

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	10/01/2008
CONVEYING PARTY DATA	
Name	Execution Date
KYOWA HAKKO KOGYO CO., LTD.	10/01/2009
RECEIVING PARTY DATA	
Name:	KYOWA HAKKO KIRIN CO., LTD.
Street Address:	1-6-1, OHTEMACHI
City:	CHIYODA-KU, TOKYO
State/Country:	JAPAN
PROPERTY NUMBERS Total: 1	
Property Type	Number
Patent Number:	6815191
CORRESPONDENCE DATA	
Fax Number:	(202)672-5399
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	2026725300
Email:	BBEAVERS@FOLEY.COM
Correspondent Name:	STEPHEN A. BENT
Address Line 1:	FOLEY & LARDNER LLP
Address Line 2:	3000 K ST NW SUITE 500
Address Line 4:	WASHINGTON, DISTRICT OF COLUMBIA 20007
ATTORNEY DOCKET NUMBER:	081356-0154
NAME OF SUBMITTER:	STEPHEN A. BENT
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CERTIFICATE OF ALL REGISTERED ITEMS

Corporate Name	<u>Kyowa Hakko Kogyo Co., Ltd.</u>	
	Kyowa Hakko Kirin Co., Ltd.	October 1, 2008 changed October 1, 2008 registered
Head Office	1-6-1, Ohtemachi, Chiyoda-ku, Tokyo	
Method of Public Notice	<u>Its public notice is to be made in the Nihon Keizai Shimbun published in Tokyo.</u>	
	Its public notice is to be made in an electronic manner. http://ir.kyowa.co.jp When it can not do it electronically due to unavoidable events such as accidents, etc., it is to be made in the Nihon Keizai Shimbun.	June 28, 2006 changed July 6, 2006 registered
Matters required to receive the information relating to the balance sheet	http://www.kyowa.co.jp/	May 15, 2002 provided
		May 24, 2002 registered
		May 1, 2006 abolished July 6, 2006 registered
Date of incorporation of the Company	July 1, 1949	
Purposes	<ol style="list-style-type: none"> 1. Manufacture, import and export, and purchase and sale of petrochemicals such as solvents and plasticizers, fertilizers and other chemical engineering products; 2. Manufacture, import and export, and purchase and sale of pharmaceutical products; 3. Manufacture, import and export, and purchase and sale of alcoholic liquors and other beverages, and spirits; 4. Mining, manufacture, processing, import and export, and purchase and sale of petroleum, natural gas, other minerals and by-products; 5. Manufacture, import and export, and purchase and sale of confectionery, bread and materials for manufacturing confectionery and bread; 6. Manufacture, import and export, purchase and sale of seasonings, such as monosodium glutamate, food additives, salt, <i>miso</i> (bean paste), soy sauce and vinegar, and other foods; 7. Cold storage, refrigeration and ice making, and sale of cold-storage, frozen and ice products; 8. Manufacture, import and export, and purchase and sale of feed and feed additives; 9. Manufacture, import and export, and purchase and sale of agrochemicals and pharmaceutical products for animals; 	

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	<p>10. Manufacture, import and export, and purchase and sale of non-pharmaceutical products, reagents and cosmetics;</p> <p>11. Manufacture, import and export, and purchase and sale of medical and health apparatuses, medical instruments, cooking utensils, food testers and the materials thereof;</p> <p>12. Production, import and export, and purchase and sale of agricultural, livestock and marine products;</p> <p>13. Warehousing, transportation and forwarding agency;</p> <p>14. Operation of medical, health, recreation and eating facilities, and accommodations;</p> <p>15. Creation of land, construction of buildings, and purchase and sale, lease and management of immovables;</p> <p>16. Design, manufacture, installation, import and export, and purchase and sale of machinery related to any of the preceding items, and assistance, import and export, and purchase and sale of the technology thereof;</p> <p>17. Loan to the subsidiaries and affiliates; and</p> <p>18. Any business incidental and related to any of the preceding items.</p>	
	June 29, 2004 changed; July 8, 2004 registered	
Number of Shares for One Unit	1,000 shares	
Total Number of Shares Authorized to be Issued	987,900,000 shares	
Total Number of Issued Shares and their Respective Types and Numbers	Total number of issued shares: <u>434,243,555 shares</u>	
	Total number of issued shares: <u>399,243,555 shares</u>	March 6, 2007 changed March 9, 2007 registered
	Total number of issued shares: 576,483,555 shares	April 1, 2008 changed April 9, 2008 registered
Issue of Certificates of Shares	The Company shall issue certificates of shares.	
	May 1, 2006 registered in accordance with the Japanese Law No. 87, Article 136 of 2005	
Amount of Capital	¥26,745,009,878-	
Names and Addresses of Transfer Agents, and Their Offices	<p>Chuo-Mitsui Trust Bank 3-33-1, Shiba, Minato-ku, Tokyo Chuo-Mitsui Trust Bank, Head Office 3-33-1, Shiba, Minato-ku, Tokyo</p>	
	December 4, 2000 changed; December 4, 2000 registered	

