

Name of listed company: Chugai Pharmaceutical Co., Ltd.
Code number: 4519 (1st Section of Tokyo Stock Exchange)
Head office: 1-1, Nihonbashi-Muromachi 2-Chome, Chuo-ku, Tokyo
President & CEO: Osamu Nagayama
Inquiries to: Nobuyuki Chiba, General Manager,
Corporate Communications Dept.
Tel: +81-(0)3-3273-0881

Announcing Change of Parent Company and Largest Shareholder (Principal Shareholder)

Chugai Pharmaceutical Co., Ltd. [Head Office: Chuo-ku, Tokyo; President: Osamu Nagayama (hereafter, Chugai)] announced today that its parent company and largest shareholder has changed as of December 13, 2011.

1. Background of the change

The largest shareholder of Chugai has changed from three parent companies composed of a direct shareholder, Roche Pharmholding B.V., a Dutch corporation having its principal office at Woerden, The Netherlands (hereafter, Roche Pharmholding), and two indirect shareholders, Roche Finance Ltd, a Swiss corporation having its principal office at Basel, Switzerland (hereafter, Roche Finance) and Roche Holding Ltd, a Swiss corporation having its principal office at Basel, Switzerland (hereafter, Roche Holding) to one parent company and direct share holder, Roche Holding.

This change of parent company and largest shareholder was conducted for the purpose to streamline the shareholding line for holding Chugai shares in the Roche Group. The transfer process was conducted on December 13, 2011 (Basel time).

The new parent company and largest shareholder, Roche Holding is the top holding company in the Roche Group, and there is no change to the status of Chugai as a member of the Roche Group. Furthermore, there is no change to the business relationship between Chugai and F. Hoffmann-La Roche Ltd., a Swiss corporation having its principal office at Basel, Switzerland (hereafter, F. Hoffmann-La Roche), as a main partner in business operation.

2. Outlines of the parent companies and largest shareholders related to this change

(1) Outline for new parent company and largest shareholder after this change

(1) Trade name	Roche Holding Ltd
(2) Head office location	Grenzacherstrasse 124, CH-4058 Basel, Switzerland
(3) Title/Name of representative	Chairman/Franz B. Humer
(4) Business	Holding Company
(5) Capitalization	160 million CHF
(6) Date of incorporation	March 26, 1919
(7) Consolidated net assets	11,662 million CHF (as of December 31, 2010)
(8) Consolidated total assets	61,020 million CHF (as of December 31, 2010)
(9) Major shareholders and shareholdings	Shareholder group with pooled voting rights: 45.01% Novartis Ltd, including affiliates: 33.3% (below 33⅓)

(10) Relationships among the company	
Capital relationship	As of December 13, Roche Holding holds 335,223 thousand common shares of Chugai by the transfer from Roche Pharmholding.
Personal relationship	One director of Roche Holding is also a director of Chugai.
Business relationship	There is no notable business relationship between Chugai and Roche Holding. There is business relationship such as raw material imports/exports between Chugai and the affiliated company of Roche Holding, F. Hoffman-La Roche.

(2) Outlines for parent companies and largest shareholders before this change

(1) Trade name	Roche Finance Ltd
(2) Head office location	Grenzacherstrasse 122, CH-4058 Basel, Switzerland
(3) Title/Name of representative	Chairman/Franz. B. Humer
(4) Business	Holding Company
(5) Capitalization	409 million CHF
(6) Date of incorporation	November 17, 1971
(7) Consolidated net assets	9,826 million CHF (as of December 31, 2010)
(8) Consolidated total assets	29,059 million CHF (as of December 31, 2010)
(9) Major shareholders and shareholdings	Roche Holding: 100%

(1) Trade name	Roche Pharmholding B.V.
(2) Head office location	Beneluxlaan 2A, Woerden, 3446 GR, The Netherlands
(3) Title/Name of representative	Chairman/Bart Vanhauwere
(4) Business	Holding Company
(5) Capitalization	467 million EURO
(6) Date of incorporation	April 7, 1982
(7) Consolidated net assets	3,461 million EURO (as of December 31, 2010)
(8) Consolidated total assets	11,017 million EURO (as of December 31, 2010)
(9) Major shareholders and shareholdings	Roche Finance: 100%

3. The number of shareholders (the number of voting rights) and the percentages of their voting rights in the number of voting rights held by all shareholders

(1) Before change

Name of Company	Attribute	The number of voting rights (Holding ratio of the voting rights of all shareholders)		
		Directly-holding	Shares to be combined	Total
Roche Holding	Parent Company	0 (0.0%)	3,352,236 (61.62%)	3,352,236 (61.62%)
Roche Finance	Parent Company	0 (0.0%)	3,352,236 (61.62%)	3,352,236 (61.62%)
Roche Pharmholding	Parent Company	3,352,236 (61.62%)	0 (0.0%)	3,352,236 (61.62%)

(2) After change

Name of Company	Attribute	The number of voting rights (Holding ratio of the voting rights of all shareholders)		
		Directly-holding	Shares to be combined	Total
Roche Holding	Parent Company	3,352,236 (61.62%)	0 (0.0%)	3,352,236 (61.62%)

(As of December 13, 2011)

4. Disclosure status changes of non-listed parent companies

None

5. Future prospects

This change of our parent company and largest shareholder was conducted to streamline the shareholding line within the Roche Group, therefore nothing affects Chugai's business activities