### EISAI CO., LTD. AND CONSOLIDATED SUBSIDIARIES ANNUAL FINANCIAL REPORT RELEASE

## FOR IMMEDIATE RELEASE MAY 11, 2004

On May 11, 2004, Eisai Co., Ltd., announced annual consolidated financial results for the fiscal year ended March 31, 2004.

- Date of the Board of Directors' Meeting for presentation of annual consolidated financial results: May 11, 2004
- These financial presentations do not conform to U.S. GAAP.
- Eisai Co., Ltd., is listed on the First Section of both the Tokyo Stock Exchange and the Osaka Securities Exchange.
- Securities Code Number: 4523
- Representative of corporation: Haruo Naito
   President and Chief Executive Officer
- Inquiries should be directed to:

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### 1. CONSOLIDATED ANNUAL FINANCIAL RESULTS (APRIL 1, 2003 – MARCH 31, 2004)

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Period	Net Sales	Percent Change	Operating Income	Percent Change	Ordinary Income	Percent Change
April 1, 2003- March 31, 2004	¥500,164 mil.	7.2%	¥83,061 mil.	9.5 %	¥ 83,382 mil.	9.5%
April 1, 2002- March 31, 2003	¥466,613 mil.	8.1%	¥75,863 mil.	4.4 %	¥ 76,137 mil.	0.0%

#### (1) RESULTS OF ANNUAL OPERATIONS

Period	Net Income	Percent Change	Earnings per Share (EPS)	Fully Diluted EPS	Return on Equity	Ordinary Income/ Total Assets	Ordinary Income/ Net Sales
April 1, 2003- March 31, 2004 April 1, 2002-	¥50,148 mil.	22.2%	¥172.11	¥172.11	12.4%	13.8%	16.7%

Notes:1. Equity in earnings of associated companies (accounted for by equity method):

• Associated companies:

# (5) CHANGES IN NUMBER OF CONSOLIDATED SUBSIDIARIES AND ASSOCIATED COMPANIES ACCOUNTED FOR BY THE

### I. Business Flows Within the Group

The Group consists of Eisai Co., Ltd. (hereinafter referred to as 'the Parent Company'), 34 consolidated subsidiaries and 3 associated companies accounted for by the Equity Method. The diagram below shows the principal operations and flows within the Group.

[Japan] <pharmaceuticals segment=""></pharmaceuticals>				[Overseas] <pharmaceuticals segment=""></pharmaceuticals>	
				North America	
* Sannova Co., Ltd. (Pharma Prod./Sales)	Products		Bulk	* Eisai Inc. (Pharma Production/Sales)	
Products				* Eisai Research Institute of Boston, Inc.	
* Elmed Eisai Co., Ltd. (Pharma Sales)			Research	(Research)	
* KAN Research Institute, Inc.	Research		Research	* Eisai Medical Research Inc.(Research)	
(Research)	Research		Research	* Eisai Corporation of North America (Holding Company)	
* Sanko Junyaku Co., Ltd. (Diagnostics Prod./Sales)				(Total 4 companies)	
				Europe	
* Palma Bee'z Research Institute Co., Ltd		Е	Research	* Eisai Ltd. (Pharma Sales/Clinical Development)	1
(Diagnostics Prod. Research)	Research	I			
				* Eisai B.V. (Pharma Prod./Sales)	
# 1 other company		S	Bulk		Products
(Total 6 companies)		_		* Eisai GmbH (Pharma Sales)	
		Α			
				* Eisai S.A.S. (Pharma Prod./Sales)	
		I		* Eisai Farmaceutica S.A.	
<other areas="" segment=""></other>				(Pharma Sales Promotion)	
Source beginent Areasz		С	Research		

