

## **Astellas Announces Stock Split and Partial Amendment to the Articles of Incorporation**

Tokyo, February 28, 2014 – Astellas Pharma Inc. (Headquarters: Tokyo; President and CEO: Yoshihiko Hatanaka, hereinafter called “the Company”) announced that at the meeting of the Board of Directors held today, it resolved to conduct a stock split and partially amend the Articles of Incorporation as follows:

### Particulars

#### 1. Purpose of Stock Split

The purpose of the stock split is to expand the Company’s investor base and enhance the liquidity of its stock by reducing the price per unit of shares to provide investors with more affordable purchase opportunities.

#### 2. Outline of Stock Split

##### (1) Method of stock split

The stock split shall have a record date of Monday, March 31, 2014 and shall involve the splitting of common stock owned by shareholders entered or recorded in the last register of shareholders as of the record date at a ratio of 5 for 1.

##### (2) Increase in number of shares by stock split

Total number of issued shares before stock split:	456,964,635 shares
Increase in number of shares by stock split:	1,827,858,540 shares
Total number of issued shares after stock split:	2,284,823,175 shares
Total number of authorized shares after stock split:	9,000,000,000 shares

##### (3) Schedule of stock split

Public notice date of record date:	Friday, March 14, 2014
Record date:	Monday, March 31, 2014
Effective date:	Tuesday, April 1, 2014

#### 3. Partial Amendment to the Articles of Incorporation along with Stock Split

##### (1) Reason for amendment

Along with the stock split, the Company shall amend Article 6 (Total number of authorized shares) of the Articles of Incorporation of the Company, effective April 1, 2014, in accordance with the provisions of Article 184, Paragraph 2 of the Companies Act.

(2) Details of amendment

The Articles of Incorporation will be amended as follows: (The amended parts are underlined.)

Present Articles of Incorporation	Amended Articles of Incorporation
Article 6. (Total number of authorized shares) The total number of shares that the Company may issue shall be <u>two billion</u> shares ( <u>2,000,000,000</u> ).	Article 6. (Total number of authorized shares) The total number of shares that the Company may issue shall be <u>nine billion</u> shares ( <u>9,000,000,000</u> ).

4. Adjustment to Exercise Price of Stock Options (Stock Acquisition Rights)

Along with the stock split, the exercise price of the 2nd stock acquisition rights issued by the Company shall be adjusted as follows, effective April 1, 2014.

Exercise price of stock acquisition rights

	Exercise price per share before adjustment	Exercise price per share after adjustment
The 2nd stock acquisition rights	¥3,690	¥738

5. Others

(1) Changes in capital

The stock split will not result in changes in capital.

(2) Dividends

As the effective date of the stock split is April 1, 2014, the year-end dividend for the fiscal year ending March 31, 2014, will be paid on the basis of the number of shares before the stock split.

The dividend forecast for the fiscal year ending March 31, 2014, has not been changed (year-end dividend of ¥70 per share).

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For inquiries or additional information
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