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April 28, 2026

To whom it may concern:

Company Name: TOHO HOLDINGS CO., LTD.
Corporate Representative: Hiromi Edahiro, Representative Director, President and CEO
(Prime Market of Tokyo Stock Exchange Securities Code: 8129)
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(TEL: 81-3-6838-2803)

Notice Regarding the Medium-term Management Plan 2026-2028 “Soaring into the Next Generation”

TOHO HOLDINGS CO., LTD. hereby announces that it has formulated the Medium-term Management Plan 2026-2028 “Soaring into the Next Generation” (hereinafter “Medium-term Management Plan 2026-2028”) for the three-year period from the fiscal year ending March 31, 2027 to the fiscal year ending March 31, 2029 as follows.

1. Background of the Medium-term Management Plan 2026-2028

Under the Medium-term Management Plan 2023-2025 “Create the Next Generation” launched in FY2023, we set out to create the foundation for the next generation through our efforts in four basic policies, namely, “Business transformation,” “Investment for growth and improvement of profitability,” “Sustainability management,” and “Improvement of capital efficiency and enhancement of shareholder returns.” In FY2024, we formulated a specific action plan to accelerate the creation of the foundation and promote transformation. In particular, we promoted initiatives focused on “improving capital efficiency,” “strengthening governance,” and “reforming HR strategies and systems.” As a result, we achieved certain goals in creating the foundation for the next generation.

The period of the Medium-term Management Plan 2026-2028 is positioned as a monetization phase built upon the foundation created in the preparatory phase. In this monetization phase, we will implement strategies and initiatives focused on achieving discontinuous growth in operating profit driven by further investments aimed at growth. We have adopted the slogan “Soaring into the Next Generation,” reflecting our determination to establish a profit structure that enables us to continue growing autonomously while adapting flexibly to changes in the external environment, and to rise powerfully toward the future.

While strengthening the profitability of our core pharmaceutical wholesaling business, we will transform into a Comprehensive Healthcare Solutions Provider that creates and delivers new value to all stakeholders in the healthcare industry by leveraging our experience and strengths to actively form alliances aimed at expanding rapidly into new business areas. Furthermore, by evolving into a value-creating organization led by self-reliant employees who are unafraid of challenges, we will make a powerful leap into the rapidly changing next generation and achieve sustainable growth and the enhancement of our corporate value over the medium to long term.

2. Outline of the Medium-term Management Plan 2026-2028

(1) Period

from April 1, 2026 to March 31, 2029

(2) Main Measures

< Growth Strategy>

□Strengthening profitability of the pharmaceutical wholesaling business

In specialty pharmaceuticals, which will become the mainstay of the prescription pharmaceuticals market going forward, we will enhance the infrastructure to be selected by both pharmaceutical companies and medical institutions. Furthermore, we will leverage BI tools and AI to improve productivity in sales and logistics, while strengthening sales of growth driver products and customer support systems that will lead to an increase in gross profit.

□Improving profitability by efficiency in the dispensing pharmacy business

Spurred by the consolidation of the Group companies into four, we will strengthen the efficiency of the headquarters. We also aim to consolidate the four Group companies into one. In addition, we will improve profitability through group-wide initiatives to become the pharmacy of choice for patients and local residents by enhancing interpersonal services through the standardization and streamlining of pharmacy operations and the promotion of DX.

□Expansion of CDMO operations to accommodate new modalities

In addition to leveraging our regenerative medicine ecosystem, we will enhance our CDMO functions centered on the Haneda Packaging Center to focus on high-profitability contract development and manufacturing of pharmaceuticals. By integrating high-performance and high-quality logistics with CDMO services and supply chains, and providing support from the development stage to foreign pharmaceutical manufacturers and biotech ventures that do not have infrastructure in Japan, we will expand profit opportunities from manufacturing to distribution.

□Diversification of business domains through alliances and M&A, and early expansion of new businesses by promoting medical DX

Going beyond the scope of the existing pharmaceutical wholesaling business, we will actively promote alliances and M&A with business companies and venture companies in peripheral areas such as CDMO, medical devices/materials, reagents, OTC drugs, medical IT, and logistics, aiming to create new value and build a solid profit base. Simultaneously, by expanding our medical DX business into these peripheral areas and rapidly deploying new services, we will establish new business domains as early pillars of profit and accelerate our transformation into a "Comprehensive Healthcare Solutions Provider."

<Efficiency Strategy>

・Promoting Group-wide cost structure reform

With the establishment of the new TBC, we will conduct a fundamental review of our sales and logistics operations and delivery system. In addition to reducing costs by streamlining unprofitable divisions, we will launch projects focused on indirect material procurement costs and business process reform, drawing on the expertise of external experts to thoroughly optimize costs and business processes.

<Capital strategy>

・Shareholder return policy

- During the term of the current Medium-term Management Plan, we will implement stable dividend increases and flexible share buybacks in accordance with our policy of maintaining a total payout ratio of 100% or more and a DOE of 4% or more.

・Capital allocation

- Investment plan

  Strengthening human resources: 10billion yen, Qualitative enhancement of logistics functions: 25 billion yen, Core system renovation: 8 billion yen, Investment in growth fields: 50 billion yen or more, Shareholder returns: 50 billion yen or more
- With regard to growth investments, we have set a hurdle rate (8-10%) higher than the cost of capital (6-7%), and we ensure disciplined investment by making decisions at the Board of Directors level following discussions in the Investment Committee based on the NPV and investment period.

<Strengthening the management foundation>

・Under the direction of the CGO, we will further enhance the governance that was thoroughly reviewed and strengthened during the previous Medium-term Management Plan period, and strongly promote a shift from a defensive to an offensive approach to governance. On the environmental front, we will promote decarbonization of the entire supply chain through measures such as improving logistics efficiency. In addition, with human capital management at the core, we will strengthen investment in education and the development of self-reliant employees who are unafraid of challenges, and build a solid organization that supports sustainable value creation.

