



MEMBERSHIP

June 25, 2024

To Whom It May Concern

Company Name: Sawai Group Holdings Co., Ltd.
Representative: Mitsuo Sawai
President and Representative
Director
(Securities Code: 4887 Prime Market of Tokyo Stock Exchange)
Contact: Yasushi Kora
General Manager
Corporate Communications
(Telephone Number: +81-6-6105-5823)

Notice Regarding Repurchase and Cancellation of Own Shares
(Repurchase of Own Shares Under the Provision of its Articles of Incorporation
Pursuant to Article 165, Paragraph 2 of the Companies Act, and Cancellation of
Repurchased Shares Pursuant to Article 178 of the Companies Act)

Sawai Group Holdings Co., Ltd. (hereinafter referred to as the “Company”) hereby announces that at the Board of Directors meeting held on June 25, 2024, the Company has resolved on matters relating to the repurchase of its own shares pursuant to Article 156 of the Companies Act of Japan, which is applied under the provision of Article 165, Paragraph 3 of the same act; and also resolved to cancel the repurchased shares pursuant to Article 178 of the Companies Act of Japan, as follows:

1. Reason for the Repurchase

The Company resolved on matters to relating to the repurchase to enable a flexible repurchase of its own shares, taking into account a range of factors, such as its share price and how its financial position has improved through the revision of its portfolio, as part of the measures to improve capital efficiency and enhance shareholder return, based on its cash flow allocation policy set forth in the Medium-term Business Plan “Beyond 2027.”

2. Outline of the Repurchase

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| (1) Type of shares to be repurchased: | Shares of common stock |
| (2) Total number of shares to be repurchased: | Up to 6,900,000 shares
(Equivalent to 15.8% of the number of shares issued (excluding treasury shares)) |
| (3) Total amount to be repurchased: | Up to 33,000 million yen |
| (4) Repurchase period: | From July 1, 2024 to March 31, 2025
(scheduled) |
| (5) Repurchase method: | Market purchases on the Tokyo Stock Exchange based on a discretionary dealing contract on the repurchase of own shares |

*As described in “Notice Regarding a Stock Split and a Partial Amendment of the Articles of Incorporation due to the Stock Split” dated May 13, 2024, at the Board of Directors meeting held on the same date, the Company resolved to proceed with a stock split and a partial amendment of the Articles of Incorporation in connection with the stock split. After the effective date of the stock split (October 1, 2024), the total number of shares to be repurchased, stated in (2) above, will increase to 20,700,000 shares (upper limit).

3. Outline of the Cancellation

- (1) Type of shares to be cancelled: Shares of common stock
- (2) Number of shares to be cancelled: All of the shares repurchased in accordance with 2 above
- (3) Scheduled cancellation date: April 30, 2025

*The number of shares to be cancelled will be informed after completion of the repurchase in accordance with 2 above.

(Reference) Treasury shares held as of May 31, 2024

Number of shares issued (excluding treasury shares): 43,802,973 shares

Number of treasury shares: 366 shares