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Matters Relating to Directors and Officers	<u>Director: Tadashi Hirata</u>	June 29, 2004 reappointed
		July 8, 2004 registered
		June 28, 2005 resigned
		July 5, 2005 registered
	<u>Director: Toru Doiuchi</u>	June 27, 2003 reappointed
		July 4, 2003 registered
		June 28, 2005 retired
		July 5, 2005 registered
	<u>Director: Yoshito Imai</u>	June 27, 2003 reappointed
		July 4, 2003 registered
	<u>Director: Yoshito Imai</u>	June 28, 2005 reappointed
		July 5, 2005 registered
	<u>Director: Yoshito Imai</u>	June 28, 2006 reappointed
		July 6, 2006 registered
	<u>Director: Yoshito Imai</u>	June 20, 2007 reappointed
		July 2, 2007 registered
		June 24, 2008 retired
		July 2, 2008 registered
	<u>Director: Sadao Teshiba</u>	June 27, 2003 reappointed
		July 4, 2003 registered
		June 28, 2005 retired
		July 5, 2005 registered
	<u>Director: Tomonori Yuji</u>	June 27, 2003 reappointed
		July 4, 2003 registered
	<u>Director: Tomonori Yuji</u>	June 28, 2005 reappointed
		July 5, 2005 registered
	<u>Director: Tomonori Yuji</u>	June 28, 2006 reappointed
		July 6, 2006 registered
	<u>Director: Tomonori Yuji</u>	June 20, 2007 reappointed
		July 2, 2007 registered
	Director: Tomonori Yuji	June 24, 2008 reappointed
		July 2, 2008 registered
	<u>Director: Yuzuru Matsuda</u>	June 29, 2004 reappointed
		July 8, 2004 registered
	<u>Director: Yuzuru Matsuda</u>	June 28, 2006 reappointed
		July 6, 2006 registered
	<u>Director: Yuzuru Matsuda</u>	June 20, 2007 reappointed
		July 2, 2007 registered

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Director: <u>Yuzuru Matsuda</u>	June 24, 2008 reappointed
	July 2, 2008 registered
Director: <u>Kazuhiko Yamanoe</u>	June 27, 2003 appointed
	July 4, 2003 registered
	June 28, 2005 reappointed
	July 5, 2005 registered
	June 28, 2006 reappointed
	July 6, 2006 registered
Director: <u>Kazuhiko Yamanoe</u>	June 20, 2007 reappointed
	July 2, 2007 registered
	June 24, 2008 reappointed
	July 2, 2008 registered
	June 27, 2003 appointed
	July 4, 2003 registered
Director: <u>Nobuo Kanda</u>	June 28, 2005 reappointed
	July 5, 2005 registered
	June 28, 2006 reappointed
	July 6, 2006 registered
	June 20, 2007 retired
	July 2, 2007 registered
Director: <u>Yukinobu Kotani</u>	June 28, 2005 appointed
	July 5, 2005 registered
	June 28, 2006 reappointed
	July 6, 2006 registered
	June 20, 2007 reappointed
	July 2, 2007 registered
Director: <u>Yukinobu Kotani</u>	June 24, 2008 reappointed
	July 2, 2008 registered
Director: <u>Hiroyuki Kuniyasu</u>	June 28, 2006 appointed
	July 6, 2006 registered
	June 20, 2007 retired
	July 2, 2007 registered
Director: <u>Kozo Fujita</u> (Outside Director)	June 20, 2007 appointed
	July 2, 2007 registered
	June 24, 2008 reappointed
	July 2, 2008 registered

