Substitute Form PTO-1595 Attorney Docket No.: 14878-018001 and 018002

Client's Ref. No.: D1-702PCT-US

PATENTS ONLY

Commissioner for Patents: Please record the attached original docume	nt(s) or copy(ies).
Name of conveying party(les):	2. Name and address of receiving party(les):
Fujisawa Pharmaceutical Co., Ltd.	Astellas Pharma, Inc.
Additional name(s) attached? ☐ Yes 图 No	3-11, Nihonbashi-Honcho 2-chome
3. Nature of conveyance:	Chuo-ku, Tokyo 103-8411 Japan
☐ Assignment Merger ☐ Security Agreement ☐ Change of Name ☐ Other:. Execution Date: 10/24/05 (Commercial Register of	Additional names/addresses attached? ☐ Yes ☑ No
Astellas Pharma, Inc)	
4. Application number(s) or patent number(s):	
If this document is being filled with a new application, the execution	
A. Patent Application No(s).:	B: Patent No(s).:
	6,166,219
	6,352,985
	ttached? □ Yes 図 No
Name/address of party to whom correspondence concerning document should be mailed:	6. Total number of applications/patents involved: 1
JANIS K. FRASER, PH.D., J.D.	7. Total fee (37 CFR §3.41): \$80
Fish & Richardson P.C.	□ Enclosed
225 Franklin Street	Authorized to charge Deposit Account.
Boston, MA 02110	B. Deposit Account No.: 06-1050
	Please apply any additional charges, or any credits, to our Deposit Account No. 06-1050.
DO NOT US	THIS SPACE
9. Statement and Signature: To the best of my knowledge and any attached copy is a true copy of the original document	d belief, the foregoing information is true and correct and nt.
Timothy A. French Reg. No. 30,175 Name of Person Signing Signature	Jate 11 2006
То	tal number of pages including coversheet, attachments and document:21
	•

21290890.doc

CERTIFICATE OF TRANSMISSION BY FACSIMILE

I hereby certify that this correspondence is being transmitted by facsimile to the Patent and Trademark Office on the date indicated below.

4/11/6(Augu CUM1

Typed Name of Person Signing Certificate

PATENT

700257457

STATEMENT

Assistant Commissioner for Patents Alexandria, VA 22313-1450

Sir/Madam:

I, Katsunobu Ihara, of which postal address is ARK MORI BLDG, 13F, 12-32, Akasaka 1-chome, Minato-ku, Tokyo, Japan hereby state that:

I well understand the Japanese and English languages and attached is an accurate English translation made by me of the certified copy of the commercial register (Certificate of All the Records Registered) of Astellas Pharma Inc.

Date: Dec. 12, 2005 Name: 井原支款

Katsunobu IHARA

PATENT REEL: 017468 FRAME: 0326 Astellas Pharma Inc. Company number 0199-01-034966

3-11, Nihonbashi-Honcho 2-chome, Chuo-ku, Tokyo

Certificate of All the Records Registered

Trade name	Yamanouchi Pharmaceutical Co., Ltd.	
	Astellas Pharma Inc.	Changed April 1, 2005
	Asterias rhainia nic.	Registered April 1, 2005
Location of head office	3-11, Nihonbashi-Honcho 2-chome, Chuo-ku,	
		<u> </u>
Method of public notice	The statement is executed by publication in to in Tokyo.	
Matters necessary for	http://www.yamanouchi.com/jp/index.html	
obtaining information		
relating to the balance	http://www.astellas.com/jp	
sheet		Registered April 1, 2005
Date of incorporation	March 20, 1939	
Object	http://www.yamanouchi.com/jp/index.html Established March 25, 2003 Registered April 1, 2003 http://www.astellas.com/jp Changed April 1, 2005 Registered April 1, 2005	

PATENT

REEL: 017468 FRAME: 0327

*Deleted matters are underlined.

Company number 0199-01-034966 3-11, Nihonbashi-Honcho 2-chome, Chuo-ku, Tokyo

		puter puter software tion service business using computer	
Number of shares of one unit	1,000 shares		
	100 shares	Changed April 1, 2002 Registered April 2, 2002	
Total number of shares	800 million shares		
authorized to be issued	2 billion shares	D 14 A 11 1 2005	
		Registered April 1, 2005	
Total number of shares	Total number of issued shares	Changed April 30, 2001	
issued giving type of	361,152,522 shares	Registered May 9, 2001	
stock and number of	Total number of issued shares	Changed February 28, 2002	
shares of each type	361,203,052 shares	Registered March 11, 2002	
	Total number of issued shares	Changed April 30, 2002	
	361,203,604 shares	Registered May 10, 2002	
	Total number of issued shares	Changed May 31, 2002	
	361,214,262 shares	Registered June 12, 2002	
	Total number of issued shares	Changed December 30, 2002	
	361,216,470 shares	Registered January 14, 2003	
	Total number of issued shares	Changed April 30, 2004	
	361,22 <u>1,5</u> 23 shares	Registered May 13, 2004	
	Total number of issued shares	Changed October 31, 2004	
	361,549.971 shares	Registered November 10, 2004	
	Total number of issued shares	Changed January 31, 2005	
	361,954,215 shares	Registered February 8, 2005	
	Total number of issued shares		
	571,428,003 shares	Registered April 1, 2005	
	Total number of issued shares	Changed April 30, 2005	
	571,695,814 shares	Registered May 13, 2005	
	Total number of issued shares	Changed June 30, 2005	
	572,074,792 shares	Registered July 12, 2005	
	Total number of issued shares	Changed September 30, 2005	
	573,949,476 shares	Registered October 13, 2005	
Amount of capital	¥99,694,563,841	Changed April 30, 2001	
Amount of capital	277,02 100000	Registered May 9, 2001	
	¥99 <u>.744.5</u> 63 <u>.841</u>	Changed February 28, 2002	
	#77 <u>,144,300,04</u> 1	Registered March 11, 2002	
	¥99,745,563,513	Changed April 30, 2002	
	<u> </u>	Registered May 10, 2002	
	V00 756 562 195	Changed May 31, 2002	
	¥99.756,563,185	Registered June 12, 2002	
1		Changed December 30, 2002	
	¥99,760,561,873	Registered January 14, 2003	

