Consolidated Financial Statements for the Third Quarter Ended December 31, 2016 FY2017 (April 1, 2016 - March 31, 2017) [UNAUDITED]

Company name: Takara Holdings Inc.

Stock exchange listings: Tokyo Stock Exchange (1st section)

Code number: 2531

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Quarterly statement filing date (as planned): February 10, 2017

Notes: 1. The accompanying financial statements have been prepared in accordance with accounting principles and practices generally accepted in Japan.

2. Amounts are rounded down to the nearest million yen.

1. Results for the nine months ended December 31, 2016 (April 1, 2016 – December 31, 2016)

(1) Operating results

Note: Percentages indicated changes from the same period of the previous fiscal year.

	Nine months ended		Nine months ended	
	December 31, 2	31, 2016 December 31, 201		
	(Millions of yen)	(%)	(Millions of yen)	(%)
Net sales	172,218	1.2	170,250	2.5
Operating income(loss)	12,741	26.3	10,091	(4.6)
Ordinary income(loss)	13,403	23.4	10,858	(1.0)
Net income (loss) attributable to owners of the parent	8,876	35.6	6,546	9.4
Net income (loss) per share (Yen)	44.11		32.53	
Fully diluted net income per share (Yen)	-		=	
Note: Comprehensive income	1,558	(66.7)	4,679	(47.6)

(2) Financial position

	As of December 31, 2016	As of March 31, 2016
	(Millions of yen)	(Millions of yen)
Total assets	269,737	253,253
Net assets	158,981	156,148
Equity ratio (%)	48.3	51.5
(Reference) Equity	130,334	130,386

2. Dividends

Year ended March 31,	Vanadina Manda 21	
	Year ending March 31,	Year ending March 31,
2016	2017	2017 (Forecast)
-	-	
-	-	
-	-	
12.00		13.00
12.00		13.00
	12.00 12.00	12.00 12.00

Notes: Correction of dividend forecast from the most recent dividend forecast : Yes The year-end dividend for FY2016 included a commemorative dividend of \$1.00

3. Forecast for the year ending March 31, 2017 (April 1, 2016 – March 31, 2017)

Note: Percentages indicated changes from the same period of the previous fiscal year.

	Year ending Marc	ch 31, 2017
	(Millions of yen)	(%)
Net sales	234,100	3.9
Operating income(loss)	13,100	12.1
Ordinary income(loss)	13,800	7.5
Net income (loss) attributable to owners of the parent	8,300	17.6
Net income (loss) per share (Yen)	41.25	

Note: Correction of financial forecast from the most recent financial forecast: Yes

4. Others

(1) Material changes in subsidiaries during this period

(Changes in scope of consolidations resulting from change in specific subsidiaries): No

- (2) Applying of specific accounting treatments of the quarterly consolidated financial statements : No
- (3) Changes in accounting policies, changes in accounting estimates, and retrospective restatement
 - 1) Changes based on revisions of accounting standard: Yes
 - 2) Changes other than ones based on revisions of accounting standard : No
 - 3) Changes in accounting estimates: No
 - 4) Restatement: No
- (4) Number of outstanding shares (common stock)
 - 1) Number of outstanding shares at year end (Treasury stocks are included)

As of December 31, 2016 : 217,699,743 As of March 31, 2016 : 217,699,743

2) Number of treasury stocks at year end

As of December 31, 2016 : 16,475,585 As of March 31, 2016 : 16,475,391

3) Average number of outstanding shares

Nine months ended December 31, 2016 : 201,224,286 Nine months ended December 31, 2015 : 201,225,138

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1. Qualitative Information for the Nine Months Ended December 31, 2016

(1) Consolidated Financial Results

In the nine months ended December 31, 2016, although the Japanese economy maintained a moderate recovery as the hiring and income environment improved, personal spending remained weak.

On the other hand, overseas, while the American economy continued on a recovery path, there was continued uncertainty for the future of the global economy caused by the downside risk in emerging country economies, the Brexit issue in the U.K., the impact of future policies in the U.S. and other issues.