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<u>Director: Tomohiro Mune</u>	April 1, 2008 appointed
	April 1, 2008 registered
Director: Tomohiro Mune	June 24, 2008 reappointed
	July 2, 2008 registered
<u>Director: Ken Yamazumi</u>	April 1, 2008 appointed
	April 1, 2008 registered
Director: Ken Yamazumi	June 24, 2008 reappointed
	July 2, 2008 registered
<u>Representative Director: Tadashi Hirata</u> <u>1566-315, Nara-machi, Aoba-ku, Yokoyama-city</u>	June 29, 2004 reappointed
	July 8, 2004 registered
	June 28, 2005 retired
	July 5, 2005 registered
<u>Representative Director: Yuzuru Matsuda</u> <u>1-22-7, Nukui Minami-cho, Koganei-city, Tokyo</u>	June 29, 2004 reappointed
	July 8, 2004 registered
<u>Representative Director: Yuzuru Matsuda</u> <u>1-22-7, Nukui Minami-cho, Koganei-city, Tokyo</u>	June 28, 2006 reappointed
	July 6, 2006 registered
<u>Representative Director: Yuzuru Matsuda</u> <u>1-22-7, Nukui Minami-cho, Koganei-city, Tokyo</u>	June 20, 2007 reappointed
	July 2, 2007 registered
Representative Director: Yuzuru Matsuda 1-22-7, Nukui Minami-cho, Koganei-city, Tokyo	June 24, 2008 reappointed
	July 2, 2008 registered
<u>Representative Director: Yoshito Imai</u> <u>5-14-13, Nukui Minami-cho, Koganei-city, Tokyo</u>	June 28, 2005 appointed
	July 5, 2005 registered
<u>Representative Director: Yoshito Imai</u> <u>5-14-13, Nukui Minami-cho, Koganei-city, Tokyo</u>	June 28, 2006 reappointed
	July 6, 2006 registered
<u>Representative Director: Yoshito Imai</u> <u>5-14-13, Nukui Minami-cho, Koganei-city, Tokyo</u>	June 20, 2007 reappointed
	July 2, 2007 registered
<u>Representative Director: Yoshito Imai</u> <u>2-15-8, Higashimoto-machi, Kokubunji-city, Tokyo</u>	August 26, 2007 moved
	August 27, 2007 registered
	June 24, 2008 retired
	July 2, 2008, registered
<u>Representative Director: Tomonori Mune</u> <u>3-1-1-1105, Osaki, Shinagawa-ku, Tokyo</u>	April 1, 2008 appointed
	April 1, 2008 registered
Representative Director: Tomonori Mune 3-1-1-1105 Osaki, Shinagawa-ku, Tokyo	June 24, 2008 reappointed
	July 2, 2008 registered
<u>Auditor: Takeshi Asaoka</u>	June 27, 2002 reappointed
<u>Auditor: Takeshi Asaoka</u>	July 4, 2002 registered
	June 28, 2005 reappointed
	July 5, 2005 registered

