

February 5, 2015

For Immediate Release

Listed company name: **SANKYO CO., LTD.**
Representative: Kimihisa Tsutsui
President & COO
(TSE 1st Sec. Code 6417)
Contact: Akihiko Ishihara
Director & Senior Executive Operating Officer
TEL.: +81-3-5778-7777

Notice concerning Repurchase of the Company's Own Shares and Acquisition of the Company's Own Shares through Off-Auction Own Share Repurchase Trading (ToSTNeT-3)

(Repurchase of the Company's own shares and acquisition of the Company's own shares through off-auction own share repurchase trading (ToSTNeT-3) as specified by the Articles of Incorporation based on provisions stipulated in Article 165, Paragraph 2 of the Company)

SANKYO Co., Ltd. announced that it has, based on provisions stipulated in Article 156 of the Company Law which replace provisions stipulated in Article 165, Paragraph 3 of the same Law, resolved on the repurchase of the Company's own shares and specific method for the repurchase at the Board of Director's meeting held on February 5, 2015.

1. Reason for Repurchase of Own Shares

The Company repurchase its own shares for the purpose of enhancing capital efficiency, implementing a flexible capital policy in response to the changing business environment, and returning profits to shareholders.

2. Method of Repurchase of Own Shares

The Company will consign purchase at a closing price including last special quote of ¥4,380 as of this day (February 5, 2015) through ToSTNeT-3 (at closing price of trading) of the Tokyo Stock Exchange at 8:45 a.m. as of February 6, 2015 (no change to other trading system or trading time shall be made). The purchase order will be valid only at the trading time mentioned above.

3. Details of Share Repurchase

- | | |
|--|--|
| (1) Type of shares to be repurchased: | Common stock |
| (2) Number of shares to be repurchased: | Up to 2,000,000 shares
(2.28% of the total number of shares issued) |
| (3) Aggregate amount of repurchase cost: | Up to 8,760,000,000 yen |
| (4) Announcement of Repurchase Result: | The repurchase result shall be announced after the completion of trading time at 8:45 a.m. |

(Note 1) The number of stocks shall not be changed. In this connection, part or all of the repurchase may not be made due to market condition.

(Note 2) Repurchase shall be made to the extent that sell orders match buy orders.

This material is an English translation of Japanese announcement made on February 5, 2015. Although the Company intended to faithfully translate the Japanese document into English, the accuracy and correctness of this translation are not guaranteed.

(Reference)

Total number of shares issued and treasury stock as of February 5, 2015:

Total number of shares issued (excluding treasury stock): 87,625,101 shares

Treasury stock: 9,972,399 shares

(Note) The number of own shares is calculated by adding the 6,000,000 shares acquired from ToSTNeT-3 on February 5, 2015 to the Company's own shares as of January 31, 2015.

This material is an English translation of Japanese announcement made on February 5, 2015. Although the Company intended to faithfully translate the Japanese document into English, the accuracy and correctness of this translation are not guaranteed.