SHIONOGI & CO., LTD.

Notice of Completion of Acquisition of Own Shares

(Acquisition of own shares pursuant to the provision of Article 165, Paragraph 2 of the Companies Act)

Osaka, Japan, December 8, 2016 - Shionogi & Co., Ltd. (Head Office: Osaka; President & CEO: Isao Teshirogi, Ph.D.; hereafter "Shionogi") announced that it completed acquisition of its own shares pursuant to the provisions of Article 156 of the Companies Act, applied by replacing terms pursuant to the provisions of Article 165, paragraph 3 of the same Act. The status (progress report) of the acquisition is as follows.

1. Class of shares acquired — Common stock of the Company
2. Total number of shares acquired — 114,100 shares
3. Total value of shares acquired — 616,076,400 yen
4. Period of acquisition — From December 1, 2016 to December 5, 2016 (execution base)
5. Method of acquisition — Acquire in the open market through discretionary trading in Tokyo Stock Exchange

(Reference)

1. Details of the resolution at the meeting of the Board of Directors held on October 31, 2016
   (1) Class of shares to be acquired — Common stock of the Company
   (2) Total number of shares to be acquired — 7,000,000 shares (maximum) (2.15% of total outstanding shares [excluding treasury stock])
   (3) Total amount of acquisition cost — 35 billion yen (maximum)
   (4) Period of acquisition — From November 1, 2016 to December 30, 2016

2. The accumulative number and value of own shares acquired pursuant to the resolution above (from November 1, 2016 to December 5, 2016)
   (1) Total number of shares acquired — 6,802,100 shares
   (2) Total value of shares acquired — 34,999,817,000 yen

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, unavailability 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.

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