



# **Marubeni**

## **Establishment of a Pharmaceutical Strategic Platform: Succession of Sumitomo Pharma's Business in Asia**

April 1, 2025, Marubeni Corporation

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## Succeeding Sumitomo Pharma's business in Asia

### Transaction overview

**Target Business** Sumitomo Pharma's pharmaceutical sales business in the Asian Region (Southeast Asia and China)

**Transaction Scheme** Marubeni will acquire 60% of the issued share of a newly established company (the "New Company") that will take over the target business of Sumitomo Pharma through a simplified absorption-type company split.\*1

**Acquisition Price** Approximately 45 billion yen

**Products Therapeutic Area** Infectious diseases, central nervous system diseases, gastroenterology, cardiology, urology, etc.

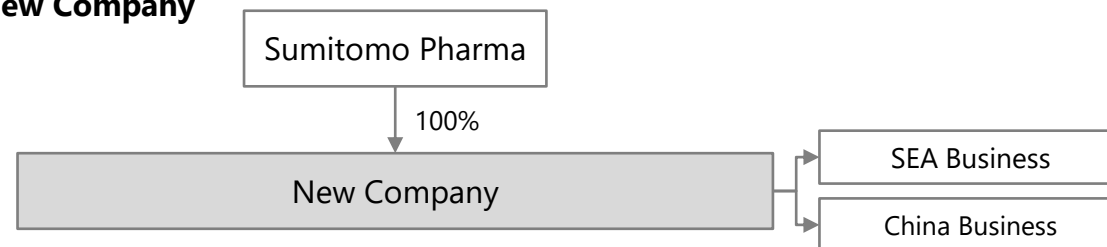
Profitability	(Billion yen)	FY 2022	FY 2023	FY 2024
		Actual	Actual	Estimated
Sumitomo Pharma's pharmaceutical business in Asia*2	Revenue	43.5	40.9	45.8
	Core segment profit	21.4	18.4	23.1

\*1 After completing the procedures to obtain the related licenses and permits in each country, the New Company will be acquired through Marubeni Global Pharma Corporation, a wholly owned subsidiary of Marubeni. The Shareholders' Agreement between Marubeni and Sumitomo Pharma (the "SHA") stipulates that, under some conditions, each company will have an option for Marubeni to acquire the remaining 40% share of the New Company for approximately 27 billion yen, to which acquisition price adjustment will be added based on the SHA.

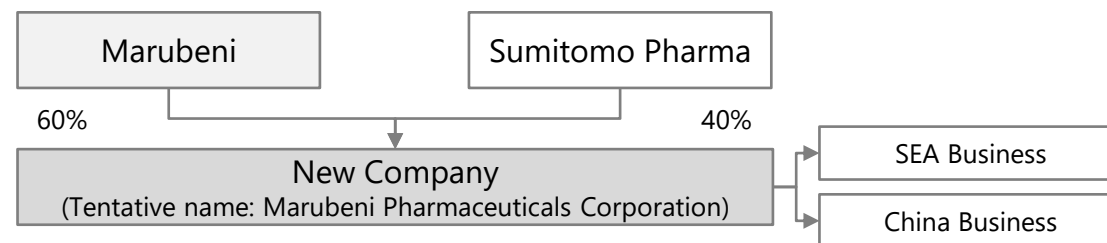
\*2 Referred to Sumitomo Pharma's financial disclosure materials. Core segment profit is an original performance indicator set by Sumitomo Pharma to show each segment's recurring profitability.