(3) Financial targets

	Items	Financial targets	Period
Profitability	ROE	8% or more ※Maintain a level higher than the cost of equity (approximately 6–7%) in the future	March 31, 2029
	Operating profit margin	1.5% or more	March 31, 2029
	Operating profit	30 billion yen or more	March 31, 2029
Shareholder returns	DOE	4% or more	During the medium-term management plan period
	Total payout ratio	100% or more	During the medium-term management plan period
	Cross-shareholdings	less than 10% of net assets	March 31, 2029

Please refer to the following pages for details of the Medium-term Management Plan 2026-2028.

Medium-term Management Plan 2026-2028

「Soaring into the Next Generation」

～Transformation into a Comprehensive Healthcare Solutions Provider～

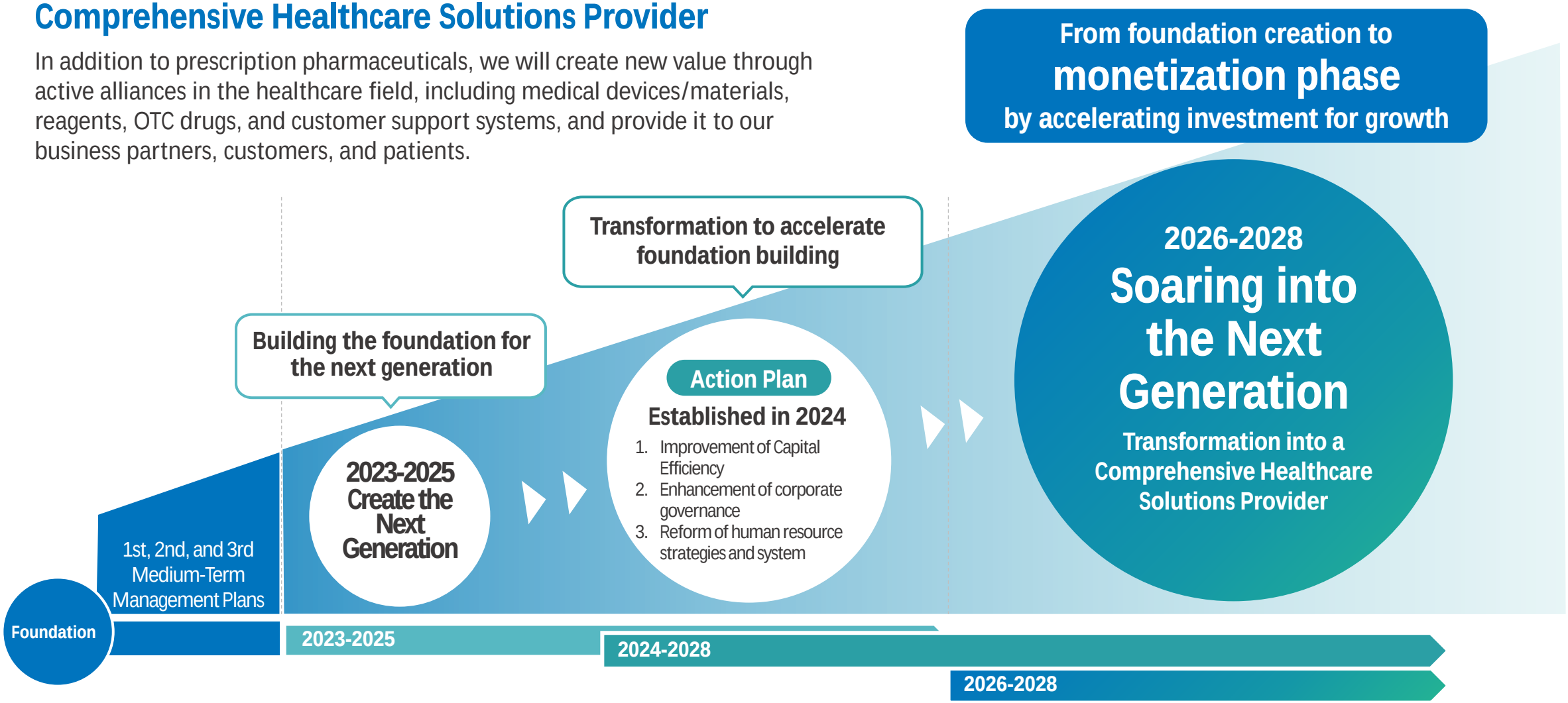
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Positioning of the Medium-term Management Plan 2026-2028 "Soaring into the Next Generation"

Comprehensive Healthcare Solutions Provider

In addition to prescription pharmaceuticals, we will create new value through active alliances in the healthcare field, including medical devices/materials, reagents, OTC drugs, and customer support systems, and provide it to our business partners, customers, and patients.



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Review of Medium-term Management Plan 2023-2025 “Create the Next Generation”

Certain goals achieved in “building the foundation for the next generation”
Aim to address the remaining challenges, such as the development of new businesses, within the period of the current Medium-term Management Plan

Business transformation

Strengthening human resources and improving productivity in the pharmaceutical wholesaling business

- Organizational restructuring based on secondary medical area
- Improving productivity by clarifying the roles of sales and delivery teams and introducing digital tools to support them
- Promoting consolidation of sales offices in line with local conditions

Reorganization of operating companies and DX in the dispensing pharmacy business

Sustainability management

Strengthen the governance structure

- Increase the proportion of outside directors to a majority
- Establish the Governance Enhancement Special Committee and implement its 12 recommendations
- Appoint a CGO (Chief Governance Officer)
- Establish the Group Governance Department and the Compliance Promotion Department
- Introduction of performance-linked compensation

Efforts toward decarbonization

- Introduction of EVs and solar panels
- Adoption of ZEB for new business sites

Maximize the value of human capital

- Introduction of a new HR system
- Implementation of initiatives to enhance employee engagement