Under these economic circumstances, moving into the final fiscal year of the Takara Group Medium-Term Management Plan FY2017, which is the second step of efforts toward achieving the Takara Group Vision 2020, our long-term vision, the Group continued to make efforts to improve domestic business profitability and to expand and grow our overseas business while working on steady business activities with aim of transforming into a well-balanced business structure that can hold up well to business environment changes by accelerating growth in our Biomedical Business.

As a result, in the nine months ended December 31, 2016, net sales were up by 1.2% year on year to \$172,218 million. Gross profit rose 4.4% year on year to \$70,881 million. Operating income increased by 26.3% year on year to \$12,741 million while ordinary income rose 23.4% year on year to \$13,403 million. Net income attributable to owners of the parent increased by 35.6% year on year to \$8,876 million.

Results by business segment were as follows.

[Takara Shuzo Group]

For alcoholic beverages, in the nine months ended December 31, 2016, while sales of shochu declined year on year, sake sales were flat compared with the same period of the previous fiscal year. Sales of light-alcohol refreshers increased as sales of Takara Shochu High Ball remained robust.

As sales of other alcoholic beverages such as whiskey also rose, sales of alcoholic beverages overall increased. In the Seasonings Business, sales increased due to healthy sales of mirin and cooking sake. Sales of raw alcohol, etc. also increased, whereas transportation sales declined.

In the Japanese Food Wholesale Business in overseas markets, sales grew as businesses at FOODEX S.A.S. (France), Cominport Distribución S.L. (Spain), and others remained buoyant.

As a result, net sales for the Takara Shuzo Group rose 1.3% year on year to ¥148,818 million. Cost of sales increased by 0.2% to ¥92,152 million. Consequently, gross profit rose 3.3% year on year to ¥56,666 million. SG&A expenses were up by 1.0% year on year to ¥47,252 million due to the increases in promotion expenses and transportation expenses.

Accordingly, the Takara Shuzo Group recorded operating income up 16.4% year on year to \(\frac{1}{2}\)9,413 million in the nine months ended December 31, 2016.

[Takara Bio Group]

Net sales for the nine months ended December 31, 2016 decreased by 0.3% year on year to \(\frac{\pmathbb{2}}{20,645}\) million despite increased sales on a local currency basis overseas, reflecting the stronger Japanese yen. Cost of sales decreased by 11.9% year on year to \(\frac{\pmathbb{2}}{8,106}\) million as the cost rate fell due to changes in the structure of sales for each product and other factors. Consequently, gross profit increased by 9.0% year on year to \(\frac{\pmathbb{2}}{12,538}\) million. SG&A expenses decreased by 2.5% year on year to \(\frac{\pmathbb{2}}{9,813}\) million due to the declines in research and development expenses and other expenses. As a result, the Takara Bio Group recorded operating income up 88.6% year on year to \(\frac{\pmathbb{2}}{2,724}\) million in the nine months ended December 31, 2016.

[Takara Healthcare]

Net sales for the nine months ended December 31, 2016 fell by 2.8% year on year to \(\frac{\pmathbf{1}}{1},337\) million due to falling sales of OEM cosmetics. Cost of sales was down by 21.5% year on year to \(\frac{\pmathbf{1}}{5}\) million. Consequently, gross profit increased by 13.9% year on year to \(\frac{\pmathbf{2}}{8}\) million. SG&A expenses were up by 18.7% year on year to \(\frac{\pmathbf{2}}{8}\) million, mainly due to the increases in promotion expenses and administrative expenses. As a result, Takara Healthcare's operating income decreased by 67.8% year on year to \(\frac{\pmathbf{1}}{1}\)3 million.

[Other]

Net sales of business segments other than the reported segments for the nine months ended December 31, 2016 increased by 2.2% year on year to ¥4,465 million. Cost of sales increased by 0.5% year on year to ¥3,857 million. Consequently, gross profit increased by 14.4% year on year to ¥608 million. SG&A expenses were up by 0.3% year on year to ¥501 million. As a result, operating income grew by 231.1% year on year to ¥107 million.