### Transaction scheme

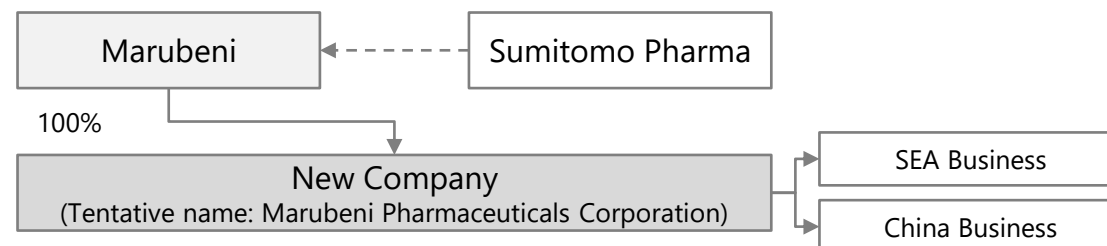
**Step 1: Transfer of the target business from Sumitomo Pharma to the New Company**



**Step 2: Acquisition of 60% share of the New Company (2025)**



**Step 3: Acquisition of the remaining 40% share of the New Company (2029 -)**



## 2. Current Situation Surrounding Access to Pharmaceuticals

# Many outstanding pharmaceuticals available worldwide have geographical disparities in their accessibility

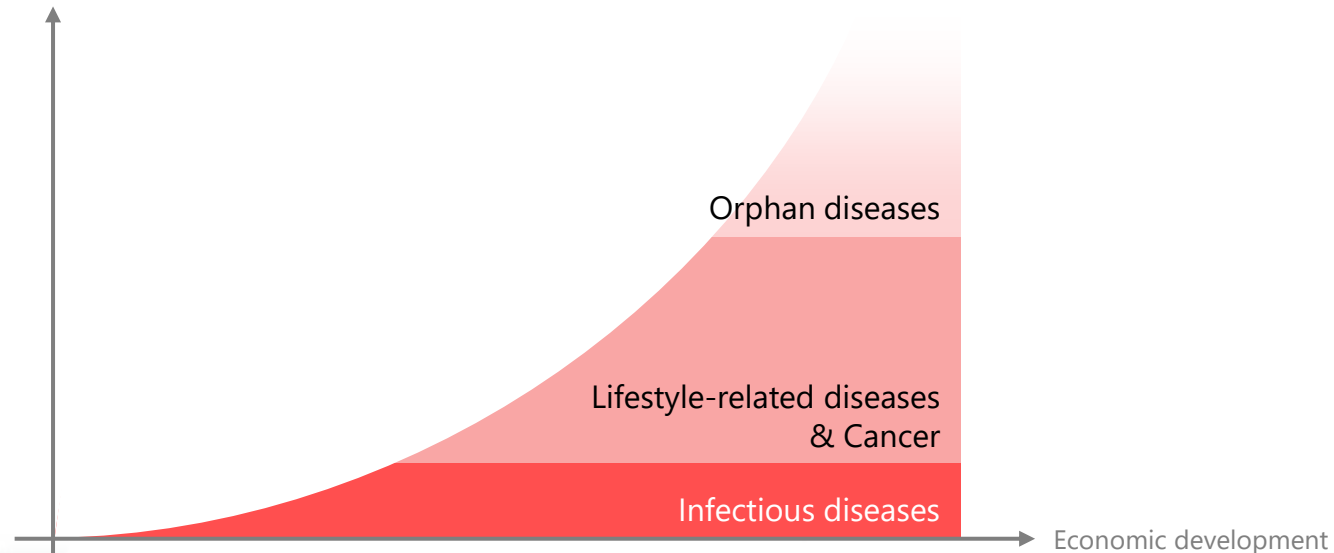
Pharmaceuticals with proven track records  
Pharmaceuticals not yet widely available worldwide



Regions with a need for pharmaceuticals but  
limited access to appropriate medicines

The range of pharmaceutical needs is expanding due to societal changes and economic development.