Investment for growth and improvement of profitability

Establish specialty product, full-line service

- Strengthen and expand supply chain functions to meet the needs of pharmaceutical companies（Opening of Haneda Packaging Center）
- Construction of a regenerative medicine ecosystem (TEIJIN REGENET CO., LTD. and ITOCHU Corporation)

Improvement of customer support business

- Strengthen existing customer support systems
- Develop and roll out new customer support systems through alliances（PHARUMO, Inc., GMO）

Establishment of CVC Fund “TOHO Ventures”

Improvement of capital efficiency and enhancement of shareholder returns

Enhancement of shareholder returns

- Share buybacks: 37.0 billion yen (Target: 30.0 billion yen)
- DOE (Dividend on Equity ratio) of 4.1%（projected）
- Annual Dividend　FY2023：40yen, FY2024：65yen, FY2025：165yen（forecast）

Reduction of cross-shareholdings

- Net asset ratio expected to fall below 15% (by the end of FY2025)

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External environment

Diversification of modalities (product lineup)

- Advancement of logistics infrastructure, such as cold chains
- Progress in tailor-made medicine for specialty pharmaceuticals

Ongoing reforms of the Drug Pricing System, Medical Service Fees, and Dispensing Fees

- Continuous decline in drug prices
- Limited market growth

Continuation of global inflationary trends

- Rising prices
- Increasing personnel expenses

Uncertainties

- Rising geopolitical risks
- Paradigm shift driven by the discontinuous evolution of AI and other technologies

Declining birth rate and aging population over the medium to long term

- Decline in the working-age population
- Increase in the elderly population

Strengthen profitability in the pharmaceutical wholesaling business and rapidly expand new businesses by leveraging the Company's strengths

Transformation into a Comprehensive Healthcare Solutions Provider

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Medium-term Management Plan 2026-2028 “Soaring into the Next Generation” – Overall architecture –

ROE	Operating profit margin	Operating profit	Investment in growth fields
8% or more	1.5% or more	30bn yen or more	50bn yen or more

Growth Strategies

Pharmaceutical wholesaling business

Pharmaceutical wholesaling

- Expanding the number of specialty pharmaceuticals acquired
- Strengthening the sales and delivery system and improving productivity by promoting DX (utilizing BI and AI)
- Strengthening the development functions of customer support systems

New business

New business

- Creating new businesses through proactive alliances and M&A with companies in fields such as prescription pharmaceuticals, medical devices/materials, reagents, OTC drug, medical IT, and logistics
- Accelerating the expansion of the Medical DX business

Pharmaceutical manufacturing and sales business

Pharmaceutical manufacturing and sales business

- Expanding CDMO business for new modalities

Dispensing pharmacy business

Dispensing pharmacy business

- Strengthening of governance
- Improve efficiency and profitability by promoting DX

Efficiency Strategy

Cost structure reform | Restructuring of unprofitable divisions, improving productivity in sales, logistics, and delivery, reduction of indirect material costs and business process reform

Strengthening the Management Foundation

- Sophistication of governance
- Contribution to the environment
- Promotion of DX
- Human capital management (system and culture reforms, DE&I, and health and productivity management)

Capital Policy

- Total payout ratio of 100% or more
- DOE 4% or more
- Stable dividend increases and flexible share buybacks （shareholder returns 50 billion yen or more）

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Financial targets

FY2028 Targets (Consolidated)

