

FOR IMMEDIATE RELEASE

July 30, 2010

**Listed Company Name: Eisai Co., Ltd.**

Director, President & CEO: Haruo Naito

Headquarters: 4-6-10 Koishikawa Bunkyo-ku, Tokyo

Securities Code: 4523

Listed Locations: First Sections of the Tokyo Stock  
Exchange & the Osaka Securities  
Exchange

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### **Continuation of Policy for Protection of the Company's Corporate Value and Common Interests of Shareholders (Shareholder Rights Plan)**

The Board of Directors of Eisai Co., Ltd. (Chair: Norihiko Tanikawa) passed a resolution for the continuation of the "Policy for Protection of the Company's Corporate Value and Common Interests of Shareholders" ("Policy"), which was proposed by the Independent Committee of Outside Directors (Chair: Kimitoshi Yabuki, "ICOD") at its meeting held today.

The policy was initially adopted after being proposed by the ICOD at the Eisai Board of Directors meeting held on February 28, 2006. It was determined that the continuation, amendment, or abandonment of the policy would be deliberated by the newly appointed ICOD, which consists of outside directors, following the Ordinary General Meeting of Shareholders each year.

In fiscal 2010, the ICOD meeting was held on June 18 following the 98th Ordinary General Meeting of Shareholders, with a total of seven outside directors including two newly appointed outside directors present. At this meeting, the ICOD members agreed to propose the continuation of the policy in its present form at the Board of Directors meeting.

The ICOD determined that, on the basis of resolution at the board meeting, it was appropriate to continue the policy since it incorporates the following provisions:

1. The policy precludes arbitrary actions on the part of the management
2. The continuation, amendment, or abandonment of the policy shall be deliberated each year
3. Shareholders' opinions concerning the policy may be reflected through the election of directors at the Ordinary General Meeting of Shareholders

After reviewing the proposal put forward by the ICOD at its meeting held today, the Board of Directors unanimously resolved to continue the policy.

Further information on the policy is provided in the "Corporate Governance" section of Eisai's website ([www.eisai.co.jp/ecompany/egovernance.html](http://www.eisai.co.jp/ecompany/egovernance.html)).

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