PATENT

Company number 0199-01-034966 3-11, Nihonbashi-Honcho 2-chome, Chuo-ku, Tokyo

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REEL: 017468 FRAME: 0329 *Deleted matters are underlined.

File number Su 001167

Company number 0199-01-034966 3-11, Nihonbashi-Honcho 2-chome, Chuo-ku, Tokyo

- -	Director Hiroshi Suzuki	Reappointed June 29, 2000
		Registered July 12, 2000
		Retired June 27, 2002
		Registered July 10, 2002
-	Director Youzou Noura	Reappointed June 29, 2000
	Director Touzout Noura	Registered July 12, 2000
		Retired June 27, 2002
ļ		Registered July 10, 2002
	Director Maşakatsu Inoue	Reappointed June 29, 2000
	<u>Director</u> <u>Maşakatsu İnoue</u>	Registered July 12, 2000
		Retired June 27, 2002
		Registered July 10, 2002
	West Communication of the Comm	Reappointed June 29, 2000
	<u>Director</u> <u>Toshinari Tamura</u>	
		Registered July 12, 2000
	<u>Director</u> <u>Toshinari Tamura</u>	Reappointed June 27, 2002
		Registered July 10, 2002
	<u>Director</u> <u>Toshinari Tamura</u>	Reappointed June 24, 2004
		Registered July 7, 2004
		Resigned March 31, 2005
		Registered April 1, 2005
	Director Kunihide Ichikawa	Reappointed June 29, 2000
		Registered July 12, 2000
	Director Kunihide Ichikawa	Reappointed June 27, 2002
	<u> </u>	Registered July 10, 2002
	Director Kunihide Ichikawa	Reappointed June 24, 2004
		Registered July 7, 2004
		Resigned March 31, 2005
		Registered April 1, 2005
	Director Shigekazu Takahashi	Reappointed June 28, 2001
	<u> </u>	Registered July 10, 2001
	Director Shigekazu Takahashi	Reappointed June 27, 2003
	Different Singan	Registered July 11, 2003
		Resigned June 24, 2004
		Registered July 7, 2004
	Director Kazuvoshi Hatanaka	Appointed June 29, 2000
	THEORIE INTERVENIENCE	Registered July 12, 2000
	Director Kazuyoshi Hatanaka	Reappointed June 27, 2002
	<u>Director</u> <u>Kazuyoshi Hatanaka</u>	Registered July 10, 2002
		Retired June 24, 2004
	1	Registered July 7, 2004
	To the Late of the	Appointed June 29, 2000
	<u>Director</u> <u>Yasuo Ishii</u>	Registered July 12, 2000
		Reappointed June 27, 2002
	<u>Director</u> <u>Yasuo Ishii</u>	
		Registered July 10, 2002
		Retired June 24, 2004
		Registered July 7, 2004
	<u>Director</u> <u>Toshio Saba</u>	Appointed June 28, 2001
		Registered July 10, 2001
	Director Toshio Saba	Reappointed June 27, 2003
		Registered July 11, 2003

PATENT

Company number 0199-01-034966

3-11, Nihonbashi-Honcho 2-chome, Chuo-ku, Tokyo

 	Resigned June 24, 2004
	Registered July 7, 2004
Director Isao Kishi	Appointed June 28, 2001
Director Isao Kishi	Registered July 10, 2001
Director Isao Kishi	Reappointed June 27, 2003
Director Isao Kisto	Registered July 11, 2003
	Resigned June 24, 2004
	Registered July 7, 2004
TT 1 TY' - '	
<u>Director</u> <u>Hiroaki Hiraiwa</u>	Appointed June 28, 2001
41	Registered July 10, 2001
<u>Director</u> <u>Hiroaki Hiraiwa</u>	Reappointed June 27, 2003
	Registered July 11, 2003
	Resigned June 24, 2004
	Registered July 7, 2004
<u>Director</u> <u>Isao Yanagisawa</u>	Appointed June 28, 2001
	Registered July 10, 2001
Director Isao Yanagisawa	Reappointed June 27, 2003
	Registered July 11, 2003
<u>Director</u> <u>Isao Yanagisawa</u>	Family name of Isao Yanagisawa
	Modified March 19, 2004
	Resigned June 24, 2004
	Registered July 7, 2004
Director Shinji Usuda	Appointed June 27, 2002
	Registered July 10, 2002
	Retired June 24, 2004
	Registered July 7, 2004
Director Ikuya Sugisaki	Appointed June 27, 2002
	Registered July 10, 2002
	Retired June 24, 2004
	Registered July 7, 2004
Director Hajime Nakajima	Appointed June 27, 2002
	Registered July 10, 2002
	Retired June 24, 2004
	Registered July 7, 2004
Director Iwaki Miyazaki	Appointed June 27, 2003
<u> </u>	Registered July 11, 2003
	Resigned June 24, 2004
	Registered July 7, 2004
Director Kouji Yoshinaga	Appointed June 27, 2003
Director receipt 1000minge	Registered July 11, 2003
	Resigned June 24, 2004
	Registered July 7, 2004
Dimeter Todas Hesegowa	Appointed June 27, 2003
<u>Director</u> <u>Tadao Hasegawa</u>	Registered July 11, 2003
	Resigned June 24, 2004
	Registered July 7, 2004
Di Maria Matana	Appointed June 24, 2004
Director Makoto Matsuo	
(is an outside director)	Registered July 7, 2004
	Resigned March 31, 2005
	Registered April 1, 2005

