjustment at the time of payment depending on the financial status of the subsidiary
- Time schedule
  - Date of agreement: January 31, 2005
  - Date of share transfer: before the end of the fiscal year ending March 2005
- Effects on the consolidated business results
  - This transaction will have no effect on Yamanouchi's sales, operating profits, ordinary profits or any other business parameter because Sanwell Co., Ltd. is a non-consolidated subsidiary. The effect of the share transfer on Yamanouchi's net profits and the balance sheet is minimal.

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Any inquiry relating hereto should be made to: Corporate Communications Dept.

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