Types of pharmaceuticals in demand



### 3. Establishment of a Pharmaceutical Strategic Platform

# Applying the winning model of a Marubeni strategic platform to the pharmaceutical business



\*3 Referred to "The Pharmaceutical Drug Global Market Research Report 2023"



## 4. Growth Domains: Continued High Growth of Pharmaceutical Markets

# Expanding target regions and improving the access to pharmaceuticals in regions with high demand

### Fobeni China | 2018 -

- Co-promotion of Japanese pharmaceuticals
- Participation in multi-regional clinical trials of a Japanese pharmaceutical

1

Co-promotion

### Lunatus Middle East | 2022 -

- Participation in the sales & marketing business
- Marubeni's support in the introduction of Japanese pharmaceuticals

2

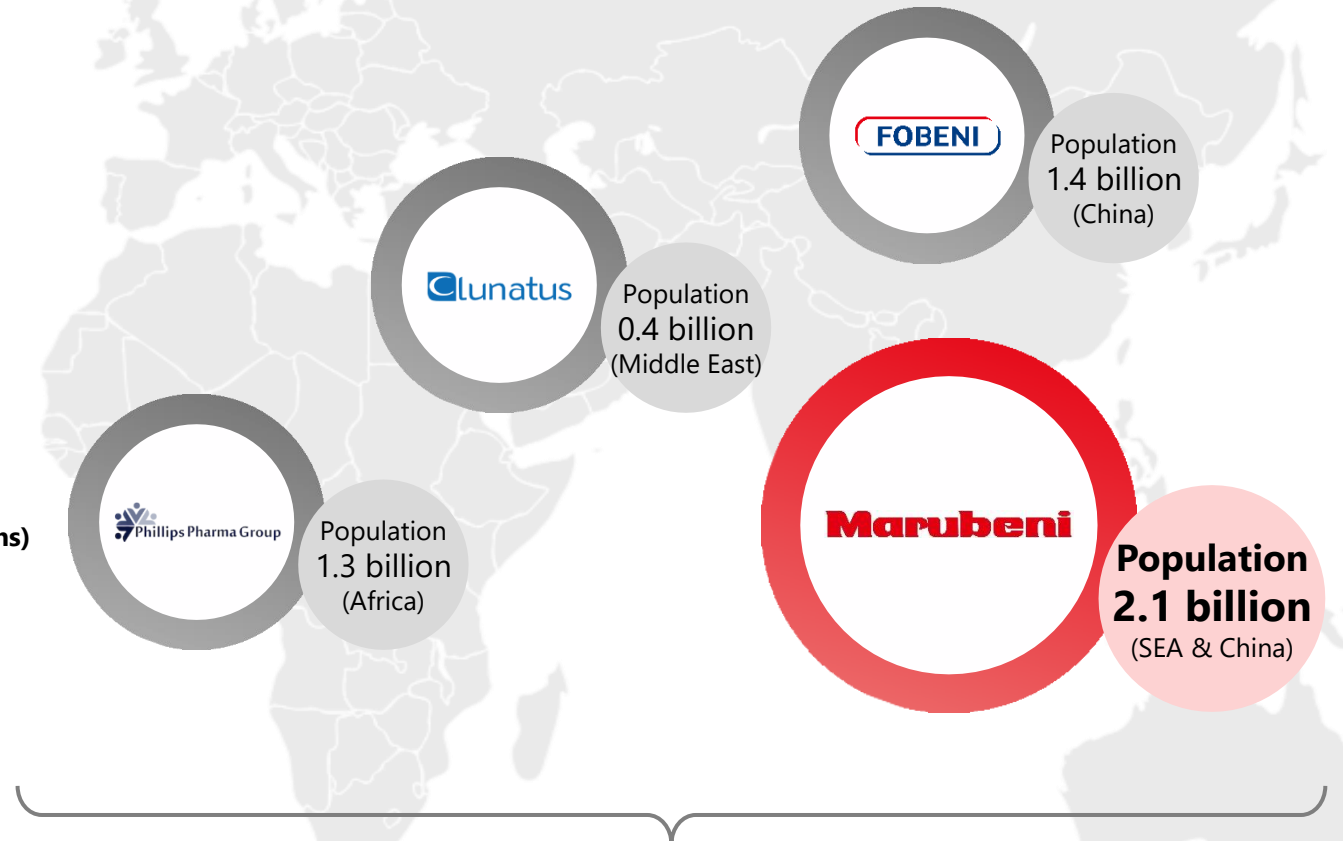
Sales & marketing  
(Expansion of regions)