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	Auditor: Takeshi Asaoka (Outside Auditor)	July 6, 2006 registered as Outside Auditor
	Auditor: <u>Kozo Fujita</u>	June 29, 2004 reappointed
	Auditor: <u>Kozo Fujita</u> (Outside Auditor)	July 8, 2004 registered
		July 6, 2006 registered as Outside Auditor
		June 20, 2007 resigned
	Auditor: <u>Masahiro Kawaguchi</u>	July 2, 2007 registered
		June 27, 2003 appointed
		July 4, 2003 registered
		June 20, 2007 retired
	Auditor: <u>Akira Taniguchi</u>	July 2, 2007 registered
		June 29, 2004 appointed
	Auditor: <u>Akira Taniguchi</u> (Outside Auditor)	July 8, 2004 registered
		July 6, 2006 registered as Outside Auditor
	Auditor: Akira Taniguchi (Outside Auditor)	June 24, 2008 reappointed
		July 2, 2008 registered
	Auditor: Nobuo Kanda	June 20, 2007 appointed
		July 2, 2007 registered
	Auditor: Hiroyuki Takahashi (Outside Auditor)	June 20, 2007 appointed
		July 2, 2007 registered
	Auditor: Tomojiro Sato (Outside Auditor)	April 1, 2008 appointed
		April 1, 2008 registered
	Accounting Auditor: <u>Chuo-Aoyama Kansa Hojin</u>	July 6, 2006 registered as Accounting Auditor
	Accounting Auditor: <u>Chuo-Aoyama Kansa Hojin</u>	June 28, 2006 reappointed
		July 6, 2006 registered
		July 1, 2006 disqualified
	Accounting Auditor: <u>ShinNihon Kansa Hojin</u>	July 6, 2006 registered
		June 20, 2007 appointed
	Accounting Auditor: <u>ShinNihon Kansa Hojin</u>	July 2, 2007 registered
		June 24, 2008 reappointed
	Accounting Auditor: Ernst & Young ShinNihon LLC	July 2, 2008 registered
		July 1, 2008 renamed from ShinNihon Kansa Hojin
		July 10, 2008 registered

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	Temporary Accounting Auditor: ShinNihon Kansa Hojin	July 3, 2006 appointed July 6, 2006 registered
Limitation of Liability of Outside Directors, etc.	<p>Pursuant to the provisions of Article 427, Paragraph 1 of the Corporation Law, the Company may enter into agreements with outside directors to limit the liability for damages caused by failure of duty; provided, however, that the limit of liability under such agreements shall be the greater of a predetermined amount which shall be at least five million Japanese Yen, or the amount stipulated by Japanese laws or regulations.</p> <p>Pursuant to the provisions of Article 427, Paragraph 1 of the Corporation Law, the Company may enter into agreements with outside auditors to limit the liability for damages caused by failure of duty; provided, however, that the limit of liability under such agreements shall be the greater of a predetermined amount which shall be at least five million Japanese Yen, or the amount stipulated by Japanese laws or regulations.</p>	
Branch Offices	June 28, 2006 provided; July 6, 2006 registered	
	1	
	36-2, Nihonbashi-Hakozaki-cho, Chuo-ku, Tokyo	
	2	
	1-8-17, Umeda, Kita-ku, Osaka-city	
	3	
	2-2-1, Hakataekimae, Hakata-ku, Fukuoka-city	
	4	
	3-21-25, Marunouchi, Naka-ku, Nagoya-city, Aichi-pref.	
	5	
	Sendai-Hashimoto-Bldg., 27-21, Tate-machi, Aoba-ku, Sendai-city, Miyagi-pref.	
	6	
	2-16, Inari-cho, Minami-ku, Hiroshima-city	
	7	
	7-1, Odori-Nishi, Chuo-ku, Sapporo-city, Hokkaido	
	9	
	3-2-11, Ichiban-cho, Matsuyama-city, Ehime-pref.	July 1, 2003 opened July 4, 2003 registered
Stock Acquisition Rights	<p>Kyowa Hakko Kogyo Co., Ltd. (the "Company") Stock Acquisition Rights (stock option scheme for a stock-linked compensation plan) to be issued in June 2005</p> <p>Number of stock acquisition rights:</p> <p><u>133</u></p> <p><u>1000 shares shall be granted to each stock acquisition right (the "number of shares granted").</u></p> <p><u>In the event of the Company's stock split or reverse stock split, the number of shares granted shall be adjusted in accordance with the following formula, and any number of shares less than one share arising out of such adjustment shall be disregarded.</u></p> <p><u>Number of shares granted after adjustment</u></p> <p><u>= Number of shares granted before adjustment x Ratio of split or reverse stock split.</u></p>	

In addition, in the case of any unavoidable event that requires adjustments to be effected to the number of shares granted, such as when the Company undergoes any merger or consolidation with any other company and the stock acquisition rights are succeeded, becomes a complete parent company due to stock exchange with any other company, or carries out incorporation-type demerger or absorption-type demerger, the number of shares granted shall be adjusted to the reasonable extent, taking into account the terms and conditions of the merger, split, or the like.

