



February 12, 2021

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

Notice of Change of Certified Public Accountant

Otsuka Holdings Co., Ltd. (the “Company”) announces that its Audit & Supervisory Board, at a meeting held on February 12, 2021, resolved to change the Company’s accounting auditor, and that at a meeting of its Board of Directors held on the same day, it was resolved to place a proposal to appoint an accounting auditor on the agenda at the 13th Annual Shareholders’ Meeting scheduled to be held on March 30, 2021. Accordingly, the Company gives notice as follows regarding a change in its certified public accountant or audit firm that performs audit certifications pursuant to Article 193-2, Paragraphs 1 and 2 of the Financial Instruments and Exchange Act.

1. Scheduled date of change

March 30, 2021 (Scheduled date of the 13th Annual Shareholders’ Meeting)

2. Overview of incoming and outgoing certified public accountants

(1) Overview of incoming certified public accountant

1. Name	KPMG AZSA LLC
2. Address	1-2, Tsukudocho, Shinjuku-ku, Tokyo
3. Designated engagement partners	Koichi Kohori, Kentaro Onishi, Takayuki Suzuki
4. Status under the Japanese Institute of Certified Public Accountants’ registration system for listed company audit firms	Registered

(2) Overview of outgoing certified public accountant

1. Name	Deloitte Touche Tohmatsu LLC
2. Address	3-2-3, Marunouchi, Chiyoda-ku, Tokyo
3. Designated engagement partners	Yukitaka Maruchi, Hirofumi Otani

3. Reasons for selecting the firm in 2 (1) above as candidate certified public accountant

In addition to being able to expect auditing from a new viewpoint with the appointment of KPMG AZSA LLC in consideration of the consecutive years of service of the current accounting auditor, the Audit & Supervisory Board determined the suitability of KPMG AZSA LLC by conducting an examination of its independence, expertise, quality control system and global auditing structure.

4. Date of appointment of outgoing certified public accountant

July 8, 2008

5. Opinions on audit reports and other documents prepared by the outgoing certified public accountant over the past three years

Not applicable.

6. Reasons and circumstances leading to change or decision to change

The term of office of Deloitte Touche Tohmatsu LLC as accounting auditor of the Company will expire upon the conclusion of the 13th Annual Shareholders' Meeting scheduled to be held on March 30, 2021. In order to ensure the independence of the audit firm and based on the fact that the rotation system of the audit firm has been introduced in other countries, KPMG AZSA LLC was selected as candidate for the accounting auditor from the Audit & Supervisory Board for the reasons given in 3 above.

7. Opinions on reasons and circumstances in 6 above

(1) Opinion of outgoing certified public accountant

The Company has received a response that it has no particular opinion on the matter.

(2) Opinion of the Audit & Supervisory Board

Details are in accordance with the circumstances and result of the examination by the Audit & Supervisory Board and are judged to be appropriate.