Breakdown of sales results by product category

Segment	Equivalent Period of Previous Fiscal Year (From April 1, 2015, to December 31, 2015)	Period under Review (from April 1, 2016, to December 31, 2016)	YoY Comparison
Product category	Amount (Millions of yen)	Amount (Millions of yen)	(%)
Takara Shuzo Group			
Shochu	45,539	44,569	97.9
Sake	19,848	19,855	100.0
Light-alcohol refreshers	21,263	23,698	111.5
Other alcoholic beverages	10,458	10,592	101.3
Alcoholic beverages total	97,110	98,716	101.7
Hon Mirin	11,933	11,987	100.4
Other seasonings	7,199	7,603	105.6
Seasonings total	19,133	19,590	102.4
Raw alcohol, etc.	5,432	5,667	104.3
Transportation	8,922	8,039	90.1
Japanese food wholesales business in overseas markets	15,164	15,759	103.9
Other	1,096	1,044	95.3
Total	146,859	148,818	101.3
Takara Bio Group	20,706	20,645	99.7
Takara Healthcare	1,376	1,337	97.2
Other	4,369	4,465	102.2
Sales not allocated to	,	Í	
business segments and	(3,061)	(3,048)	-
intersegment transactions			
Total	170,250	172,218	101.2

Notes: Amounts include alcohol tax but do not include consumption tax.

(2) Consolidated Financial Position

Total assets stood at \(\frac{4269,737}{269,737}\) million as of December 31, 2016, up by \(\frac{416,484}{160,484}\) million from March 31, 2016. Current assets stood at \(\frac{4172,857}{170,4857}\) million, up by \(\frac{413,784}{150,484}\) million. This increase primarily resulted from increases of \(\frac{46}{460,456}\) million in cash and deposits, \(\frac{415,234}{150,234}\) million in notes and accounts receivable-trade and \(\frac{42,976}{150,485}\) million in merchandise and finished goods, despite a decline of \(\frac{411,528}{115,285}\) million in securities.

Noncurrent assets increased by \$2,700 million from the end of the previous fiscal year to \$96,880 million. The main factors were increases of \$3,854 million in property, plant and equipment and \$833 million in investments and other assets, including investment securities, and a decrease of \$1,988 million in intangible assets.

Total liabilities amounted to \$\pm\$110,756 million as of December 31, 2016, up by \$\pm\$13,652 million from March 31, 2016. Current liabilities rose \$\pm\$20,421 million from the end of the previous fiscal year to \$\pm\$68,069 million. This was primarily due to increases of \$\pm\$1,455 million in notes and accounts payable—trade, \$\pm\$3,010 million in short-term loans payable, \$\pm\$10,000 million in current portion of bonds and \$\pm\$4,729 million in accrued alcohol tax.

Noncurrent liabilities declined $\pm 6,769$ million from the end of the previous fiscal year to $\pm 42,686$ million. This was primarily due to a $\pm 10,000$ million decrease resulting from the transfer of bonds to current liabilities, whereas long-term loans payable and other non-current liabilities including deferred tax liabilities increased by $\pm 1,061$ million and by $\pm 2,073$ million, respectively.

Net assets stood at \$158,981 million as of December 31, 2016, up \$2,832 million from the end of the previous fiscal year. The main factors were increases of \$6,461 million in retained earnings, \$2,777 million in valuation difference on available-for-sale securities and \$2,884 million in non-controlling interests, and a decline of \$9,720 million in foreign currency translation adjustment.

(3) Qualitative Information Regarding Consolidated Forecasts

The Company has revised the consolidated forecasts for the fiscal year ending March 31, 2017 released on November 10, 2016, based on consideration of business performance in the nine months ended December 31, 2016 and recent performance trends.

Consolidated net sales are unchanged from the previous forecast, as net sales for both Takara Shuzo Group and Takara Bio Group are in line with the forecast.

Meanwhile, due to the steady performance of the domestic alcoholic beverages business and the upswing in business results at overseas subsidiaries at Takara Shuzo Group, as well as Takara Bio Group's projected performance surpassing the forecast by revenues from gene therapy and other factors, income is expected to exceed the plan. Accordingly, the Company revised its forecast upwards for consolidated operating income by ¥500 million, consolidated ordinary income by ¥500 million, and net income attributable to owners of the parent by ¥100 million, respectively.