114

1000 shares shall be granted to each stock acquisition right (the "number of shares granted").

In the event of the Company's stock split or reverse stock split, the number of shares granted shall be adjusted in accordance with the following formula, and any number of shares less than one share arising out of such adjustment shall be disregarded.

Number of shares granted after adjustment

= Number of shares granted before adjustment x Ratio of split or reverse stock split

In addition, in the case of any unavoidable event that requires adjustments to be effected to the number of shares granted, such as when the Company undergoes any merger or consolidation with any other company and the stock acquisition rights are succeeded, becomes a complete parent company due to stock exchange with any other company, or carries out incorporation-type demerger or absorption-type demerger, the number of shares granted shall be adjusted to the reasonable extent, taking into account the terms and conditions of the merger, split, or the like.

June 30, 2006 changed; July 6, 2006 registered

81

1000 shares shall be granted to each stock acquisition right (the "number of shares granted").

In the event of the Company's stock split or reverse stock split, the number of shares granted shall be adjusted in accordance with the following formula, and any number of shares less than one share arising out of such adjustment shall be disregarded.

Number of shares granted after adjustment

= Number of shares granted before adjustment x Ratio of split or reverse stock split

In addition, in the case of any unavoidable event that requires adjustments to be effected to the number of shares granted, such as when the Company undergoes any merger or consolidation with any other company and the stock acquisition rights are succeeded, becomes a complete parent company due to stock exchange with any other company, or carries out incorporation-type demerger or absorption-type demerger, the number of shares granted shall be adjusted to the reasonable extent, taking into account the terms and conditions of the merger, split, or the like.

June 30, 2007 changed; July 2, 2007 registered

75

1000 shares shall be granted to each stock acquisition right (the "number of shares granted").

In the event of the Company's stock split or reverse stock split, the number of shares granted shall be adjusted in accordance with the following formula, and any number of shares less than one share arising out of such adjustment shall be disregarded.

Number of shares granted after adjustment

= Number of shares granted before adjustment x Ratio of split or reverse stock split.

In addition, in the case of any unavoidable event that requires adjustments to be effected to the number of shares granted, such as when the Company undergoes any merger or consolidation with any other company and the stock acquisition rights are succeeded, becomes a complete parent company due to stock exchange with any other company, or carries out incorporation-type demerger or absorption-type demerger, the number of shares granted shall be adjusted to the reasonable extent, taking into account the terms and conditions of the merger, split, or the like.

April 30, 2008 changed; May 7, 2008 registered

Type and number of stock acquisition rights to be issued:

133,000 shares of common stock of the Company

In case of adjustment of the number of shares granted in accordance with the above, the number of shares to be issued shall be adjusted to a number obtained by multiplying the number of shares granted after adjustment by the aggregate number of stock acquisition rights.

114,000 shares of common stock of the Company

In case of adjustment of the number of shares granted in accordance with the above, the number of shares to be issued shall be adjusted to a number obtained by multiplying the number of shares granted after adjustment by the aggregate number of stock acquisition rights.

June 30, 2006 changed; July 6, 2006 registered

81,000 shares of common stock of the Company

In case of adjustment of the number of shares granted in accordance with the above, the number of shares to be issued shall be adjusted to a number obtained by multiplying the number of shares granted after adjustment by the aggregate number of stock acquisition rights.

June 30, 2007 changed; July 2, 2007 registered

75,000 shares of common stock of the Company

In case of adjustment of the number of shares granted in accordance with the above, the number of shares to be issued shall be adjusted to a number obtained by multiplying the number of shares granted after adjustment by the aggregate number of stock acquisition rights.

