

Shionogi & Co., Ltd. to Commence a General Offer for China-based C&O Pharmaceutical Technology (Holdings) Limited

Osaka, Japan, August 31, 2011 - Shionogi & Co., Ltd. (Head Office: Osaka; President & CEO: Isao Teshirogi, Ph.D.; hereafter “Shionogi”) had announced that Shionogi would conduct a general offer for the China-based Singapore listed company, C&O Pharmaceutical Technology (Holdings) Limited (Incorporation: The Bermuda Islands; Executive Director (Vice Chairman and General Manager): Gao Bin; hereafter “C&O”), with an intention to make C&O into Shionogi’s subsidiary on August 18, 2011. As at August 31, 2011 the general offer is open for acceptance.

Outline of General Offer

Offeror	Shionogi & Co., Ltd.
Offeree	C&O Pharmaceutical Technology (Holdings) Limited
Offer Price	S\$0.50 per share
Number of Shares to be Purchased*	277,506,000 shares (about 41.83% of the total shares issued in C&O)
Total Capital Required	About S\$139 million (about ¥9.1 billion)
General Offer Acceptance Period	August 31, 2011 to September 28, 2011. (Under the Singapore Code on Take-overs and Mergers, the offer will remain open for a period of not less than 14 days commencing September 29, 2011.)
Change in shareholding percentage	Before the offer : 24.17% After the offer : 66.00% (“After the offer” represents the percentage Shionogi would hold if all the “Number of Shares to be Purchased” is acquired.)
Conditions for General Offer	Not applicable

* The shares held by Leo Star Development Limited, Sumitomo Corporation and Shionogi (together, about 58.17% of the total shares issued in C&O) will not be tendered and will be maintained throughout the General Offer Acceptance Period, and the shares held by these parties are excluded from “Number of Shares to be Purchased” as set out above.

Shionogi will disclose the impact on earnings as soon as its details are fixed.

Responsibility Statement

For the purposes of, and in compliance with, the Singapore Code on Takeover and Mergers:

The directors of Shionogi (including any who may have delegated detailed supervision of this document) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this document are fair and accurate and that no material facts have been omitted from this document and they jointly and severally accept responsibility accordingly. Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, in relation to C&O), the sole responsibility of the directors of Shionogi has been to ensure through reasonable enquiries that such information has been accurately and correctly extracted from such sources or, as the case may be, reflected or reproduced in this document.

This announcement is for informational purposes only and does not constitute an offer to purchase or a solicitation of an offer to sell C&O's ordinary shares. The general offer is made pursuant to an Offer Document that is dispatched by Shionogi to C&O shareholders. Those materials contain important information, including the terms and conditions of the general offer, that should be read carefully before any decision is made with respect to the general offer. This release should be read in conjunction with the full text of the Offer Document, a copy of which is available on www.sgx.com.

Forward-Looking Statements

This announcement contains forward-looking statements. These statements are based on expectations in light of the information currently available, assumptions that are subject to risks and uncertainties which could cause actual results to differ materially from these statements. Risks and uncertainties include general domestic and international economic conditions such as general industry and market conditions, and changes of interest rate and currency exchange rate. These risks and uncertainties particularly apply with respect to product-related forward-looking statements. Product risks and uncertainties include, but are not limited to, completion and discontinuation of clinical trials; obtaining regulatory approvals; claims and concerns about product safety and efficacy; technological advances; adverse outcome of important litigation; domestic and foreign healthcare reforms and changes of laws and regulations. Also for existing products, there are manufacturing and marketing risks, which include, but are not limited to, inability to build production capacity to meet demand, unavailability of raw materials and entry of competitive products. The company disclaims any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise.

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