ROE — **8 % or more**

（Maintain a level higher than the cost of equity* in the future）

*Recognized as approximately 6-7%

Operating profit margin — **1.5% or more**

Operating profit — **30bn yen or more**

Investment in growth fields — **50bn yen or more**

Shareholder returns, cross-shareholdings

DOE — **4% or more**

（During the medium-term management plan period）

Total payout ratio — **100% or more**

（During the medium-term management plan period）

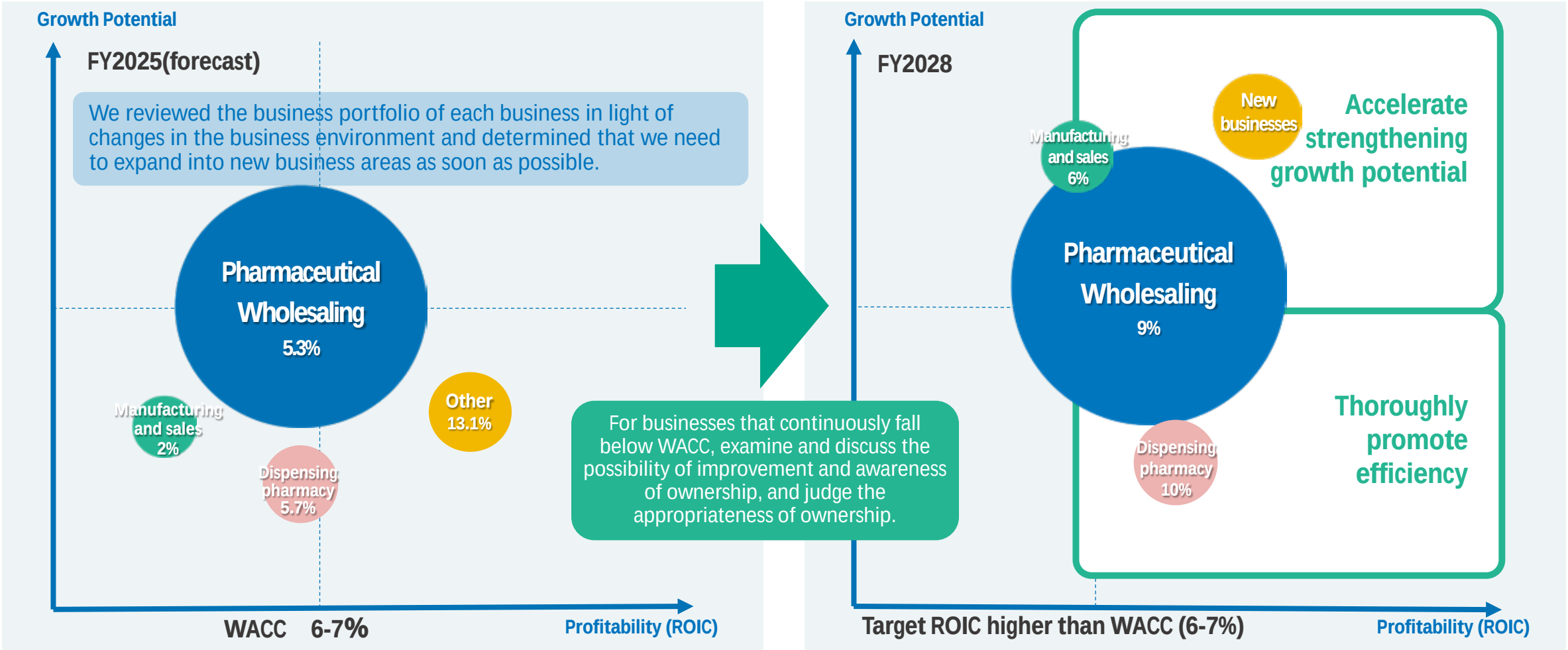
Cross-shareholdings — **less than 10%**

*Ratio to consolidated net assets （March 31, 2029）

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Realize business portfolio reform by accelerating promotion of growth and efficiency strategies

Enhance corporate value by allocating management resources to "strengthening the pharmaceutical wholesaling business," "creating new businesses," and "expanding CDMO business for new modalities," with a view to achieving ROE of 8% or more, an operating margin of 1.5% or more, and operating profit of 30.0 billion yen or more.



*Circle size represents business scale (operating profit) as an image, figures within circles indicate ROIC.

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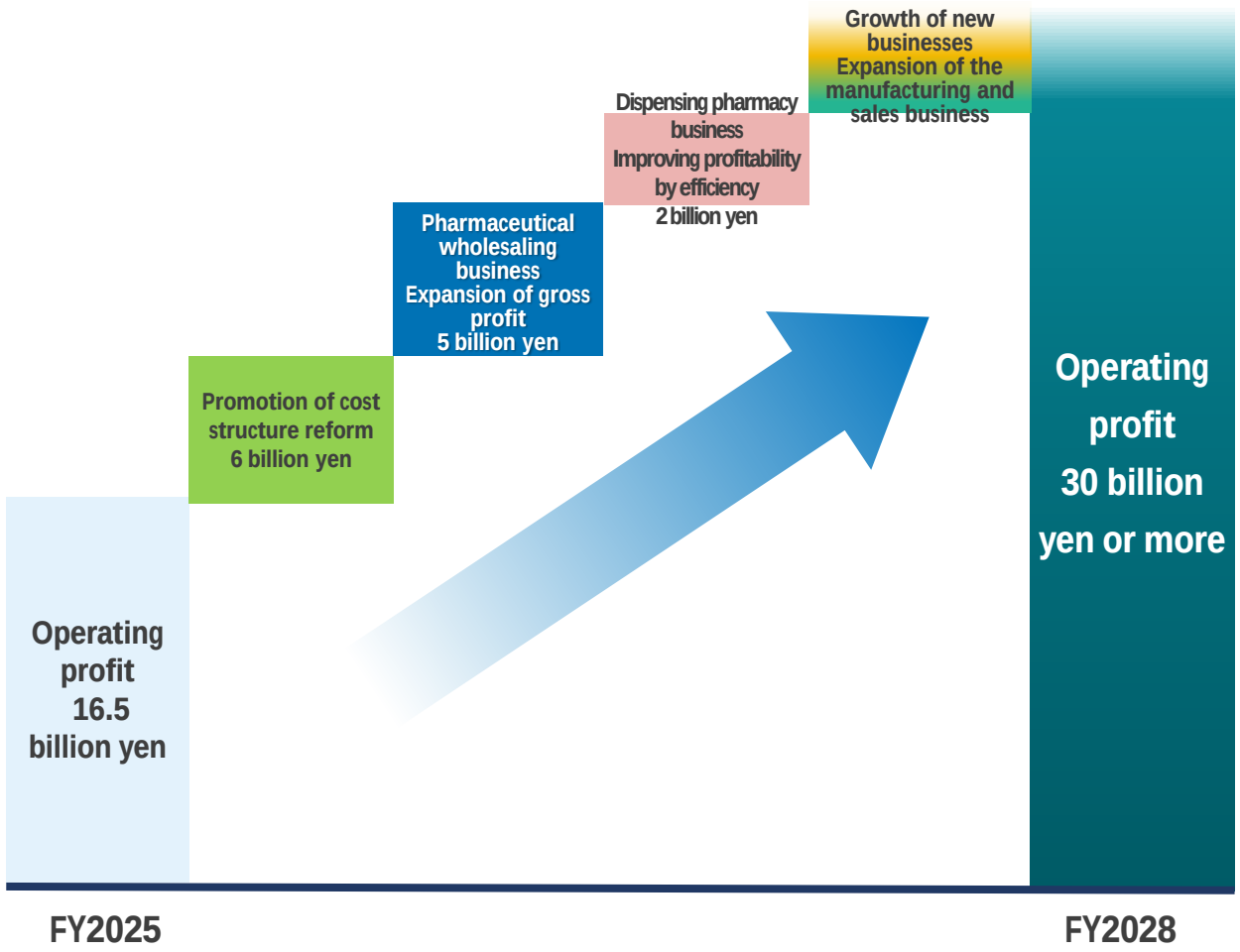
Growth and Efficiency Strategies

- Shifting gears in growth and efficiency strategies
- Promotion of cost structure reform
- Pharmaceutical wholesaling business
- Dispensing pharmacy business
- Pharmaceutical manufacturing and sales business
- New businesses

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Shifting gears in growth and efficiency strategies

Aim to achieve operating profit of over 30 billion yen by promoting four growth strategies and cost structure reforms



Promotion of cost structure reform
6 billion yen

- Improving productivity in sales, logistics, and delivery
- Restructuring of unprofitable divisions
- Reduction of indirect material costs
- Thorough business process streamlining by driving DX to cope with the natural decrease in personnel