April 30, 2008 changed; May 7, 2008 registered

Issue price of stock acquisition rights:

Free of charge

Amount to be paid upon exercise of each stock acquisition right:

An amount to be paid upon exercise of each stock acquisition right shall be an amount obtained by multiplying the amount to be paid per share of the shares newly issued or transferred upon exercise of each stock acquisition right ("exercise price") by the number of shares granted. The exercise price shall be 1 yen.

Exercise period of stock acquisition rights:

From June 29, 2005 to June 28, 2025

Conditions for exercise of stock acquisition rights (except the amount to be paid and exercise period):

(1) The holders of stock acquisition rights may only exercise their rights during a 10-day period beginning on the date immediately following the date when they lose the positions as both Directors and Corporate Officers of the Company.

(2) Each stock acquisition right shall not be partially exercised.
Reasons and conditions for the cancellation of stock acquisition rights by the Company:

(1) The Company may cancel the stock option rights free of charge when any joint venture agreement is approved in which the Company becomes a dissolved company, or when a resolution concerning approval of any share exchange agreement under which the Company becomes a subsidiary of the other party thereof or a resolution concerning share transfer is passed in the shareholders' meeting of the Company.

(2) The Company may cancel the stock option rights free of charge at any time.
(Reasons and conditions for acquirement of stock acquisition rights by the Company)

(1) The Company may acquire the stock option rights free of charge when any joint venture agreement is approved in which the Company becomes a dissolved company, or when a resolution concerning approval of any share exchange agreement under which the Company becomes a subsidiary of the other party thereof or a resolution concerning share transfer is passed in the shareholders' meeting of the Company.

May 1, 2006 changed; October 12, 2006 registered

July 5, 2005 registered

Kyowa Hakko Kogyo Co., Ltd. Stock Acquisition Rights (stock option scheme for a stock-linked compensation plan) to be issued in June 2006

Number of stock acquisition rights:

111

The above total number of stock acquisition rights is the number of planned allotment. In the event that such total number decreases if any qualified allottee does not subscribe or otherwise, the total number of stock acquisition rights so subscribed shall be the total number of stock acquisition rights to be issued.

83

The above total number of stock acquisition rights is the number of planned allotment. In the event that such total number decreases if any qualified allottee does not subscribe or otherwise, the total number of stock acquisition rights so subscribed shall be the total number of stock acquisition rights to be issued.

June 30, 2007 changed; July 2, 2007 registered

72

The above total number of stock acquisition rights is the number of planned allotment. In the event that such total number decreases if any qualified allottee does not subscribe or otherwise, the total number of stock acquisition rights so subscribed shall be the total number of stock acquisition rights to be issued.

April 30, 2008 changed; May 7, 2008 registered

Type and number of the shares to be issued upon exercise of stock acquisition rights or the method of calculation:

The type of the shares to be issued upon exercise of the stock acquisition rights shall be shares of common stock, and the number of shares to be granted to each stock acquisition right ("the number of shares granted") shall be 1,000.

In the event of the Company's stock split or reverse stock split, the number of shares granted shall be adjusted in accordance with the following formula, and any number of shares less than one share arising out of such adjustment shall be disregarded.