PATENT

Company number 0199-01-034966

3-11, Nihonbashi-Honcho 2-chome, Chuo-ku, Tokyo

Director Hatsuo Aoki	Appointed April 1, 2005
Director Hatsuo Aoki	Registered April 1, 2005
Director Toichi Takenaka	Appointed April 1, 2005
Director Tolcin rakenaka	Registered April 1, 2005
Dîrector Toshinari Tamura	Appointed April 1, 2005
Director Toshinari Yantara	Registered April 1, 2005
Director Masafumi Nogimori	Appointed April 1, 2005
Director Masaranii Mogintori	Registered April 1, 2005
Director Kunihide Ichikawa	Appointed April 1, 2005
	Registered April 1, 2005
	Resigned June 24, 2005
	Registered June 29, 2005
Director Koichi Sejima	Appointed April 1, 2005
j	Registered April 1, 2005
Director Akiro Kojima	Appointed April 1, 2005
(is an outside director)	Registered April 1, 2005
Director Makoto Matsuo	Appointed April 1, 2005
(is an outside director)	Registered April 1, 2005
Director Toshio Saba	Appointed June 24, 2005
	Registered June 29, 2005
Director Takashi Yamane	Appointed June 24, 2005
(is an outside director)	Registered June 29, 2005
Representative Director Masayoshi Onoda 931-35, Nonoshita 3-chome,	Reappointed June 28, 2001
Nagareyama-shi, Chiba	Registered July 10, 2001
	Resigned June 27, 2002
	Registered July 10, 2002
Representative Director Toichi Takenaka 505-56, Matsugaoka 4-chome.	Reappointed June 28, 2001
Nagareyama-chi, Chiba	Registered July 10, 2001
Representative Director Toichi Takenaka 34-1-1405, Shiba 3-chome, Minato-ku,	Changed address March 10, 2003
Tokyo	Registered March 17, 2003
Representative Director Toichi Takenaka 34-1-1405, Shiba 3-chome, Minato-ku.	Reappointed June 27, 2003
Tokyo	Registered July 11, 2003
	Retired March 31, 2005
	Remember 51, 2005
	Registered April 1, 2005
Representative Director Hidehiko Ueda 3-2-1202, Nihonbashi Hamacho 2-chome.	
Representative Director Hidehiko Ueda 3-2-1202, Nihonbashi Hamacho 2-chome, Chuo-ku, Tokyo	Registered April 1, 2005
3-2-1202, Nihonbashi Hamacho 2-chome,	Registered April 1, 2005 Appointed June 27, 2003 Registered July 11, 2003 Retired June 24, 2004
3-2-1202, Nihonbashi Hamacho 2-chome, Chuo-ku, Tokyo	Registered April 1, 2005 Appointed June 27, 2003 Registered July 11, 2003
3-2-1202, Nihonbashi Hamacho 2-chome, Chuo-ku. Tokyo Representative Director Toshinari Tamura	Registered April 1, 2005 Appointed June 27, 2003 Registered July 11, 2003 Retired June 24, 2004
3-2-1202, Nihonbashi Hamacho 2-chome, Chuo-ku, Tokyo	Registered April 1, 2005 Appointed June 27, 2003 Registered July 11, 2003 Retired June 24, 2004 Registered July 7, 2004
3-2-1202, Nihonbashi Hamacho 2-chome, Chuo-ku, Tokyo Representative Director Toshinari Tamura 21-10, Midoricho 1-chome, Hasuda-shi,	Registered April 1, 2005 Appointed June 27, 2003 Registered July 11, 2003 Retired June 24, 2004 Registered July 7, 2004 Appointed October 1, 2004