Pharmaceutical wholesaling business
Expansion of gross profit
5 billion yen

- Expanding the number of specialty pharmaceuticals acquired
- Concentrating resources on high-growth and high-profit products
- Improving productivity in sales and delivery

Dispensing pharmacy business
Improving profitability by efficiency
2 billion yen

- Strengthening of governance
- Improving efficiency and profitability by promoting DX

Expansion of the pharmaceutical manufacturing and sales business
Upside potential

- Expanding CDMO business for new modalities

Growth of new businesses
Upside potential

- Creating new businesses through proactive alliances and M&A with companies in fields such as prescription pharmaceuticals, medical devices/materials, reagents, OTC drug, medical IT, and logistics
- Accelerating the expansion of the medical DX business

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Promotion of cost structure reform

Aim to achieve an SG&A ratio of 5.5% or less by promoting four measures

SG&A ratio
5.5% or less

Strategy	Details
Improving productivity in sales, logistics, and delivery	Clarify the roles of sales and logistics and improve productivity by rebuilding an efficient delivery system to coincide with the establishment of the new TBC
Restructuring of unprofitable divisions	Review the Group's overall business structure and streamline operations by eliminating the duplication of work across divisions and consolidating business units
Reduction of indirect material costs	Work to optimize costs, led by the newly established Purchasing Management Department, by leveraging external expert insights and industry benchmarks
Driving thorough business process optimization through DX	Achieve productivity improvements that exceed the natural decrease in personnel by incorporating insights from external experts and driving business process reforms with a sense of urgency

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Pharmaceutical wholesaling business

Aim to increase gross profits by 5 billion yen based on four core strategies for medium- to long-term growth

Main Measures

Becoming the partner of choice in specialty pharmaceuticals

Further strengthening of high-quality logistics capabilities, including temperature control (such as cold chains) and vibration control compatible with various modalities

Contributing to market penetration of growth driver products and fostering growth domains

Category strategies by product and area and qualitative improvement of sales

Strengthening customer support system development capabilities through integration of system subsidiaries

Developing new systems tailored to customer needs
Integrating AI into existing systems (MIZAR, ENIFvoice, etc.)

Building a data-driven sales and delivery system by promoting DX and utilizing AI

Leveraging BI tools and AI to improve productivity in sales and logistics

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Dispensing pharmacy business

Establish a new pharmacy model that is chosen by patients and local residents by strengthening governance and promoting DX to improve management efficiency, and by improving interpersonal services and utilizing data

Main Measures

Strengthening store operations

Strengthening store operations by promoting operational efficiency and standardization through enhanced governance

Expansion of new store formats

Strengthening online pharmacy and other services to meet diversifying patient needs

Boosting the productivity of pharmacists

Boosting the productivity of pharmacists by actively outsourcing prescription dispensing and promoting DX to streamline their administrative tasks and set aside time for them for patient-facing work

Optimizing the CDP（Customer Data Platform）

Using data and AI to promote personalized communication with each patient

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Pharmaceutical manufacturing and sales business

Expand CDMO business to accommodate new modalities, thereby expanding into high-value-added areas and improving profitability

Main Measures

Developing, manufacturing, and marketing new products by leveraging the regenerative medicine ecosystem

Providing one-stop essential functions from development to launch, and building a supply chain spanning clinical trial and wholesale logistics

Enhancement of CDMO functions centered on the Haneda Packaging Center

Expanding GMP-compliant, packaging, and storage capabilities in a bid to accept contracts from foreign-funded companies and bio-tech ventures

By integrating high-performance / high-quality logistics with CDMO and supply chains, and providing support from the development stage to foreign pharmaceutical manufacturers and bio-tech ventures that do not have infrastructure in Japan, we will expand profit opportunities from manufacturing to distribution

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New businesses

Promote transformation into a Comprehensive Healthcare Solutions Provider by promoting diversification of business domains and medical DX

Main Measures

Creating new businesses through proactive alliances and M&A

Going beyond the scope of the existing pharmaceutical wholesaling business, we will actively promote alliances and M&A with business companies and venture companies in peripheral areas such as CDMO, medical devices/materials, reagents, OTC drugs, medical IT, and logistics, aiming to create new value and build a solid profit base

Accelerating the expansion of the medical DX business

Expanding into related areas using the pharmaceutical wholesaling business as a springboard to promptly provide added value and new services to our business partners, customers, and patients

Seeking new business alliances

Appointing external experts to conduct a comprehensive review of the potential of creating synergies through M&A and alliances with businesses in the same industry and those in other industries
In the light of the conclusion that sufficient added value cannot be created by simply continuing along the existing path, pursuing avenues that contribute to the creation of new value beyond the existing framework

*We are currently discussing a number of alliances and M&A projects with the aim of contributing to achieving an operating profit of 30 billion yen for the fiscal year ending March 31, 2029

