

## **Santen Announces Closing of Asset Purchase Agreement with Respect to Acquisition of Ophthalmology Assets from Merck**

**Osaka, Japan –October 2nd, 2014** –Santen Pharmaceutical Co., Ltd. (Osaka, Japan) (“Santen”) announced today the closing of an remaining assets under the asset purchase agreement (“Agreement”) which was entered on May 13, 2014 between Merck & Co., Inc. (Whitehouse Stations, NJ, U.S.A., known as MSD outside of the U.S.A. and Canada) (Merck) with respect to the acquisition of certain ophthalmology assets, have occurred, following the fulfillment of all of the transfer conditions, in accordance with the terms of the Agreement (“2<sup>nd</sup> Closing”) . Accordingly, on October 1<sup>st</sup>, 2014, Santen completed the payment to Merck as stated below.

Santen announced earlier this year in July that it has completed the transfer of majority of the assets under the Agreement (“1<sup>st</sup> Closing”). This time, the closing conditions for the assets which were not included in the 1<sup>st</sup> Closing have been closed. With the completion of the 2<sup>nd</sup> Closing, all the underlying assets under the Agreement have been closed.

The subject assets for the 2<sup>nd</sup> Closing are those products intended for Italy and France, which were not included in the 1<sup>st</sup> Closing. Santen's payment for the 2<sup>nd</sup> Closing totaled approximately USD 50 million (approximately JPY 5.3 billion).

Santen is funding this transaction with cash on hand.

An impact from the 2<sup>nd</sup> Closing on Santen’s estimated profit and loss statement remains unchanged for this fiscal year.

### **About Merck**

Today's Merck is a global healthcare leader working to help the world be well. Merck is known as MSD outside the United States and Canada. Through our prescription medicines, vaccines, biologic therapies, and consumer care and animal health products, we work with customers and operate in more than 140 countries to deliver innovative health solutions. We also demonstrate our commitment to increasing access to healthcare through far-reaching policies, programs and partnerships. For more information, visit [www.merck.com](http://www.merck.com) and connect with us on Twitter, Facebook and YouTube.

### **About Santen**

As a specialty company dedicated to the ophthalmic and anti-rheumatic fields, Santen carries out the research, development, sales, and marketing of pharmaceuticals. The

company has 15 bases in 12 countries globally and delivers products to consumers in more than 50 countries. In Japan, Santen holds the No. 1 share in the prescription ophthalmic pharmaceutical market. As a leading company in the field of ophthalmology, Santen aims to contribute to society by supplying valuable products and services to satisfy unmet medical needs. Please refer to <http://www.santen.com> for more information.

**Santen Forward-looking Statements**

Information provided in this press release contains so-called “Forward-looking Statements”. The realizations of these forecasts are subject to risk and uncertainty from various sources. Therefore, please note that the actual results may differ significantly from the forecasts. Business performance and financial condition are subject to the effects of change in regulations made by the governments of Japan and other nations concerning medical insurance, drug pricing and other systems, and to fluctuations in market variables such as interest rates and foreign exchange rates.