



March 24, 2025

To Whom It May Concern

Company Name: Sawai Group Holdings Co., Ltd.
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Director
(Securities Code: 4887 Prime Market of Tokyo Stock Exchange)
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**Notice Regarding Transition to a Company with
Audit and Supervisory Committee**

Sawai Group Holdings Co., Ltd. (hereinafter referred to as the “Company”) hereby announces the following resolution made at the Board of Directors meeting held today to transition from a company with an Audit & Supervisory Board to a company with an Audit & Supervisory Committee, subject to approval at the Annual General Meeting of Shareholders scheduled for June 2025.

1. Purpose of the transition

The Sawai Group embraces the corporate philosophy of “Always putting healthier lives first,” and the Sawai Group Vision states that “we stay dedicated to enhancing people’s health and creating a sustainable society, aiming for a world where more people can receive healthcare services and live a full life with peace of mind among society.” We recognize the importance of continuously strengthening our corporate governance, which is a foundation for ensuring soundness, transparency, and efficiency in our management practices, to achieve our vision and ensure sustainable growth.

Based on these basic principles, we have been promoting corporate governance reforms within our current corporate governance structure (a company with an Audit & Supervisory Board) to strengthen the supervisory function of the Board of Directors and accelerate business execution. These reforms include increasing the number of external directors; establishing a Nomination, Remuneration & Other Governance Committee; and transitioning to a holding company. We have also been working to enhance enterprise value by building a swift execution system that supports sustainable growth while ensuring highly effective supervision through thorough deliberations at Board of Directors meetings.

To better adapt to the rapid changes in the external environment and achieve further growth, we

have decided to transition from a company with an Audit & Supervisory Board to one with an Audit & Supervisory Committee as part of efforts to further reform our corporate governance. This will further speed up decision-making through the delegation of authority and strengthen the supervisory function of the Board of Directors by deepening discussions centered on management policies and strategies at the Board of Directors meetings, thereby enhancing corporate value.

2. Timing of the transition

We plan to transition to a company with an Audit & Supervisory Committee upon approval of the relevant articles of incorporation at the Annual General Meeting of Shareholders scheduled for June 2025.

3. Other

The appendix details the updated structure following our transition to a company with an Audit & Supervisory Committee. We will promptly announce any changes to the Articles of Incorporation and other relevant matters as soon as they are decided.

Appendix