PATENT

Company number 0199-01-034966 3-11, Nihonbashi-Honcho 2-chome, Chuo-ku, Tokyo

Representative Director Hatsuo Aoki	Appointed April 1, 2005
13-3, Hata 4-chome, Ikeda-shi, Osaka	Registered April 1, 2005
Representative Director Toichi Takenaka	Appointed April 1, 2005
34-1-1405, Shiba 3-chome, Minato-ku, Tokyo	Registered April 1, 2005
Representative Director Toshinari Tamura	Appointed April 1, 2005
21-10, Midoricho 1-chome, Hasuda-shi, Saitama	Registered April 1, 2005
Representative Director Masafumi Nogimori	Appointed April 1, 2005
65-2, Makamicho 6-chome, Takatsuki-shi, Osaka	Registered April 1, 2005
Auditor Hiroyuki Himaki	Appointed June 29, 2000
	Registered July 12, 2000
	Retired June 27, 2003
	Registered July 11, 2003
Auditor Norio Sasaki	Appointed June 29, 2000
	Registered July 12, 2000
Auditor Norio Sasaki	Reappointed June 27, 2003
	Registered July 11, 2003
	Retired March 31, 2005
	Registered April 1, 2005
Auditor Shirou Tachikawa	Appointed June 29, 2000
	Registered July 12, 2000
	Retired June 27, 2003
1	Registered July 11, 2003
Auditor Toyomichi Ohtani	Appointed June 28, 2001
<u> </u>	Registered July 10, 2001
Auditor Toyomichi Ohtani	Reappointed June 24, 2004
Auditor 10 yourself 5 mm.	Registered July 7, 2004
	Resigned March 31, 2005
	Registered April 1, 2005
Auditor Hideo Yamada	Appointed June 28, 2001
Additor Thoog Famous	Registered July 10, 2001
Auditor Hideo Yamada	Reappointed June 24, 2004
Auditor Fideo famada	Registered July 7, 2004
Auditor Kenichirou Saitou	Appointed June 27, 2003
Auditor Kenichirou Saitou	Registered July 11, 2003
A Maria Mataya	Appointed June 27, 2003
Auditor Makoto Matsuo	Registered July 11, 2003
	Resigned June 24, 2004
	Registered July 7, 2004
	Appointed April 1, 2005
Auditor Masaya Ishii	Registered April 1, 2005
Auditor Kanji Kobayashi	Appointed April 1, 2005
	Registered April 1, 2005

PATENT

Company number 0199-01-034966
3-11, Nihonbashi-Honcho 2-chome, Chuo-ku, Tokyo

Branch office	1 4-7, Nihonbashi-Honcho 2-chome, Chuo-ku,	
	Tokyo 5-7, Nihonbashi-Honcho 2-chome, Chuo-ku,	
	Tokyo	Moved September 28, 2002
	Claus la	Registered October 4, 2002
	5-9, Nihonbashi-Honcho 1-chome, Chuo-ku, Tokyo	Moved January 24, 2005
		Registered February 1, 2005
	2 7-12, Kitahama 3-chome, Chuo-ku, Osaka	
	6-5, Kawaramachi 3-chome, Chuo-ku,	Moved May 19, 2003
	Osaka	Registered May 21, 2003
	3 9-1, Oodori-nishi 5-chome, Chuo-ku, Sapporo, Hokkaido	
	4 10-21, Sakae 1-chome, Naka-ku, Nagoya	
	1-36, Marunouchi 2-chome, Naka-ku,	Moved April 1, 2005
	Nagoya	Registered April 1, 2005
	5 2-25, Oomachi 2-chome, Aoba-ku, Sendai, Miyagi	
	6 18-25, Hakataeki-higashi 1-chome, Hakata-ku, Fukuoka	
	2-1, Shimokawabata, Hakata-ku, Fukuoka	Moved April 1, 2005
		Registered April 1, 2005
	7 5-6, Nihonbashi-Honcho 2-chome, Chuo-ku, Tokyo	
	5-9, Nihonbashi-Honcho 1-chome, Chuo-ku,	Moved January 31, 2005
	<u>Tokyo</u>	Registered February 1, 2005
	24-8, Higashiueno 5-chome, Taito-ku, Tokyo	Moved April 1, 2005
	, ,	Registered April 1, 2005
	8 4-8. Kotobukicho 1-chome, Takamatsu-shi, Kagawa	Registered April 1, 2005
	8 4-8. Kotobukicho 1-chome, Takamatsu-shi,	Registered April 1, 2005 Moved March 22, 2004
	8 4-8. Kotobukicho 1-chome, Takamatsu-shi, Kagawa	
	8 4-8. Kotobukicho 1-chome, Takamatsu-shi, Kagawa 2-1, Sunport, Takamatsu-shi, Kagawa 9 7-2, Otemachi 3-chome, Naka-ku,	Moved March 22, 2004
	8 4-8. Kotobukicho 1-chome, Takamatsu-shi, Kagawa 2-1, Sunport, Takamatsu-shi, Kagawa	Moved March 22, 2004

PATENT

Company number 0199-01-034966

3-11, Nihonbashi-Honcho 2-chome, Chuo-ku, Tokyo

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	onglu 3-duan, Taibei	
		Abolished October 31, 2004
		Registered November 1, 2004
11 84-2. Ohtamach Yokohama	ii 6-chome, Naka-ku,	
	ai 2-chome, Nishi-ku,	Moved February 25 2003
Yokohama		Registered March 4, 2003
	ho, Nijo-sagaru, Nakagyo-ku, Kyoto	
13 <u>5-6, Nihonbash</u> <u>Tokyo</u>	i-Honcho 2-chome, Chuo-ku,	
5-9, Nihonbash	i-Honcho 1-chome, Chuo-ku,	Moved January 31, 2005
<u>Tokyo</u>		Registered February 1, 2005
	o 1-chome, Omiya-ku,	Moved April 1, 2005
Saitama		Registered April 1, 2005
15		Established April 1, 2005
2-25, Oomachi Miyagi	2-25, Oomachi 2-chome, Aoba-ku, Sendai, Miyagi	Registered April 1, 2005
16		Established April 1, 2005
24-8, Higashiue	eno 5-chome, Taito-ku, Tokyo	Registered April 1, 2005
17		Established April 1, 2005
6, Nakase 2-che	6, Nakase 2-chome, Mihama-ku, Chiba	Registered April 1, 2005
18		Established April 1, 2005
5-9, Nihonbash Tokyo	i-Honcho 1-chome, Chuo-ku,	Registered April 1, 2005
19		Established April 1, 2005
1-36, Marunou Nagoya	1-36, Marunouchi 2-chome, Naka-ku, Nagova	Registered April 1, 2005
20		Established April 1, 2005
5-2, Hon-mach Ishikawa	i 1-chome, Kanazawa-shi,	Registered April 1, 2005
21		Established April 1, 2005
6-5, Kawarama Osaka	chi 3-chome, Chuo-ku,	Registered April 1, 2005
22		Established April 1, 2005
1-7, Isobedori 3	3-chome, Chuo-ku, Kobe	Registered April 1, 2005
23		Established April 1, 2005
1-3, Shimo-ishi	ii 1-chome, Okayama	Registered April 1, 2005
24		Established April 1, 2005
2-1, Shimokaw	abata, Hakata-ku, Fukuoka	Registered April 1, 2005

