October 30, 2026

Company Name	Otsuka Holdings Co., Ltd.
Name of Representative	Makoto Inoue President and Representative Director, CEO
Code Number	4578, Prime market of the Tokyo Stock Exchange
Contact	Yuji Kogure Director, Investor Relations Department (Phone:+81-3-6361-7411)

Notice Regarding Transition to a Company with an Audit and Supervisory Committee

Otsuka Holdings Co., Ltd. (“ Otsuka Holdings “) hereby announces that at a meeting of its Board of Directors held today, it resolved to transition from a “Company with an Audit & Supervisory Board” to a “Company with an Audit and Supervisory Committee,” subject to approval at the 19th Annual General Meeting of Shareholders scheduled for March 2027, as outlined below.

1. Purpose of the Transition

Otsuka Holdings has been continuously working to strengthen corporate governance. Meanwhile, the business environment surrounding the Otsuka group is undergoing significant and rapid changes. In order to accelerate efforts to sustainably enhance corporate value over the medium to long term, we have decided to transition to a "Company with an Audit and Supervisory Committee" to strengthen the supervisory function of the Board of Directors, speed up decision-making, and further enhance the effectiveness of the Board of Directors.

2. Timing of the Transition

Subject to approval of the related amendments to the Articles of Incorporation at the Company's Annual General Meeting of Shareholders scheduled for March 2027, Otsuka Holdings plans to transition to a Company with an Audit and Supervisory Committee.

3. Others

(1) The details of the amendments to the Articles of Incorporation and the appointment of Directors in connection with the transition will be disclosed as soon as they are determined.

(2) After the transition, we will maintain the Nominating and Compensation Committee.
Even after the transition, we will continue to enhance the transparency and objectivity of the decision-making process for the nomination and remuneration of Directors.

(End)