	<p>Number of shares granted after adjustment = Number of shares granted before adjustment x Ratio of split or reverse stock split.</p> <p>In addition, in the case of any unavoidable event that requires adjustments to be effected to the number of shares granted, the number of shares granted shall be adjusted to the reasonable extent.</p> <p>Amount to be paid upon exercise of the offered stock acquisition rights or no payment No payment of money shall be required in exchange for the offered stock acquisition rights.</p> <p>Value of assets to be financed upon exercise of stock acquisition rights or the method of calculation The value of assets to be financed upon the exercise of stock acquisition rights shall be the paid-in amount per share to be delivered upon the exercise of stock acquisition rights multiplied by the number of shares granted. The exercise price shall be 1 yen.</p> <p>Exercise period of stock acquisition rights From June 30, 2006 to June 28, 2026</p> <p>Conditions for exercise of stock acquisition rights</p> <ol style="list-style-type: none">(1) The holders of stock acquisition rights may only exercise their rights during a 10-day period beginning on the date immediately following the date when they lose the positions as both Directors and Corporate Officers of the Company.(2) Each stock acquisition right shall not be partially exercised.(3) When a holder of stock acquisition rights waives the rights, he/she cannot exercise such stock acquisition rights. <table><tr><td>June 29, 2006 issued</td></tr><tr><td>July 6, 2006 registered</td></tr></table>	June 29, 2006 issued	July 6, 2006 registered
June 29, 2006 issued			
July 6, 2006 registered			
	<p>Kyowa Hakko Kogyo Co., Ltd. Stock Acquisition Rights (stock option scheme for a stock-linked compensation plan) to be issued in June 2007</p> <p>Number of stock acquisition rights: <u>92</u> <u>The above total number of stock acquisition rights is the number of planned allotment. In the event that such total number decreases if any qualified allottee does not subscribe or otherwise, the total number of stock acquisition rights so subscribed shall be the total number of stock acquisition rights to be issued.</u></p> <p><u>78</u> <u>The above total number of stock acquisition rights is the number of planned allotment. In the event that such total number decreases if any qualified allottee does not subscribe or otherwise, the total number of stock acquisition rights so subscribed shall be the total number of stock acquisition rights to be issued.</u> April 30, 2008 changed; May 7, 2008 registered</p> <p><u>69</u> The above total number of stock acquisition rights is the number of planned allotment. In the event that such total number decreases if any qualified allottee does not subscribe or otherwise, the total number of stock acquisition rights so subscribed shall be the total number of stock acquisition rights to be issued. June 30, 2008 changed; July 2, 2008 registered</p>		

Type and number of shares to be issued upon exercise of the stock acquisition rights or the method of calculation:

The type of the shares to be issued upon exercise of the stock acquisition rights shall be shares of common stock, and the number of shares to be granted to each stock acquisition right ("the number of shares granted") shall be 1,000.

In the event of the Company's stock split or reverse stock split, the number of shares granted shall be adjusted in accordance with the following formula, and any number of shares less than one share arising out of such adjustment shall be disregarded.

Number of shares granted after adjustment

= Number of shares granted before adjustment x Ratio of split or reverse stock split.

In addition, in the case of any unavoidable event that requires adjustments to be effected to the number of shares granted, the number of shares granted shall be adjusted to the reasonable extent.

Amount to be paid upon exercise of the offered stock acquisition rights or no payment

No payment of money shall be required in exchange for the offered stock acquisition rights.

Value of assets to be financed upon exercise of stock acquisition rights or the method of calculation

The value of assets to be financed upon the exercise of stock acquisition rights shall be the paid-in amount per share to be delivered upon the exercise of stock acquisition rights multiplied by the number of shares granted. The exercise price shall be 1 yen.

Exercise period of stock acquisition rights

From June 22, 2007 to June 20, 2027

Conditions for exercise of stock acquisition rights

(1) The holders of stock acquisition rights may only exercise their rights during a 10-day period beginning on the date immediately following the date when they lose the positions as either Directors or Corporate Officers of the Company (except that they continue to be employees) or the date when Corporate Officers of the Company are appointed Directors or Auditors of the Company.

(2) Each stock acquisition right shall not be partially exercised.

June 21, 2007 issued

July 2, 2007 issued

Kyowa Hakko Kogyo Co., Ltd. Stock Acquisition Rights (stock option scheme for a stock-linked compensation plan) to be issued in June 2008

Number of stock acquisition rights:

91

The above total number of stock acquisition rights is the number of planned allotment. In the event that such total number decreases if any qualified allottee does not subscribe or otherwise, the total number of stock acquisition rights so subscribed shall be the total number of stock acquisition rights to be issued.

Type and number of shares to be issued upon exercise of the stock acquisition rights or the method of calculation:

The type of the shares to be issued upon exercise of the stock acquisition rights shall be shares of common stock, and the number of shares to be granted to each stock acquisition right ("the number of shares granted") shall be 1,000.