PATENT

Company number 0199-01-034966

3-11, Nihonbashi-Honcho 2-chome, Chuo-ku, Tokyo

Equity warrant

First equity warrant

Number of equity warrants:

<u>1410</u> <u>1365</u>

Changed July 31, 2005, and registered August 4, 2005

<u> 1285</u>

Changed August 31, 2005, and registered September 7, 2005

1165

Changed September 30, 2005, and registered October 13, 2005

Type and number of shares for equity warrants

Common shares of the Company: 141,000 shares

The number of shares of stock for one equity warrant (hereinafter referred to as the "number of granted shares") shall be 100 shares.

In the event of a stock split or reverse stock split involving the common shares of stock of the Company, the number of granted shares shall be adjusted based on the following formula. Any fractional number of shares less than one share that will arise as a result of the adjustment shall be discarded.

Number of granted shares after adjustment = number of granted shares before adjustment x ratio of stock split or reverse stock split

When there is an unavoidable reason requiring the adjustment of the number of granted shares such as capital decrease, merger or company spin-off of the Company, the number of granted shares shall be reasonably adjusted in consideration of the conditions of capital decrease, merger or company spin-off, etc.

Common shares of the Company: 136,500 shares

The number of shares of stock for one equity warrant (hereinafter referred to as the "number of granted shares") shall be 100 shares.

In the event of a stock split or reverse stock split involving the common shares of stock of the Company, the number of granted shares shall be adjusted based on the following formula. Any fractional number of shares less than one share that will arise as a result of the adjustment shall be discarded.

Number of granted shares after adjustment = number of granted shares before adjustment x ratio of stock split or reverse stock split

When there is an unavoidable reason requiring the adjustment of the number of granted shares such as capital decrease, merger or company spin-off of the Company, the number of granted shares shall be reasonably adjusted in consideration of the conditions of capital decrease, merger or company spin-off, etc.

Changed July 31, 2005, and registered August 4, 2005

Common shares of the Company: 128,500 shares

The number of shares of stock for one equity warrant (hereinafter referred to as the "number of granted shares") shall be 100 shares.

In the event of a stock split or reverse stock split involving the common shares of stock of the Company, the number of granted shares shall be adjusted based on the following formula. Any fractional number of shares less than one share that will arise as a result of the adjustment shall be discarded.

Number of granted shares after adjustment = number of granted shares before adjustment x ratio of stock split or reverse stock split

When there is an unavoidable reason requiring the adjustment of the number of granted shares such as capital decrease, merger or company spin-off of the Company, the number of granted shares shall be reasonably adjusted in consideration of the conditions of capital decrease, merger or company spin-off, etc.

Changed August 31, 2005, and registered September 7, 2005

PATENT

*Deleted matters are underlined.

Ella number Su 001167

Company number 0199-01-034966

3-11, Nihonbashi-Honcho 2-chome, Chuo-ku, Tokyo

Common shares of the Company: 116,500 shares

The number of shares of stock for one equity warrant (hereinafter referred to as the "number of granted shares") shall be 100 shares.

In the event of a stock split or reverse stock split involving the common shares of stock of the Company, the number of granted shares shall be adjusted based on the following formula. Any fractional number of shares less than one share that will arise as a result of the adjustment shall be discarded.

Number of granted shares after adjustment = number of granted shares before adjustment x ratio of stock split or reverse stock split

When there is an unavoidable reason requiring the adjustment of the number of granted shares such as capital decrease, merger or company spin-off of the Company, the number of granted shares shall be reasonably adjusted in consideration of the conditions of capital decrease, merger or company spin-off, etc.

Changed September 30, 2005, and registered October 13, 2005

Issue price of one equity warrant

Amount of money to be paid at the time of the exercise of each equity

The amount of money to be paid at the time of the exercise of each equity warrant shall be the amount obtained by multiplying the number of granted shares by the amount of money to be paid for one share to be issued or transferred through the exercise of each equity warrant (hereinafter referred to as the "exercise price").

The exercise price shall be the average of the closing prices (hereinafter referred to as the "closing price") of ordinary transactions of the Company's common shares at the Tokyo Stock Exchange for the days (excluding days when no transactions were carried out) of the month preceding the month that includes the date of issue of equity warrants (hereinafter referred to as the "issuing date"). Any fractional number of less than one yen shall be rounded up to one yen. However, if the exercise price is lower than the closing price on the issuing date (if there was no closing price on the issuing date, it shall be the closing price on the immediately preceding date), the said closing price shall become the exercise price.