### Phillips Africa | 2025 -

- High growth of the pharmaceutical market in Africa driven by changing disease trends due to population increase and economic development

3

Establishing a pharmaceutical strategic platform



## 5. High Added Value: Pharmaceuticals with Proven Track Records

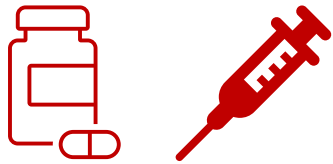
# Pharmaceuticals that have supported people's health; Providing them to patients in need

Delivering

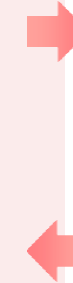
Pharmaceuticals with Proven Track Records

to

Patients without Access to such Pharmaceuticals



Pharmaceuticals



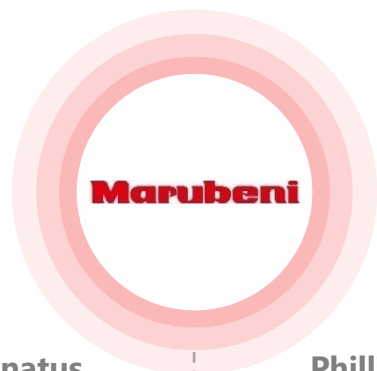
Patients



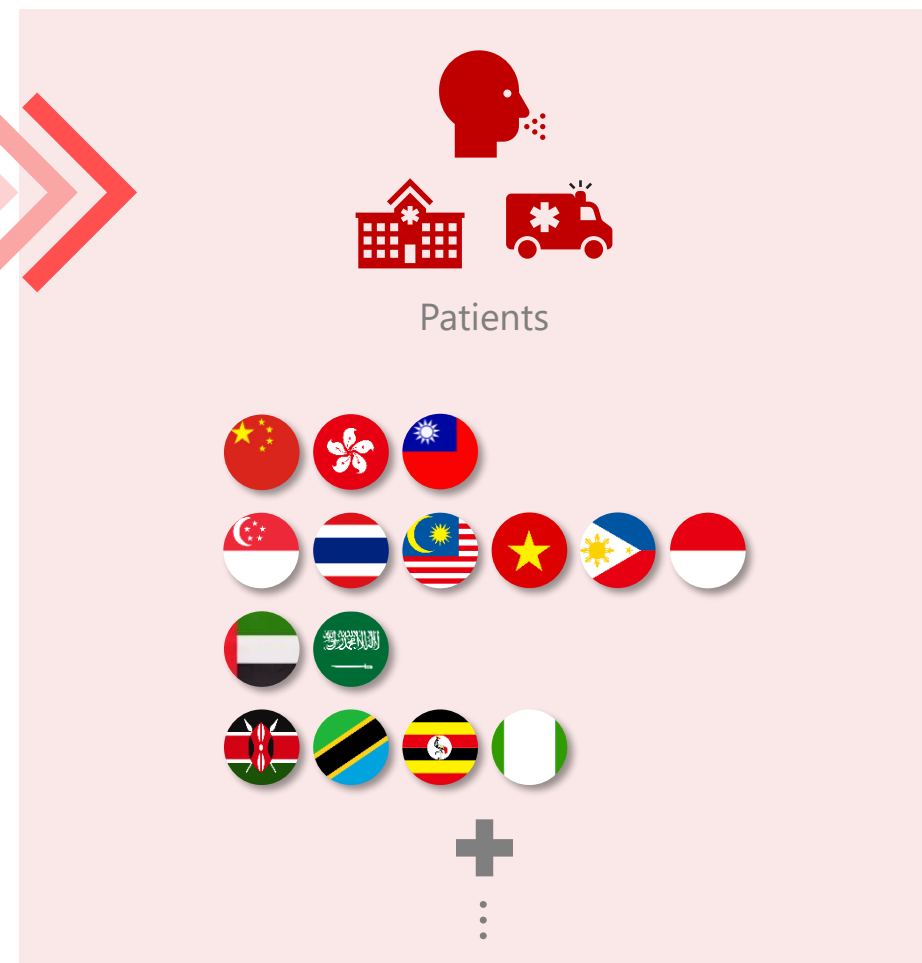
Areas that the platform has functions

## 6. Scalability: Expansion of Therapeutic Areas and Target Regions

# Expanding therapeutic areas through synergies between Marubeni's subsidiaries to satisfy pharmaceutical demands more broadly