	<p>In the event of the Company's stock split or reverse stock split, the number of shares granted shall be adjusted in accordance with the following formula, and any number of shares less than one share arising out of such adjustment shall be disregarded.</p> <p>Number of shares granted after adjustment = Number of shares granted before adjustment x Ratio of split or reverse stock split.</p> <p>In addition, in the case of any unavoidable event that requires adjustments to be effected to the number of shares granted, the number of shares granted shall be adjusted to the reasonable extent.</p> <p>Amount to be paid upon exercise of the offered stock acquisition rights or no payment No payment of money shall be required in exchange for the offered stock acquisition rights.</p> <p>Value of assets to be financed upon exercise of stock acquisition rights or the method of calculation The value of assets to be financed upon the exercise of stock acquisition rights shall be the paid-in amount per share to be delivered upon the exercise of stock acquisition rights multiplied by the number of shares granted. The exercise price shall be 1 yen.</p> <p>Exercise period of stock acquisition rights From June 26, 2008 to June 24, 2028</p> <p>Conditions for exercise of stock acquisition rights (1) The holders of stock acquisition rights may only exercise their rights during a 10-day period beginning on the date immediately following the date when they lose the positions as either Directors or Corporate Officers of the Company (except that they continue to be employees) or the date when Corporate Officers of the Company are appointed Directors or Auditors of the Company. (2) Each stock acquisition right shall not be partially exercised.</p>
	<div>June 25, 2008 issued</div> <div>July 2, 2008 registered</div>
Corporate Spin-off	<p>Kyowa Hakko Food Specialties Co., Ltd. having an office at 1-6-1, Ohtemachi, Chiyoda-ku, Tokyo was spun off on April 1, 2005.</p> <p>April 1, 2005 registered</p> <p>Kyowa Hakko Bio Co., Ltd. having an office at 1-6-1, Ohtemachi, Chiyoda-ku, Tokyo was spun off on October 1, 2008.</p> <p>October 1, 2008 registered</p>
Absorption-type Merger	<p>Kirin Pharma Co., Ltd. having an office at 6-26-1, Jingumae, Shibuya-ku, Tokyo was merged on October 1, 2008.</p> <p>October 1, 2008 registered</p>
Matters relating to companies with a board of directors	<p>Company with a board of directors</p> <p>May 1, 2006 registered in accordance with the Japanese Law No.87, Article 136 of 2005</p>
Matters relating to companies with auditors	<p>Company with auditors</p> <p>May 1, 2006 registered in accordance with the Japanese Law No.87, Article 136 of 2005</p>
Matters relating to companies with a board of auditors	<p>Company with a board of auditors</p> <p>July 6, 2006 registered</p>

Kyowa Hakko Kirin Co., Ltd.
1-6-1, Ohtemachi, Chiyoda-ku, Tokyo
Corporate No: 0199-01-008670

Matters relating to companies with an accounting auditor	Company with an accounting auditor July 6, 2006 registered
Matters relating to registered records	In accordance with the provisions of the Ordinance of the Ministry of Justice No. 15, Supplementary Provision 3 May 20, 1999 transferred

This document certifies that the above constitutes all entries recorded in the register.

October 10, 2008
Tokyo Legal Affairs Bureau
Registrar:

Koichi Saito (Seal of Registrar)

TRANSLATION CERTIFICATE:

By signing below, I certify that this English translation is a true and accurate English translation of the Japanese original.

霜田 恒夫

Name: Tsuneo Shimoda
Title: Director, Legal Department
KYOWA HAKKO KIRIN CO., LTD.

Processing Number: / 681712 * The underlines indicate that the respective entries have been erased.

Declaration by The Translator

I, Setsuo Sato, declare and state:

THAT I am a citizen of Japan residing at No. 14-10, Matsunoki 3-chome, Suginami-ku, Tokyo, 166-0014 Japan;

THAT I am presently employed by NGB Corporation, having the place of business at Toranomon East Bldg., 7-13, Nishi-Shimbashi 1-chome, Minato-ku, Tokyo 105-8488, Japan;

THAT I understand the Japanese and English languages and that the attached English document is a true partial translation made by me of the official document indicating the merger.

I declare further that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

Date:

March 5, 2009



Setsuo Sato