2. Summary Information (Notes)

(1) Change in Accounting Policy and Retrospective Restatement of Accounting Estimates

(Change in Accounting Policy)

(Application of Practical Solution on a change in depreciation method due to Tax Reform 2016) In the three month period ended June 30, 2016, certain consolidated subsidiaries applied Practical Solution on a change in depreciation method due to Tax Reform 2016 (PITF No. 32, June 17, 2016) following the revision of the Corporation Tax Act, and changed the method of depreciation for structures and facilities attached to buildings acquired on and after April 1, 2016 from the declining-balance method to the straight-line method.

The impact of this change on operating income, ordinary income, and profit before income taxes and minority interests for the nine month period ended December 31, 2016 is immaterial.

(2) Additional Information

(Application of Revised Implementation Guidance on Recoverability of Deferred Tax Assets)
The Company has been applying the Revised Implementation Guidance on Recoverability of Deferred Tax Assets
(ASBJ Guidance No. 26 of March 28, 2016) from the beginning of the three month period ended June 30, 2016.

3. Consolidated Quarterly Financial Statements

(1) Consolidated Quarterly Balance Sheets

		(Millions of Yen)
	As of Mar. 31, 2016	As of Dec. 31, 2016
Assets		
Current assets		
Cash and deposits	38,386	44,843
Notes and accounts receivable-trade	53,602	68,837
Securities	28,238	16,710
Merchandise and finished goods	29,739	32,715
Work in process	1,077	1,091
Raw materials and supplies	3,401	3,645
Other	4,859	5,246
Allowance for doubtful accounts	(231)	(232)
Total current assets	159,073	172,857
Noncurrent assets		
Property, plant and equipment	53,065	56,919
Intangible assets		
Goodwill	6,975	5,835
Other	4,035	3,187
Total intangible assets	11,010	9,022
Investments and other assets		
Investment securities	24,747	25,527
Other	5,468	5,502
Allowance for doubtful accounts	(112)	(92)
Total investments and other assets	30,103	30,937
Total noncurrent assets	94,179	96,880
Total assets	253,253	269,737

(Millions of Yen)

		(Millions of Yen)
	As of Mar. 31, 2016	As of Dec. 31, 2016
Liabilities		
Current liabilities		
Notes and accounts payable-trade	15,201	16,656
Short-term loans payable	4,994	8,004
Current portion of bonds	-	10,000
Accrued alcohol tax	7,855	12,584
Accrued expenses	4,965	5,728
Income taxes payable	2,307	2,501
Provision for sales promotion expenses	1,870	2,264
Other provision	2,319	1,696
Other	8,133	8,633
Total current liabilities	47,648	68,069
Noncurrent liabilities		
Bonds payable	20,000	10,000
Long-term loans payable	10,255	11,316
Net defined benefit liability	8,544	8,660
Long-term deposits received	5,379	5,358
Other	5,277	7,350
Total noncurrent liabilities	49,456	42,686
Total liabilities	97,104	110,756
Net assets		
Shareholders' equity		
Capital stock	13,226	13,226
Capital surplus	1,879	1,650
Retained earnings	113,663	120,125
Treasury stock	(9,938)	(9,938)
Total shareholders' equity	118,830	125,063
Accumulated other comprehensive income		
Valuation difference on available-for-sale securities	6,822	9,600
Deferred gains or losses on hedges	(445)	223
Foreign currency translation adjustment	5,548	(4,172)
Remeasurements of defined benefit plans	(370)	(380)
Total accumulated other comprehensive income	11,555	5,271
Noncontrolling interests	25,762	28,646
Total net assets	156,148	158,981
Total liabilities and net assets	253,253	269,737

(2) Consolidated Quarterly Statements of Income and Consolidated Quarterly Statements of Comprehensive Income

(Consolidated Statements of Income)

(For the Nine Months Ended December 31, 2016 and 2015)