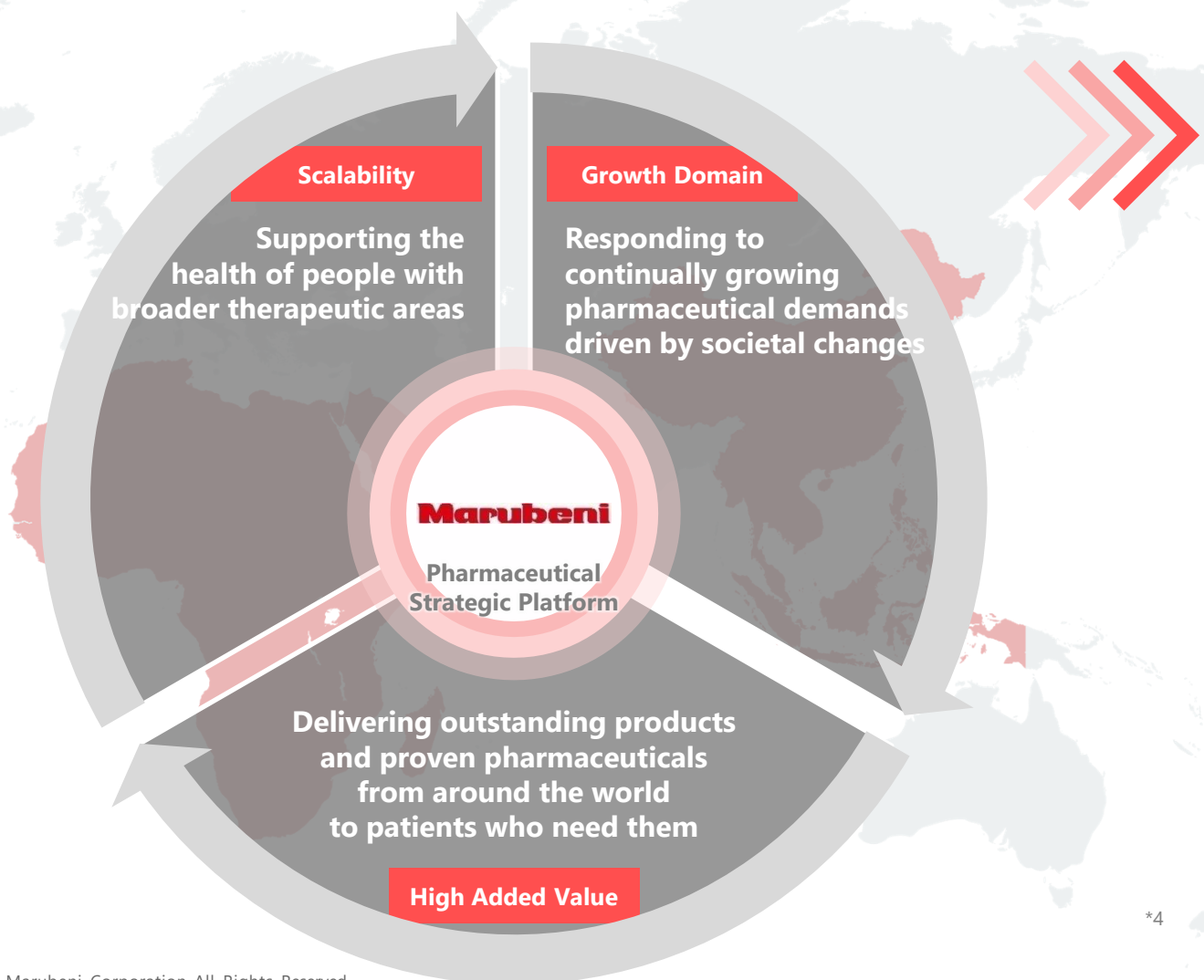


Fobeni China	Lunatus Middle East	Phillips Africa	This Project Southeast Asia & China
Infectious diseases	Ophthalmology	Infectious diseases	Infectious diseases
Gastroenterology Colorectal cancer (Discontinued)	Gastroenterology	Gastroenterology	Central nervous system diseases
Urology Chronic kidney disease (Discontinued)	Obstetrics & Gynecology	Otolaryngology	Gastroenterology
	Dermatology	Cardiology	Cardiology
	+	+	+
	⋮	⋮	⋮



## 7. Growth Plan of the Pharmaceutical Strategic Platform

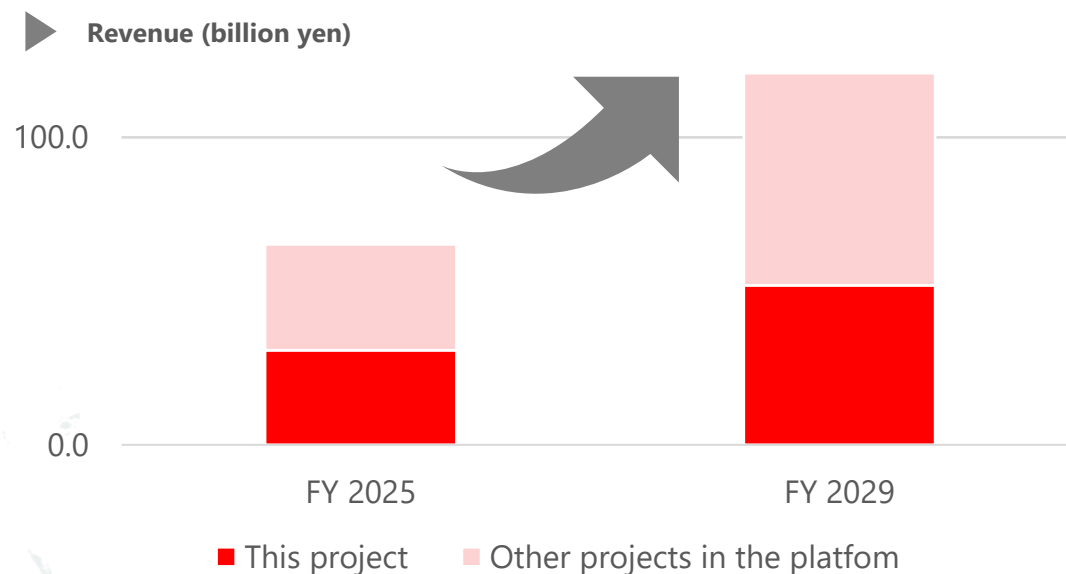
# Pursuing value as a strategic platform for the benefit of more patients



Expanding the pharmaceutical strategic platform to satisfy the demands of more patients, leading the platform to achieve:

Target population **4+** billion people | Products **10,000+**

Revenue<sup>\*4</sup> **100+** billion yen | ROIC **10+**%



\*4 The revenues figures presented on this page represent the aggregated total (100%) sales of Marubeni's subsidiaries and affiliates for pharmaceutical businesses, irrespective of Marubeni's share of such subsidiaries and affiliates, and therefore differ from the revenue figures reported in Marubeni's consolidated financial statements.





Global crossvalue platform  
**Marubeni**