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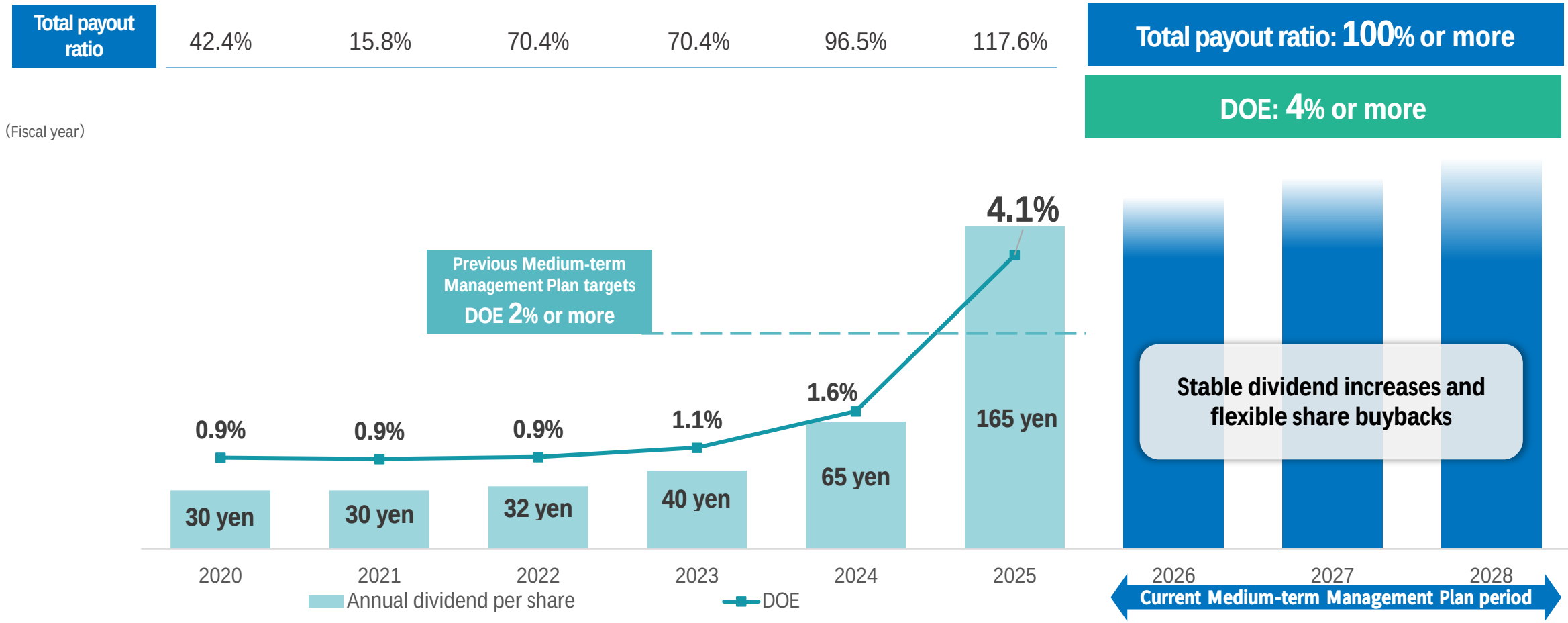
Capital Strategies

- Shareholder return policy
- Capital allocation
- Thorough investment discipline

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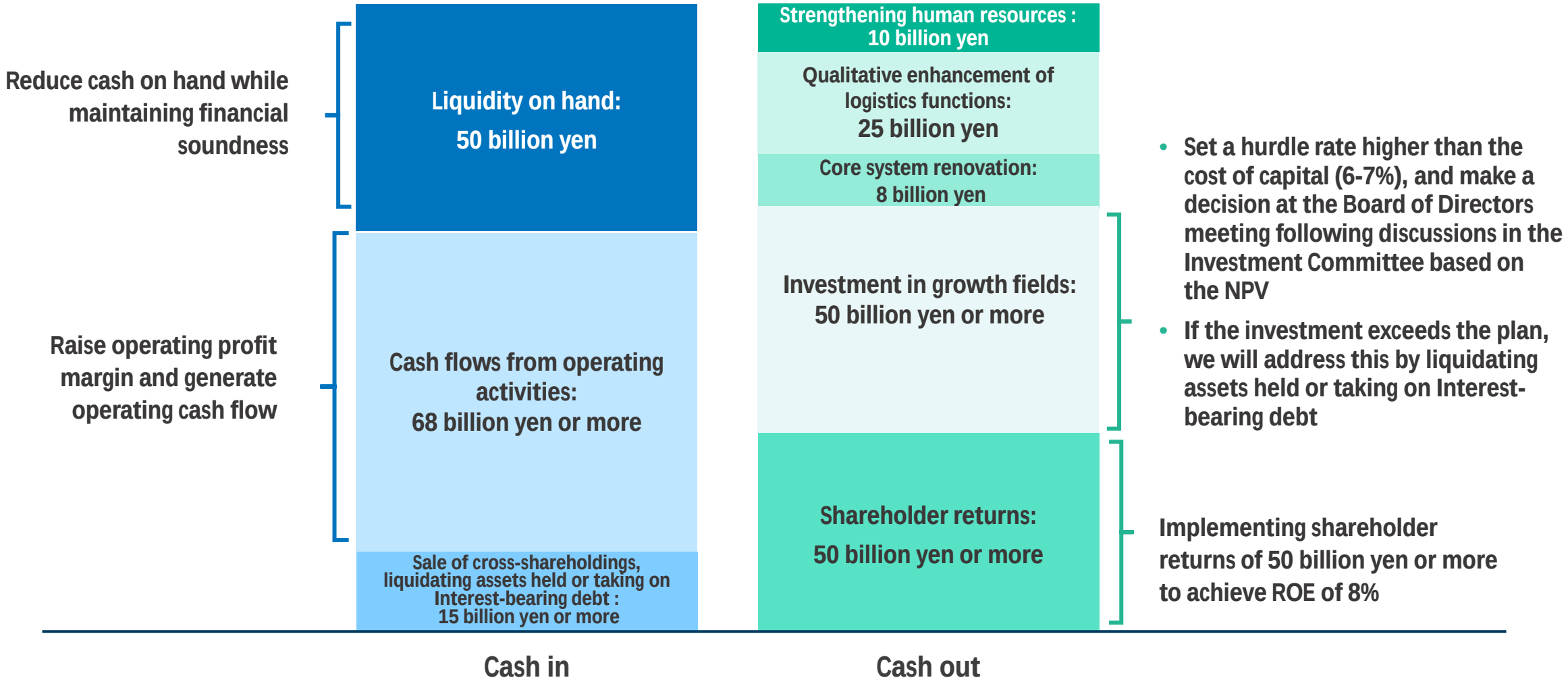
Shareholder return policy

- Aim for a total payout ratio of 100% or more
- Implementing shareholder returns of 500 billion yen or more during the period of the Medium-term Management Plan
- Stable increase in dividends and flexible share buybacks based on the policy of achieving DOE of 4% or more during the period of the Medium-term Management Plan