		(Millions of Yen
	FY2016	FY2017
	(Apr. 1, 2015 –	(Apr. 1, 2016 –
	Dec. 31, 2015)	Dec. 31, 2016)
Net sales	170,250	172,218
Cost of sales	102,349	101,336
Gross profit	67,901	70,881
Selling, general and administrative expenses	57,809	58,139
Operating income	10,091	12,741
Non-operating income		
Dividends income	436	453
Equity in earnings of affiliates	275	242
Other	533	432
Total non-operating income	1,245	1,128
Non-operating expenses		
Interest expenses	335	321
Other	143	144
Total non-operating expenses	479	466
Ordinary income	10,858	13,403
Extraordinary income		
Gain on sales of noncurrent assets	_	864
Other	327	66
Total extraordinary income	327	931
Extraordinary loss		
Loss on sales and retirement of noncurrent assets	_	199
Loss on valuation of investment securities	148	108
Other	51	17
Total extraordinary losses	199	325
Income before income taxes and minority interests	10,986	14,009
Income taxes-current	4,168	4,461
Income taxes-deferred	(122)	(13)
Total income taxes	4,046	4,448
Net income	6,940	9,560
Net income attributable to the noncontrolling interest	393	684
Net income attributable to owners of the parent	6,546	8,876

(Consolidated Quarterly Statements of Comprehensive Income) (For the Nine Months Ended DEcember 31, 2016 and 2015)

		(Millions of Yen)
	FY2016	FY2017
	(Apr. 1, 2015 –	(Apr. 1, 2016 –
	Dec. 31, 2015)	Dec. 31, 2016)
Net income	6,940	9,560
Other comprehensive income		
Valuation difference on available-for-sale securities	(56)	2,777
Deferred gains or losses on hedges	(425)	668
Foreign currency translation adjustment	(1,732)	(11,449)
Remeasurements of defined benefit plans	(34)	0
Share of other comprehensive income of associates	(11)	
accounted for using equity method	(11)	_
Total other comprehensive income	(2,260)	(8,002)
Comprehensive income	4,679	1,558
(Comprehensive income attributable to)		
Comprehensive income attributable to owners of the	4,568	2.502
parent	4,308	2,592
Comprehensive income attributable to noncontrolling	110	(1.022)
interest	110	(1,033)

(3) Notes on Consolidated Quarterly Financial Statements

(Notes on Premise of Going Concern)

No items to report.

(Notes on Material Changes in Shareholders' Equity)

No items to report.

(Segment Information)

- I. Equivalent Period of Previous Fiscal Year (From April 1, 2015, to December 31, 2015)
 - 1. Net sales and Income (Loss) by Reported Segment

(Millions of yen)

	Reported Segment						Amount recognized in				
	Takara	Takara	Takara		Other	Total	Adjustment	consolidated quarterly			
	Shuzo		Bio Group		Healthcare		Subtotal	(Note: 1)		(Note: 2)	statements of income
	Group	Віс стецр	Treatment					(Note: 3)			
Net sales											
External customers	146,673	20,048	1,374	168,097	1,807	169,904	346	170,250			
Intersegment	185	657	1	845	2,561	3,407	(3,407)	=			
Total	146,859	20,706	1,376	168,942	4,369	173,311	(3,061)	170,250			
Segment income (loss)	8,085	1,444	40	9,570	32	9,603	488	10,091			

Notes: 1. Other includes business segments that are not part of reported segments, such as the printing business and other subsidiaries.

- 2. Details of adjustment amounts are as follows.
 - (1) Net sales to external customers are income from real estate rent recognized by the Company.
 - (2) Segment income comprises intersegment eliminations of ¥28 million and income of the Company not allocated to business segments of ¥459 million.
- 3. Segment income has been adjusted to the operating income of consolidated quarterly statements of income.
- 2. Information on Impairment Loss on Noncurrent Assets, Goodwill, etc. by Reportable Segment No items to report.
- II. Period under Review (From April 1, 2016, to December 31, 2016)
 - 1. Net sales and Income (Loss) by Reported Segment

(Millions of yen)

		Reported	Segment					Amount recognized in
	Takara	Takara	Takara		Other	Total	Adjustment	consolidated quarterly
	Shuzo		Subtotal	(Note: 1)	Total	(Note: 2)	statements of income	
	Group	Bio Group	пеанисате					(Note: 3)
Net sales								
External customers	148,648	20,036	1,335	170,021	1,851	171,872	345	172,218
Intersegment	169	608	1	779	2,614	3,394	(3,394)	-
Total	148,818	20,645	1,337	170,801	4,465	175,267	(3,048)	172,218
Segment income	9,413	2,724	13	12,151	107	12,259	482	12,741

Notes: 1. Other includes business segments that are not part of reported segments, such as the printing business and other subsidiaries.