When the Company issues new common shares or disposes of treasury stock at a price lower than market price (with the exception of the exercise of equity warrants and the conversion of convertible bonds based on the Commercial Code before the enforcement of the Law for Partial Amendment of the Commercial Code, etc. (No. 128 law of 2001)), the exercise price shall be adjusted based on the following formula. Any fractional number of less than one yen arising from the adjustment shall be rounded up to one yen.

Exercise price after adjustment = exercise price before adjustment x (number of already issued shares + number of newly issued shares x amount of payment per share / market price) / (number of already issued shares + number of newly issued shares)

The "number of already issued shares" used for the above formula shall be the number of shares obtained by deducting the number of treasury stock held by the Company from the number of outstanding shares of the Company. When treasury stock is disposed of, the "number of newly issued shares" shall be read as the "number of disposed treasury shares." In the event of a stock split or reverse stock split of the common shares of the Company on or after the issuing date, the exercise price shall be adjusted proportionately based on the ratio of the stock split or reverse

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Astellas Pharma Inc.

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stock split. Any fractional number of less than one yen arising from the adjustment shall be rounded up to one yen.

When there is an unavoidable reason requiring the adjustment of the exercise price such as capital decrease, merger or company spin-off of the Company on and after the issuing date, the exercise price shall be reasonably adjusted in consideration of the conditions of capital decrease, merger or company spin-off, etc.

Period for the exercise of equity warrants:

From July 1, 2005 to June 27, 2013

Conditions for the exercise of equity warrants (excluding the amount of payment and period for exercise):

The partial exercise of each equity warrant shall not be allowed.

Reasons for the Company's cancellation of equity warrants and conditions for cancellation:

- (i) When a proposal for the approval of a merger agreement under which the Company will not be the surviving company is approved at the general shareholders meeting of the Company, or a proposal for the approval of a stock exchange agreement or stock transfer based on which the Company will become a wholly-owned subsidiary is approved at the general shareholders meeting of the Company, the Company may cancel the equity warrants without consideration.
- (ii) The Company may cancel without consideration equity warrants acquired and held by the Company which were not yet exercised.

Registered July 11, 2003

Second equity warrant

Number of equity warrants:

1470

Type and number of shares for equity warrants

Common shares of the Company: 147,000 shares

The number of shares of stock for one equity warrant (hereinafter referred to as the "number of granted shares") shall be 100 shares.

In the event of a stock split or reverse stock split involving the common shares of stock of the Company, the number of granted shares shall be adjusted based on the following formula. Any fractional number of shares less than one share that will arise as a result of the adjustment shall be discarded.

Number of granted shares after adjustment = number of granted shares before adjustment x ratio of stock split or reverse stock split

When there is an unavoidable reason requiring the adjustment of the number of granted shares such as capital decrease, merger or company spin-off of the Company, the number of granted shares shall be reasonably adjusted in consideration of the conditions of capital decrease, merger or company spin-off, etc.

Issue price of one equity warrant

Free

Amount of money to be paid at the time of the exercise of each equity warrant

The amount of money to be paid at the time of the exercise of each equity warrant shall be the amount obtained by multiplying the number of granted shares by the amount of money to be paid for one share to be issued or transferred through the exercise of each equity warrant (hereinafter referred to as the "exercise price").

The exercise price shall be the average of the closing prices (hereinafter referred to as the "closing price") of ordinary transactions of the Company's common shares at the Tokyo Stock Exchange for the days

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(excluding days when no transactions were carried out) of the month preceding the month that includes the date of issue of equity warrants (hereinafter referred to as the "issuing date"). Any fractional number of less than one yen shall be rounded up to one yen. However, if the exercise price is lower than the closing price on the issuing date (if there was no closing price on the issuing date, it shall be the closing price on the immediately preceding date), the said closing price shall become the exercise price.

When the Company issues new common shares or disposes of common treasury stock at a price lower than the market price on or after the issuing date (with the exception of the exercise of equity warrants, the conversion of convertible bonds based on the Commercial Code before the enforcement of the Law for Partial Amendment of the Commercial Code, etc. (No. 128 law of 2001) and the transfer of treasury stock based on the provision of Article 221-2 (request for sale of shares that are less than the number of shares in one stock trade unit) of the Commercial Code), the exercise price shall be adjusted based on the following formula. Any fractional number of less than one yen arising from the adjustment shall be rounded up to one yen.

Exercise price after adjustment = exercise price before adjustment x (number of already issued shares + number of newly issued shares x amount of payment per share / market price) / (number of already issued shares + number of newly issued shares)

The "number of already issued shares" used for the above formula shall be the number of shares obtained by deducting the number of treasury stock held by the Company from the number of outstanding shares of the Company. When treasury stock is disposed of, the "number of newly issued shares" shall be read as the "number of disposed treasury shares." In the event of a stock split or reverse stock split of the common shares of the Company on or after the issuing date, the exercise price shall be adjusted proportionately based on the ratio of the stock split or reverse stock split. Any fractional number of less than one yen arising from the adjustment shall be rounded up to one yen.

When there is an unavoidable reason requiring the adjustment of the exercise price such as capital decrease, merger or company spin-off of the Company on and after the issuing date, the exercise price shall be reasonably adjusted in consideration of the conditions of capital decrease, merger or company spin-off, etc.

Period for the exercise of equity warrants:

From July 1, 2006 to June 24, 2014

Conditions for the exercise of equity warrants (excluding the amount of payment and period for exercise):

The partial exercise of each equity warrant shall not be allowed.

