

Press Release

July 3, 2026

Notice Regarding the Agreement on the Transfer of Shares of Tanabe Pharma Factory Co., Ltd. and the Transfer of Manufacturing and Marketing Approvals

Tanabe Pharma Corporation (Head Office: Chuo-ku, Osaka, Japan; Representative Director, CEO: Akihisa Harada; hereinafter “Tanabe Pharma”) reached an agreement a stock transfer agreement with Towa Pharmaceutical Co., Ltd. (Head Office: Kadoma City, Osaka, Japan; President and Representative Director: Itsuro Yoshida; hereinafter “Towa Pharmaceutical”). Under this agreement, Tanabe Pharma’s consolidated subsidiary Tanabe Pharma Factory Co., Ltd. (Head Office: Chuo-ku, Osaka, Japan; President and Representative Director: Yusuke Furuse; hereinafter, “Tanabe Pharma Factory”), will be transferred to Towa Pharmaceutical. Consequently, once the transfer procedures are completed, Tanabe Pharma Factory—which includes Onoda and Yoshitomi plants—will become a wholly owned subsidiary of Towa Pharmaceutical.

Tanabe Pharma has also decided to transfer the domestic manufacturing and marketing approvals, manufacturing and marketing rights, etc., to Towa Pharmaceutical for 17 products and 35 specifications: Urso, Depas and BROTIZOLAM, etc. Starting in April 2027, we will proceed with the transfer to Towa Pharmaceutical in stages. Until the transfer of these products is completed, Tanabe Pharma will collaborate with Towa Pharmaceutical to provide information on these products, promote their proper use, and ensure their stable supplies.

1. Reason for transfer

While we have historically handled research and development, manufacturing, and sales, we have recently decided to divest Tanabe Pharma Factory. By transitioning to a business model in which we do not maintain our own primary manufacturing facilities, we will focus our efforts on research and development and business development. On the other hand, we have concluded that transferring the business to Towa Pharmaceutical is the best course of action for Tanabe Pharma Factory to fully leverage the technical capabilities and expertise it has cultivated to date and achieve further growth.

The transferee, Towa Pharmaceutical, is a major domestic generic pharmaceutical company with one of the largest production and supply systems in Japan. Through this transfer, Tanabe Pharma Factory is expected to contribute as one of the company’s core domestic manufacturing operations.

We will strengthen our quality assurance, pharmacovigilance, and supply chain functions to fulfill our responsibilities as a Marketing Authorization Holder.

2. Transfer method

At the end of November 2026 (planned), all of the shares of Tanabe Pharma Factory held by Tanabe Pharma will be transferred to Towa Pharmaceutical.

In addition, the products manufactured at Onoda and Yoshitomi plants will continue to be produced at those same plants under contract after the transfer.

3. Amount of assignment

We don’t disclose the transfer price due to the two companies of the arrangements.

4. Transfer timetable

July 3, 2026	Conclusion of stock transfer agreement
End of November 2026 (planned)	Transfer of Shares of Tanabe Pharma Factory to Towa Pharmaceutical*
In or after April 2027 (planned)	Transfer of Manufacturing and Marketing Approvals (17 Products, 35 Specifications)*

*The transfer of these shares and the succession of the manufacturing and marketing approvals are subject to obtaining antitrust clearance.

5. Overview of company to be transferred

Company name	Tanabe Pharma Factory Co., Ltd.
Head Office location	3-2-10, Dosho-machi, Chuo-ku, Osaka
Representative	President and Representative Director, Yusuke Furuse
Major line of business	Manufacturing, sales, importing, and exporting of ethical pharmaceuticals
Capital	100 million yen
Revenue	15,784 million yen (FY 2025)
Number of employees	538 (as of April 1, 2026)
Shareholder	Tanabe Pharma Corporation: 100%

Please note that Tanabe Pharma's CMC* function is not included in the transfer.

6. Overview of company to receive the transfer

Company name	TOWA PHARMACEUTICAL CO., LTD.
Head Office location	2-11, Shinbashi-cho, Kadoma, Osaka
Representative	President and Representative Director, Itsuro Yoshida
Major lines of business	Manufacture and sale of ethical drugs
Capital	4,717 million yen (as of end of March 2026)
Revenue	273.7 billion yen (FY 2025)
Number of employees	3,770 (as of April 1, 2026)

7. The 17 products and 35 specifications to be transferred this time are as follows

	Brand name
1	ANPLAG Tablets 50mg, ANPLAG Tablets 100mg
2	URSO tablets 50mg, URSO tablets 100mg, URSO granules 5%
3	KALGUT Tablets 10
4	Cleanal TABLETS 200mg (Except Cleanal ORAL SOLUTION 8%)
5	CONTOMIN INTRAMUSCULAR INJECTION 10mg, CONTOMIN INTRAMUSCULAR INJECTION 25mg, CONTOMIN INTRAMUSCULAR INJECTION 50mg (Except CONTOMIN SUGAR-COATED TABLETS)
6	TANATRIL Tablets 2.5, TANATRIL Tablets 5
7	DEPAS TABLETS 0.25mg, DEPAS TABLETS 0.5mg, DEPAS TABLETS 1mg, DEPAS FINE GRANULES 1%
8	NIPPAS CALCIUM Granules 100%
9	Novastan HI Injection 10mg/2ml
10	Haloperidol TABLETS 0.75mg "YOSHITOMI", Haloperidol TABLETS 1.5mg "YOSHITOMI", Haloperidol TABLETS 2mg "YOSHITOMI", Haloperidol TABLETS 3mg "YOSHITOMI", Haloperidol INJECTION 5mg "YOSHITOMI"

	(Except Haloperidol FINE GRANULES 1% "YOSHITOMI")
11	PZC INTRAMUSCULAR INJECTION 2mg (Except PZC SUGAR-COATED TABLETS、 PZC POWDER 1%)
12	HIBERNA SUGAR-COATED TABLETS 5mg, HIBERNA SUGAR-COATED TABLETS 25mg, HIBERNA POWDER 10%, HIBERNA INJECTION 25mg
13	Fludecasin INTRAMUSCULAR INJECTION 25mg
14	Brotizolam TABLETS 0.25 mg "YOSHITOMI"
15	RAVONA Tablets 50mg
16	RIZE TABLETS 5mg, RIZE TABLETS 10mg, RIZE GRANULES 10%
17	Lectisol TABLETS 25mg

*Abbreviation for Chemistry, Manufacturing, and Control.

This refers to integrated research that supports pharmaceutical manufacturing and quality, including research on the manufacturing methods and formulation of active pharmaceutical ingredients (APIs), as well as analytical research to evaluate the quality of APIs and finished dosage forms.

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About Advisors

KPMG FAS Co., Ltd. served as the lead financial advisor and Ropes & Gray LLP and Mori Hamada & Matsumoto served as legal advisors to Tanabe Pharma. Deloitte Tohmatsu LLP served as lead financial advisor and Nishimura & Asahi served as the legal advisor to Towa Pharmaceutical.