### **Affiliated Companies**

(Consolidated Subsidiaries)							
Company Name	Location			Voting rights	Description of Operations	Relationship/Operations	Note
Sanko Junyaku Co., Ltd.	Tokyo	¥5,262 m	illion	50.92%	Diagnostic product prod./sales	-	* 2,3
Sannova Co., Ltd.	Gunma Pref.	¥926 m	illion	79.97%	Pharmaceutical production/sales	(E) Pharmaceutical product purchase	* 3
Elmed Eisai Co., Ltd.	Tokyo	¥450 m	illion	100.00%	Pharmaceutical sales	-	
KAN Research Institute, Inc.	Kyoto	¥70 m	illion	100.00%	Basic research	(E) Contract basic research	
					<b>ጥ ໄෂ සිංක් በ በማንደርቀ በ አ</b>		,
	Company Name Sanko Junyaku Co., Ltd. Sannova Co., Ltd. Elmed Eisai Co., Ltd. KAN Research Institute, Inc. Eisai Distribution Co. Ltd.	Company Name       Location         Sanko Junyaku Co., Ltd.       Tokyo         Sannova Co., Ltd.       Gunma Pref.         Elmed Eisai Co., Ltd.       Tokyo         KAN Research Institute, Inc.       Kyoto         Eisai Distribution Co., Ltd.       Kanagawa Pref.         Eisai Distribution Co., Ltd.       Tokyo	Company Name       Location         Sanko Junyaku Co., Ltd.       Tokyo       ¥5,262 m         Sannova Co., Ltd.       Gunma Pref.       ¥926 m         Elmed Eisai Co., Ltd.       Tokyo       ¥450 m         KAN Research Institute, Inc.       Kyoto       ¥70 m         Eisai Distribution Co., Ltd.       Kananawa Pref.       (-) Tj -452.4 m	Company NameLocationSanko Junyaku Co., Ltd.Tokyo¥5,262 millionSannova Co., Ltd.Gunma Pref.¥926 millionElmed Eisai Co., Ltd.Tokyo¥450 millionKAN Research Institute, Inc.Kyoto¥70 millionEisai Distribution Co., Ltd.Kananawa Pref. Co., Ltd.Fref. Co., Ltd.Eisai Distribution Co., Ltd.Kananawa Pref. Co., Ltd.Y10 -452.4 -20.4	Company NameLocationVoting rightsSanko Junyaku Co., Ltd.Tokyo¥5,262 million50.92%Sannova Co., Ltd.Gunma Pref.¥926 million79.97%Elmed Eisai Co., Ltd.Tokyo¥450 million100.00%KAN Research Institute, Inc.Kyoto¥70 million100.00%Eisai Distribution Co.Ltd.Kanaqawa Pref.(-) Tj -452.4 -20.4TD/F17.7	Company NameLocationVoting rightsDescription of OperationsSanko Junyaku Co., Ltd.Tokyo¥5,262 million50.92% Diagnostic product prod./salesSannova Co., Ltd.Gunma Pref.¥926 million79.97% Pharmaceutical production/salesElmed Eisai Co., Ltd.Tokyo¥450 million100.00% Pharmaceutical salesKAN Research Institute, Inc.Kyoto¥70 million100.00% Basic researchEisai Distribution Co. Ltd.Kananawa Pref.1010.00% Pharmaceutical distributionEisai Distribution Co. Ltd.Kananawa Pref.To +52.4 -20.4TD/F17.1743TD/F17.1743Tf 0.1038Tc -0.3054	Company Name       Location       Voting rights       Description of Operations       Relationship/Operations         Sanko Junyaku Co., Ltd.       Tokyo       ¥5,262 million       50.92% Diagnostic product prod./sales       -         Sannova Co., Ltd.       Gunma Pref.       ¥926 million       79.97% Pharmaceutical production/sales       -         Elmed Eisai Co., Ltd.       Tokyo       ¥450 million       100.00% Pharmaceutical sales       -         KAN Research Institute, Inc.       Kyoto       ¥70 million       100.00% Basic research       (E) Pharmaceutical product         Eisai Distribution Co., Ltd.       Kanagawa Pref.       Y10 million       100.00% Pharmaceutical distribution       -         Figai Distribution Co., Ltd.       Kanagawa Pref.       Y10 million       100.00% Pharmaceutical distribution       (E) Pharmaceutical product         To Columna Prefishee Aro utical product Giftu Prefama       Y450 million       100.00% Pharmaceutical distribution       (E) Pharmaceutical product         72 a To Columna Prefishee Aro utical product Giftu Prefama       Y450 million       Y450 million       Y10 Pharmaceutical distribution       Y10 Pharmaceutical distribution       Y10 Pharmaceutical distribution       (E) Pharmaceutical product         72 a To Columna Prefishee Aro utical product Giftu Prefama       Y800 million       Y800 million       Y800 million       Y10 Pharmaceutical di

¥455 million

Sunplanet Co., Ltd. Tokyo

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Eisai Hong Kong Co., Ltd.	Hong Kong, China	500	HK\$		Pharmaceutical production/sales	(E) Pharmaceutical sales	* 1
Eisai Korea Inc.	Seoul, Korea	3,512,000	Won	100.00%	Pharmaceutical sales	-	

(Equity in Earnings in Associated Companies Accounted for Equity Method)

(As of March 31, 2004)

Company Name	Location			Voting rights	Description of Operations	Relationship/Operations	Note
Bracco-Eisai Co., Ltd.	Tokyo	340,000	Yen	49.00%	production/sales	(E) Contrast media purchase	
Eisai-Novartis Verwaltungs GmbH	Nuremberg, FRG	25				-	* 1,6
Hi-Eisai Pharmaceutical Inc.	Manila, Philippines	31,250	Peso	49.90% (1.45%)	Pharmaceutical prod./sales	(E) Pharmaceutical sales	* 1

Notes: \*1. Voting rights (%) ownership: Figures in parenthesis represent percentage indirectly owned by the Parent Company.