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Capital allocation



- Set a hurdle rate higher than the cost of capital (6-7%), and make a decision at the Board of Directors meeting following discussions in the Investment Committee based on the NPV
- If the investment exceeds the plan, we will address this by liquidating assets held or taking on Interest-bearing debt

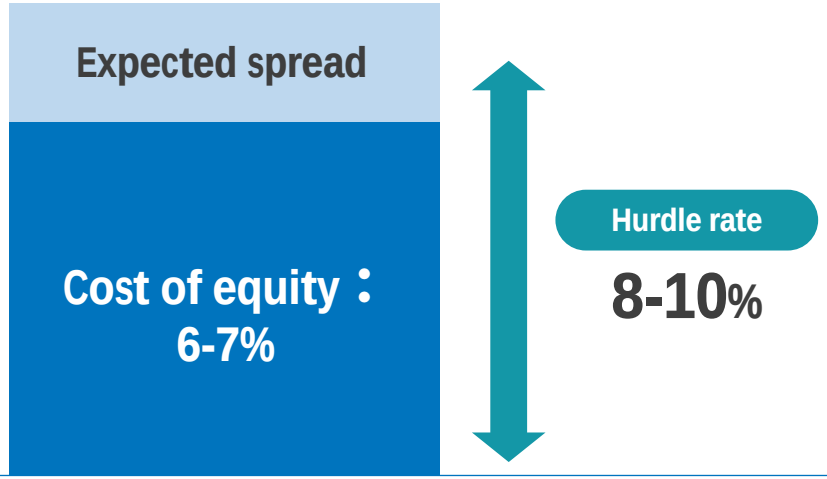
Implementing shareholder returns of 50 billion yen or more to achieve ROE of 8%

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Thorough investment discipline

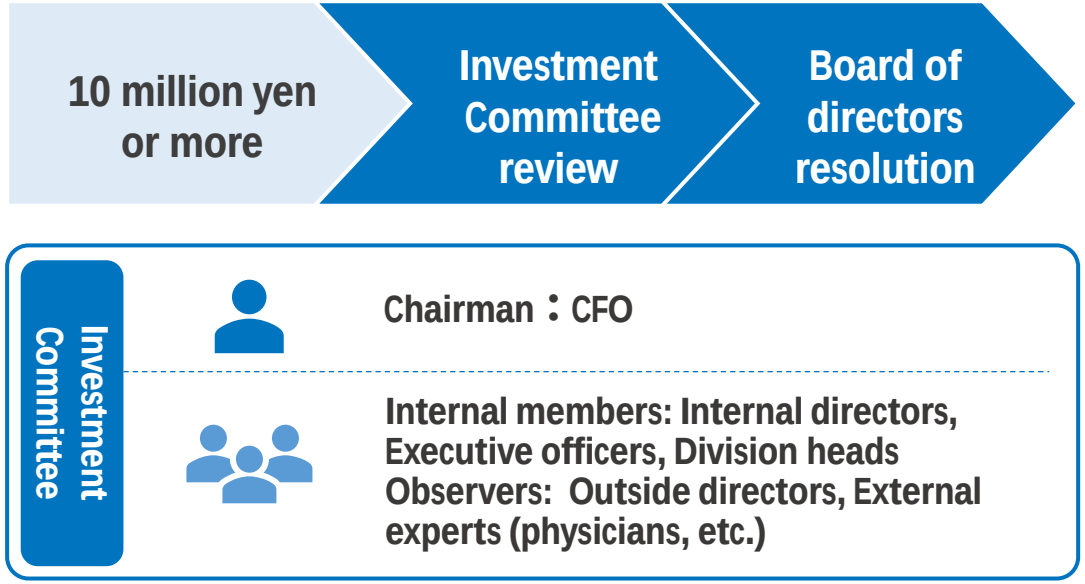
The Management Strategy Committee determined that it is possible to create new added value through collaboration and business expansion into related areas. Focusing on areas that contribute to expanding our business base, enhancing corporate value, and achieving Medium-term Management Plan targets, we will consider projects based on investment discipline.

Strict investment discipline



- Quantitative analysis: NPV (net present value), investment period
- Verifying contribution to Medium-Term Management Plan targets

Objective and transparent review process



- The Investment Committee periodically reviews the status of achievement of initial objectives and measures to improve economic profits
- We aim to contribute to achieving an operating profit of 30 billion yen and ROE of 8% or more for the fiscal year ending March 31, 2029

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Strengthening the Management Foundation

- Sophistication of governance
- Medium-term human resources strategy
- Contribution to the environment
- Medium-term Management Plan 2026-2028
  “Soaring into the Next Generation” – Roadmap –

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Sophistication of governance

Review: 2023-2025 "Creating the Next Generation"

Strengthening the effectiveness of the board of directors

- Identify a skills matrix aligned with the strategy
- Majority of the board composed of outside directors
- Establishment of the Management Strategy Committee and Governance Enhancement Special Committee

Establishment of CGO and development of promotion system

- Appoint a CGO as the officer in charge of promoting governance
- Group Governance Department supports promotion

Governance Enhancement Special Committee

- Formulate and implement specific policies aimed at fundamental and effective reform of the governance structure, based on the 12 recommendations included in the final report

Major policies for responding to recommendations in the final report

- Establishing independence standards for outside directors
- Creating opportunities for information exchange and shared understanding among outside directors
- Establishing a compliance promotion department to strengthen and enhance the whistleblowing system

2026-2028 “Soaring into the Next Generation”

Continue and strengthen initiatives from the previous Medium-term Management Plan and strongly promote a shift from a defensive to an **offensive approach to governance**

Further improve the effectiveness of the Board of Directors and enhance discussions

- Maintaining a highly effective structure of the Board of Directors

Further promote the establishment of an effective governance framework under the leadership of the CGO