Reasons for the Company's cancellation of equity warrants and conditions for cancellation:

- (i) When a proposal for the approval of a merger agreement under which the Company will not be the surviving company is approved at the general shareholders meeting of the Company, or a proposal for the approval of a stock exchange agreement or stock transfer based on which the Company will become a wholly-owned subsidiary is approved at the general shareholders meeting of the Company, the Company may cancel the equity warrants without consideration.
- (ii) The Company may cancel without consideration equity warrants acquired and held by the Company which were not yet exercised.

Registered July 7, 2004

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Company number 0199-01-034966

3-11, Nihonbashi-Honcho 2-chome, Chuo-ku, Tokyo

Equity warrants issued in August 2005

Number of equity warrants:

Type and number of shares for equity warrants

Common shares of the Company: 104,800 shares

The number of shares of stock for one equity warrant (hereinafter referred to as the "number of granted shares") shall be 100 shares.

In the event of a stock split or reverse stock split involving the common shares of stock of the Company, the number of granted shares shall be adjusted based on the following formula. Any fractional number of shares less than one share that will arise as a result of the adjustment shall be discarded.

Number of granted shares after adjustment = number of granted shares before adjustment x ratio of stock split or reverse stock split

When there is an unavoidable reason requiring the adjustment of the number of granted shares such as capital decrease, merger or company spin-off of the Company, the number of granted shares shall be reasonably adjusted in consideration of the conditions of capital decrease, merger or company spin-off, etc.

Issue price of one equity warrant

Free

Amount of money to be paid at the time of the exercise of each equity

The amount of money to be paid at the time of exercise of each equity warrant shall be calculated by multiplying one yen, namely the amount paid per share to be issued or transferred with the exercise of each equity warrant, by the number of shares granted.

Period for the exercise of equity warrants:

From September 1, 2005 to June 24, 2025

Conditions for the exercise of equity warrants (excluding the amount of payment and period for exercise):

- (i) A person who holds equity warrants may exercise them only for ten years from the day after the person has relinquished both positions as a director and an executive officer of the Company (hereinafter referred to as the "exercise commencement date").
- (ii) Notwithstanding the provision in (i) above, in the case of a) or b) described below, a person who holds equity warrants may exercise them only for the period set out in a) or b).
 - a) If the exercise commencement date of the person who holds equity warrants does not fall by June 24, 2024:

From June 25, 2024 to June 24, 2025

b) Irrespective of whether it takes place before or after the exercise commencement date, if a merger agreement in which the Company is not the surviving corporation or if a bill of a stock exchange contract or a stock transfer in which that the Company becomes a wholly-owned subsidiary is approved at a general meeting of shareholders of the Company:

For 15 days from the day after said date of approval

- (iii) The partial exercise of each equity warrant shall not be allowed. Reasons for the Company's cancellation of equity warrants and conditions for cancellation:
- (i) If a person who holds equity warrants is unable to exercise all or part of the equity warrants, the Company may retire them without compensation.
- (ii) The Company may cancel without consideration equity warrants acquired and held by the Company.

Registered September 7, 2005

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Company number 0199-01-034966

3-11, Nihonbashi-Honcho 2-chome, Chuo-ku, Tokyo

Convertible corporate bond

Third unsecured convertible corporate bond

Total amount of convertible bonds

¥14,921,000,000

¥14,915,000,000

Changed April 30, 2001, and registered May 9, 2001

<u>¥14.913,000,000</u>

Changed April 30, 2002, and registered May 10, 2002

¥14,911,000,000

Changed May 31, 2002, and registered June 12, 2002

¥14,903,000.000

Changed December 30, 2002, and registered January 14, 2003

Conditions for conversion:

The issue price per share of the shares (the "conversion price") issued through conversion shall be decided as shown in (1) below, and the number of shares to be issued through conversion shall be as shown below. However, conversion shall not be requested for part of the face value of these bonds and interest.

Number of shares = total of the face values of these bonds presented by each bond holder for the request of a conversion / conversion price

In this event, if any fractional number of shares less than one share is created, the amount of the face value of bonds equivalent to the fractional number of shares shall be redeemed at a rate of 100 yen for the face value of 100 yen.

(1) Conversion price: 4413 yen

(2) Adjustment of the conversion price

If the company issues new shares at a paid amount which is lower than market price after the issue of these bonds, the conversion price shall be adjusted based on the following formula.

Conversion price after adjustment = conversion price before adjustment x (number of already issued shares + number of newly issued shares x amount of payment per share / market price) / (number of already issued shares + number of newly issued shares)

The conversion price shall also be adjusted in the event of a stock dividend, free issue and stock split or reverse stock split. When, in the event of the issue of registered par value common shares of the company through conversion, the conversion price after adjustment is lower than the par value of the registered par value common shares of the company, the par value shall become the conversion price.

Details of shares to be issued through conversion:

Registered par value common shares of the company (par value per share: 50 yen)

However, if the company decides that shares to be issued through the conversion of these bonds should be registered non-par-value common shares, the shares shall be registered non-par-value common shares of the company.

Period for the request of conversion:

From September 1, 1987 to December 30, 2002

Amount of each convertible bond:

One million ven

Amount of payment for each convertible bond:

Full amount

These bonds may be converted into shares.

