#### ONO PHARMACEUTICAL CO., LTD.

President and Representative Director: Gyo Sagara Code No: 4528 at the 1st section of the Tokyo / Osaka Stock Exchange INQUIRIES: Yukio Tani, Director, Corporate Communications

### Partial Amendment of Articles of Incorporation

Ono Pharmaceutical Co., Ltd. resolved at the meeting of Board of Directors held today that partial amendment of its Articles of Incorporation is to be submitted for approval to the 65<sup>th</sup> Annual Shareholders Meeting to be held on June 26<sup>th</sup>, 2013.

#### 1. Reasons for the Amendment

(1) The amendment is intended to set a new provision that the company is able to execute contract with limited liability of External Board Members and External Corporate Auditors based on Article 427-1 of Corporation Law so that the company can develop environments to have talents expected to be External Board Members and External Corporate Auditors.

All Corporate Auditors have agreed to set up a new provision (new Article 22 in the Articles of Incorporation) to execute contract with limited liability of External Board Members.

(2) In connection with setting up such new Article 22, the article number in the Articles of Incorporation will be moved down as needed.

# 2. Contents of the Amendment (Amendments are underlined as below)

| Before the amendment                               | After the amendment   |
|--|---|
| Chapter 4: Member of the Board of                  | Chapter 4: Member of the Board of Directors   |
| Directors and Board Meeting                        | and Board Meeting   |
|  |   |
|  | Article 22 (Contract with limited liabilities of the  |
|  | external board member)  |
|  | The company can execute the contract with limited   |
|  | liabilities of the External Board Members that sets   |
|  | maximum limit of liabilities in damage in Article   |
|  | 423-1 of Companies Low to be minimum liability  |
|  | amount provided by law and regulations.   |
| Article <u>22</u> - <u>30</u> (Provisions omitted) | Article 23 - 31 (same as current)   |
| ,  |   |
| Chapter 5: Corporate Auditors and                  | Chapter 5: Corporate Auditors and Corporate   |
| Corporate Auditors Meeting                         | Auditors Meeting  |
|  |   |
|  | Article 32 (Contract with limited liabilities of the  |
|  | external corporate auditor)   |
|  | The company can execute the contract with limited   |
|  | liabilities of the External Corporate Auditors that   |
|  | sets maximum limit of liabilities in damage in Article 423-1 of Companies Low to be minimum liability |
|  | amount provided by law and regulations.   |
|  | amount provided by law and regulations.   |
| Article 31 - 38 (Provisions omitted)               | Article 33 - 40 (same as current)   |

## 3. Schedule

Annual Shareholders Meeting to change the Articles of Incorporation

June 26, 2013

Effective date of the amended Articles of Incorporation

June 26, 2013