- Details of adjustment amounts are as follows.
 - (1) Net sales to external customers are income from real estate rent recognized by the Company.
 - (2) Segment income comprises intersegment eliminations of ¥65 million and income of the Company not allocated to business segments of ¥416 million.
- 3. Segment income has been adjusted to the operating income of consolidated quarterly statements of income.

2. Matters concerning Changes to Reporting Segments

(Application of Practical Solution on a change in depreciation method due to Tax Reform 2016) As stated in Change in Accounting Policy, in the three month period ended June 30, 2016, certain consolidated subsidiaries applied Practical Solution on a change in depreciation method due to Tax Reform 2016, and changed the method of depreciation for structures and facilities attached to buildings acquired on and after April 1, 2016 from the declining-balance method to the straight-line method.

The impact of this change on segment income for the nine month period ended December 31, 2016 is immaterial.

3. Information on Impairment Loss on Noncurrent Assets, Goodwill, etc. by Reportable Segment

An impairment loss of ¥199 million has been recorded in the Takara Bio Group segment.

(Significant Subsequent Events)

(Merger through share acquisition)

Takara Bio USA Holdings Inc.("Takara Bio USA"), a wholly owned subsidiary of Takara Bio Inc., executed a merger agreement with Rubicon Genomics, Inc.("Rubicon") pursuant to which Takara Bio USA acquired Rubicon's shares, making it a subsidiary, on December 15, 2016, and completed the acquisition on January 17, 2017.

(1) Purpose of the share acquisition

Takara Bio Group has been focused on the development of next generation sequencing (NGS) reagent kits, which are used in a variety of fields ranging from basic research through industrial applications. By welcoming Rubicon into Takara Bio Group, Rubicon's sample preparation technologies for ultra-low input DNA sequencing analysis complement Takara Bio Group's sample preparation technologies for ultra-low input RNA sequencing analysis, allowing the Group to provide a broader range of products and services in the area of ultra-low input nucleic acid analysis.

Furthermore, with the addition of preparation systems (instruments) for NGS of WaferGen Bio Systems, Inc., which is planned to be acquired by the Group in March 2017, Takara Bio Group will expand its products and services lineup across a wide range of area from basic research through industrial applications.

(2) Name of the counterparty to the share acquisition

Management and other shareholders of the company to be acquired

- (3) Name, business contents and scale of the counterparty to be acquired
 - 1) Name: Rubicon Genomics, Inc.
 - 2) Location: 4743 Venture Drive, Ann Arbor, MI 48108 United States
 - 3) Representative: Dr. James Koziarz, CEO
 - 4) Business: Manufacturing and sales of research reagents
 - 5) Operating performance and financial position of the company for the fiscal year ended December 31, 2015:

Capital: 13,249 Thousand U.S. Dollars Net assets: (447) Thousand U.S. Dollars Total assets: 4,338 Thousand U.S. Dollars Net sales: 8,346 Thousand U.S. Dollars Operating income: 1,460 Thousand U.S. Dollars

(4) Time of the share acquisition January 17, 2017

- (5) Number of shares to be acquired, acquisition price and percentage of ownership after acquisition of shares
 - 1) Number of shares owned before acquisition: 0 shares
 - 2) Number of shares to be acquired: common stock: 23,006,790 shares (Number of voting rights: 23,006,790)
 - 3) Acquisition price of Rubicon's common stock: 75,000 Thousand U.S. Dollars
 - 4) Number of shares owned after acquisition of common stock: 23,006,790 shares

(Number of voting rights: 23,006,790, ownership ratio of voting rights: 100%)

(6) Fund procurement and payment methods

The acquisition will be fully funded with Takara Bio Group's own funds.