Expiration of the period for the request of conversion on December 30, 2002

Registered January 14, 2003

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REEL: 017468 FRAME: 0341

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*Deleted matters are underlined

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Yen-denominated convertible bond to mature in 2014
Total amount of convertible bonds:
¥18,880,000,000
¥18,680,000,000
Changed May 31, 1999, and registered June 14, 1999
<u>¥17,690,000,000</u>
Changed June 30, 1999, and registered July 12, 1999
¥11,230,000,000
Changed July 31, 1999, and registered August 10, 1999
¥10,540,000,000
Changed August 31, 1999, and registered September 13, 1999
¥9,650,000,000
Changed October 31, 1999, and registered November 12, 1999
¥9,440,000,000
Changed November 30, 1999, and registered December 13, 1999 ¥9,220,000,000
Changed December 31, 1999, and registered January 14, 2000 ¥9,180,000,000
Changed January 31, 2000, and registered February 14, 2000
¥8.390,000,000
Changed February 29, 2000, and registered March 14, 2000
¥8.150.000.000
Changed April 30, 2000, and registered May 12, 2000
¥8,140,000,000
Changed May 31, 2000, and registered June 13, 2000
¥7,510,000,000
Changed July 31, 2000, and registered August 8, 2000
¥7,290,000.000
Changed August 31, 2000, and registered September 11, 2000
¥6,640,000,000
Changed November 30, 2000, and registered December 8, 2000
¥6,610,000,000
Changed December 31, 2000, and registered January 12, 2001
¥6,600,000,000
Changed January 31, 2001, and registered February 8, 2001
¥6,500,000,000
Changed February 28, 2002, and registered March 11, 2002
\frac{\frac{\cupee 6.480,000,000}{\cupee 6.480,000,000}}{\text{Changed May 31, 2002, and registered June 12, 2002}}
¥6,470,000,000
Changed April 30, 2004, and registered May 13, 2004
¥5,820,000,000
Changed October 31, 2004, and registered November 10, 2004
¥5,020,000,000
Changed January 31, 2005, and registered February 8, 2005
¥4.490.000.000
Changed April 30, 2005 and registered May 13, 2005
¥3.740,000,000
Changed June 30, 2005, and registered July 12, 2005
¥30,000,000
Changed September 30, 2005, and registered October 13, 2005

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Conditions for conversion:

These bonds may be converted into par value common shares of the Company at a rate of one par value common share of the Company for the following conversion price, based on the face amount of these bonds:

However, any fractional number of shares less than one share created at the time of conversion shall be discarded, and no adjustment using cash shall be made.

- a. The initial conversion price shall be 1,979 yen per share.
- b. Revision of the conversion price

When an amount obtained by multiplying the average closing price for 30 consecutive business days starting from 45 consecutive business days in which there is a closing price of ordinary transactions of the Company's par value common shares on the Tokyo Stock Exchange before March 31, 1998, March 31, 2004 and March 31, 2009, respectively, (hereinafter respectively referred to as the "determination date") by 1.025 (any fraction of less than one yen shall be rounded up to one yen) is lower by one yen or more than the conversion price effective on each determination date, on and after April 22, 1998, April 22, 2004, and April 22, 2009 (hereinafter respectively referred to as the "effective date"), respectively, the conversion price shall be changed to each amount calculated as above (subject, however, to the adjustment set out in c. below, which took effect between the determination date and a date prior to the effective date). However, as a result of the adjustment, the conversion price shall not be lowered to less than 50% of the initial conversion price (however, if adjusted as set out in c. below, it shall be the amount after adjustment). If the adjusted conversion price is less than 50% of the initial conversion price, the conversion price shall be the amount obtained by rounding up less than one yen of an amount equivalent to 50% of the conversion price to one yen.

c. Adjustment of conversion price

Where the Company issues new common shares at an amount for payment that is lower than the market price of the common shares of the Company after the issue of these bonds, the conversion price shall be adjusted based on the following formula:

Conversion price after adjustment = conversion price before adjustment x (number of already issued shares + number of newly issued shares x amount of payment per share / market price) / (number of already issued shares + number of newly issued shares)

The conversion price shall be adjusted appropriately in the event of a stock split, reverse stock split, issue of convertible bonds or bonds with warrants at the initial conversion price, a warrant exercise price that is lower than the market price of the common shares of the Company, or in other certain cases; provided, however, that the conversion price shall not be lower than the par value of the common shares of the Company.

Details of shares to be issued through conversion:

Par value common shares of the Company (current par value per share: 50 yen)

Period for request of conversion:

From May 9, 1994 to close of business on March 24, 2014 (based on the time of a place where conversion is requested)

Amount of each convertible bond:

Ten million yen

PATENT REEL: 017468 FRAME: 0343

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	Amount of payment for each convertible bond: Full amount These bonds may be converted into shares.
Company spin-off	Spinning-off into Zepharma Inc. at 7-1, Nihonbashi-Honcho 2-chome, Chuo-ku Tokyo on October 1, 2004
	Registered October 1, 2004
	Spinning-off into Astellas Tokai Co., Ltd. at 2-154-13, Obuke, Nishine-cho, Iwate-gun, Iwate on April 1, 2005
	Registered April 13, 2005
Merger	Merged Fujisawa Pharmaceutical Co., Ltd at 4-7, Doshomachi 3-chome, Chuo-ku Osaka
	Registered April 1, 2005
Matters concerning the registered record	Based on the provision of Paragraph 3 of the supplementary regulation of the 1989 Ministerial Ordinance No. 15 of the Ministry of Justice Transfered May 20, 1999

This is to certify that the above are all the matters that are recorded on the register that are not sealed.

October 24, 2005 Tokyo Legal Affairs Bureau Motoyuki Ohba Registrar

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