

5 September 2018

To All concerned Parties

Company Name: Solasia Pharma K.K.
Representative: Yoshihiro Arai, President & CEO
(Code number: 4597, TSE Mothers Section)
Contact: Toshio Miyashita, CFO, Director
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Announcement Regarding the Pricing for the Issuance of New Shares and Secondary Offering of Shares

Solasia Pharma K.K. (the “Company”) hereby announces that, at a meeting held on 28 August 2018, its board of directors has approved a resolution to price the issuance of new shares and make a secondary offering of shares as set forth below.

1. Issuance of New Shares by way of Offering
 - (1) Issue price (Offer Price) JPY 237 per share
 - (2) Total amount of Issue Price JPY 3,503,499,900
(Offer Price)
 - (3) Amount to be paid JPY 222.3 per share
 - (4) Total amount to be paid JPY 3,286,194,210
 - (5) Amount of Capital Stock and Legal Capital Surplus to be increased: Amount of Capital Stock to be increased: JPY 1,643,097,105
Amount of Legal Capital Surplus to be increased: JPY 1,643,097,105
 - (6) Closing Date: 12 September 2018 (Wed)
 - (7) Delivery Date 13 September 2018 (Thu)

Note: The underwriter will underwrite the shares at the amount to be paid and offer at the issue price (offer price).

2. Secondary Offering of Shares (Secondary Offering by way of Over-Allotment)
 - (1) Number of Shares to be Sold 2,217,300 shares of common stock of the Company
 - (2) Selling price per Share JPY 237 per share
 - (3) Total amount of Selling Price JPY 525,500,100
 - (4) Delivery Date 13 September 2018 (Thu)

Note: This press release does not constitute an offer of any securities for sale. This press release has been prepared for the sole purpose of publicly announcing that Solasia Pharma K.K. has resolved matters relating to the issuance of its new shares and secondary offering of shares, and not for the purpose of soliciting investment or engaging in any other similar activities within or outside Japan. The potential investors should refer to a securities registration prospectus for the issuance of new shares and secondary offering of shares and any amendments thereto that Solasia Pharma K.K. will prepare before deciding to invest by themselves. This press release is not an offer of common stocks of Solasia Pharma K.K. for sale in the United States. The securities may not be offered or sold in the United States absent registration or an exemption from registration under the United States Securities Act of 1933. If any public offering of securities is made in the United States, it will be by means of a prospectus which will be prepared pursuant to the United States Securities Act of 1933. The securities referred to above will not be publicly offered or sold in the United States.

3. Issuance of New Shares by way of Third-Party Allotment
 - (1) Amount to be paid JPY 222.3 per share
 - (2) Total amount to be paid JPY 492,905,790
 - (3) Amount of Capital Stock and Legal Capital Surplus to be increased: Amount of Capital Stock to be increased: JPY 246,452,895 maximum
Amount of Legal Capital Surplus to be increased: JPY 246,452,895 maximum
 - (4) Delivery Date 11 October 2018 (Thu)

<Reference>

1. Method of determining the Issue Price (Offer Price) and the Selling Price
 - (1) Reference date of calculation and price 5 September 2018 (Wed) JPY 245
 - (2) Discount rate 3.27%
2. Number of Shares to be Offered through the issuance of new shares by way of offering

14,782,700 shares of common stock of the Company

5,100,000 shares of common stock of the Company will be sold outside Japan, mainly in Europe and Asia (and excluding the United States and Canada).
3. Syndicate Covering Transaction Period

8 September 2018 (Sat) – 5 October 2018 (Fri)
4. Use of Proceeds

The Company intends to apply the net proceeds from the offerings for the global phase III clinical study of SP-04, a product pipeline for Chemotherapy Induced Peripheral Neuropathy, expected to commence during the latter half of the fiscal year 2018.

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