- Ensuring compliance
- Strengthening the governance system for subsidiaries
- Sophisticating the risk management system

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Medium-term human resources strategy

Business Strategy and Human Resources Strategy

Growth of the Individual and the Organization, which drives the completion of Transformation

Individuals unafraid to take on challenges shape the future

-- Transitioning to self-directed talent and evolving into a value-creating organization --

[Input]

System reforms
Systems to facilitate individual growth and organizational strengthening

Organizational development
Human resource allocation and education system with management strategy in mind

Culture reforms
Corporate culture centered on psychological safety

[Action] Specific themes

- Implementing a new personnel system
- Renovation of human resources core system
- Implementation of the succession plan
- Establishment of a new educational framework
- Improving employee engagement・DE&I

[Outcome]

Medium-term Management Plan 2026-2028
“Soaring into the Next Generation”

「Total commitment to good health」
We shall live in harmony with society and our customers; together, we shall create new values through the provision of out-of-the-box service; and we shall contribute to the medical care and well-being of people around the world.

Evolution of “Individual” and “Organization”

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Contribution to the environment

Reduction of mileage by improving delivery efficiency

Balancing stable supply with reduced environmental impact

Reduction of environmental impact throughout the supply chain through collaboration with other companies



Gradually transitioning from gasoline-powered vehicles to EVs and other eco-friendly vehicles

Installing solar panels at business sites
Adopting ZEB standards for buildings



n **Efforts in line with TCFD and appropriate disclosure of information resulted in steady improvement in external evaluations**

CDP questionnaire：「C」→「B-」

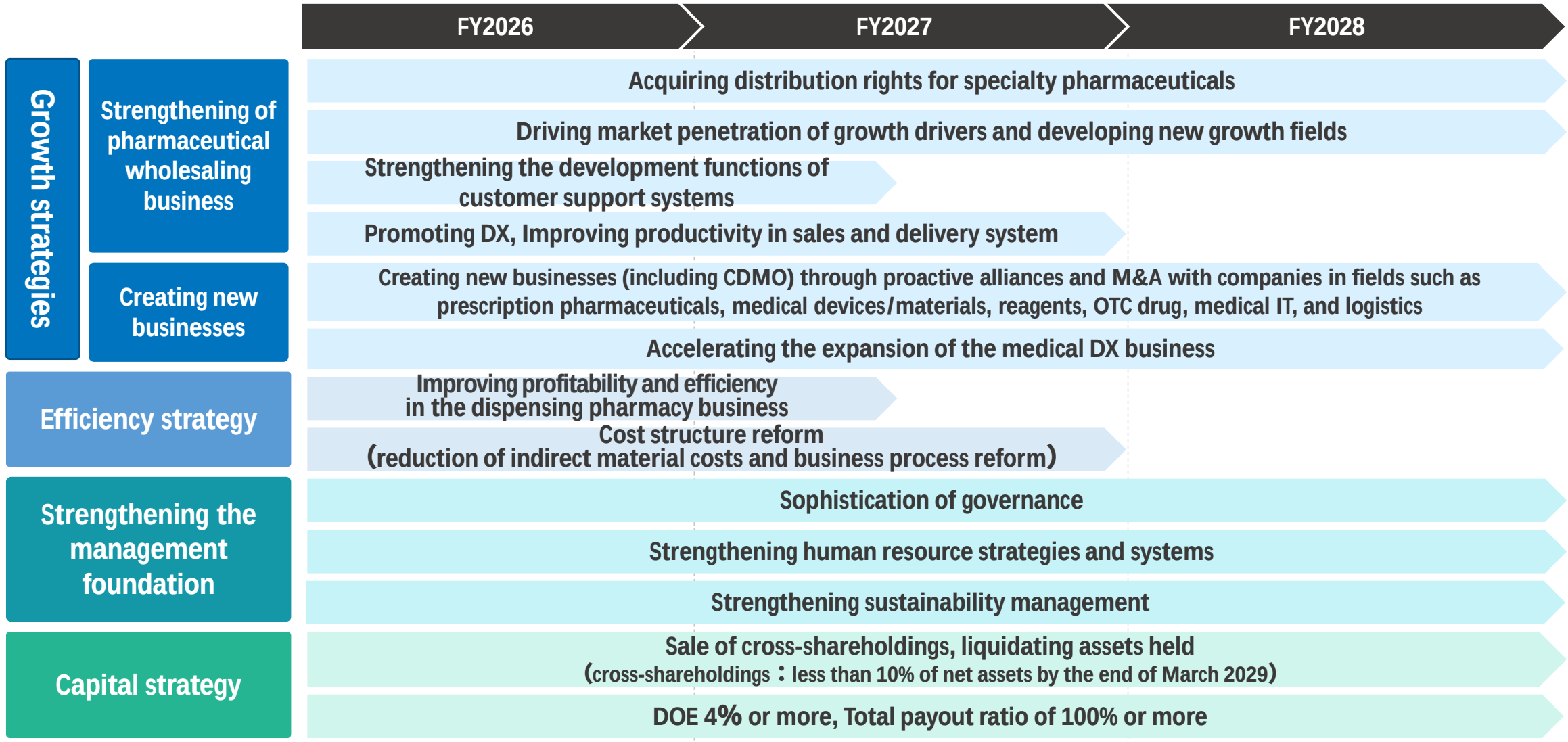
MSCI ESG Rating：「A」→「AA」

Steadily prepare for the SSBJ standards

- Reduction of greenhouse gas emissions (Target FY2030: 60% reduction Vs. FY2019)
- Renewable electricity usage rate (Target FY2030: 80%)
- Promotion of delivery efficiency (Target FY2030: Reduction of the mileage of sales vehicles by 30% Vs. FY2024)
- Promotion of 3Rs (Reduce, Reuse, Recycle) including waste reduction
- Implementation of environmental training

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Medium-term Management Plan 2026-2028 “Soaring into the Next Generation” – Roadmap –



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Total commitment to good health

TOHO HOLDINGS CO.,LTD.

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