\*2. The stock of Sanko Junyaku Co., Ltd. is traded in the Over-the-Counter market (JASDAQ).

\*3. Specially designated subsidiary according to the stock exchange law. (E) indicates Eisai Co., Ltd.

\*4. Newly consolidated subsidiary, which was established in August, 2003 and has been in operation of pharmaceutical machinery sales succeeded from Eisai U.S.A., Inc.

\*5. The Parent Company has a less than 50 percent ownership in Eisai (Thailand) Marketing Co., Ltd., but is considered as a consolidated subsidiary under the application of the "controlling entity" standard.

\*6. Dymec Co., Ltd., Eisai Pharma-Chem Europe Ltd., and Eisai-Novartis Verwaltungs GmbH are in the process of liquidation.

\*7. In the consolidated financial results for the period under review, the only subsidiary whose sales exceed ten percent of consolidated sales is Eisai Inc. and its principal financial results are noted below.

Sales	¥196,109 mil.
Ordinary income	¥10,603 mil.
Net income	¥6,043 mil.
Shareholder's equity	¥23,574 mil.
Total assets	¥89,756 mil.

8. Food Additives and Chemicals Division of the Parent Company was split off into a newly incorporated wholly-owned subsidiary of the Parent Company, Eisai Food & Chemicals Co., Ltd. in April 2004.

\*9. Eisai Asia Regional Services Pte. Ltd. has changed its principle operations from pharmaceutical management and sales support to pharmaceutical importation and sales from April 2004.

capitalizing upon expansion of Alzheimer's disease treatment *Aricept* and proton pump inhibitor *Pariet* as well as aggressively pursuing business development including but not limited to strategic alliances. In connection with the world-largest U.S. market, the Company will aim at enhanced profitability by way of proactively implementing such measures as build-up of medical representatives and clinical researchers, and functional expansion of production and logistics in line with reinforcement of our own seamless value chain. In Japan, the Company seeks to fortify the business infrastructure through concentrating our managerial resources on focused areas such as neurology, gastroenterology and orthopedics. In addition, we endeavor to expand production facilities, thereby achieving stable product supply and cost reduction. In Europe, the Company envisions to facilitate business given the enlarging European Union (EU). As for Asian market, in the rapidly growing China market, build-up of medical representatives and ensuing expansion of marketing territories will shore up our business foundation therein.

(2) Franchise development of R&D

The Company concentrates R&D resources on the franchise areas of neurology and gastroenterology with a view to discovering new drugs of high efficacy, safety, and economical efficiency in order to address unmet medical needs. While utilizing the specific capabilities of the respective R&D facilities in relation to basic research, our research laboratories in Japan, the U.S. and Europe are facilitating global collaboration for purposes of efficient drug discovery. With respect to clinical research, the Company will promote global clinical development in Japan, the U.S. and Europe in order to seek early New Drug Applications (NDA) and develop product life-cycle management. At the same time, the Company will pursue continuous NDA through proactively promoting joint research, strategic alliances, and licensing activities with research organizations and corporations in Japan and overseas. Moreover, we look to enrich our pipeline by investing in oncology and Japan's orthopedics as prospective franchise candidates.

(3) Stable supply of pharmaceutical products of high-quality

At the manufacturing bases in Japan, the U.S. and Asia, we continue to deal with consistent delivery of high-quality products made in strict compliance with the quality standards in each country. In addition, we are committed to providing environment-friendly products by facilitating technological development and product design that leads to reduction in environmental burden.

#### (4) Promotion of corporate social responsibilities (CSR) management

The Company recognizes environmental conservation as an integral part of corporate social responsibilities (CSR). In our factories and laboratories the Company is implementing environmental control in accordance with the environmental management system (ISO14001) and pursuing reduction in environmental burden and prevention of global warming through promoting energy and resource conservation, reduction in waste, and recycling. Furthermore, the Company is making philanthropic investments for purposes of assisting social and cultural activities as evidenced by facilitation of natural science research with respect to human disease and its remedy together with dissemination of knowledge thereof, and promotion of interdisciplinary study of healthcare including pharmacoeconomics as well as development of young researchers. In this context, we compile 'Environmental and Social Report' incorporating the activities thereof every year and report to stakeholders ipso facto.

#### 3) Basic policy on profit appropriation

With respect to profit distribution, the Company intends to reward shareholders with stable dividends in consideration of the consolidated financial performance together with dividends on shareholders' equity ratio (DOE), and by the flexible implementation of share buyback. At the same time, the funds thereof will be allocated to enrich R&D activities and reinforce business infrastructure with an eye to strengthening competitive advantage among peers. In this connection, we are in pursuit of a targeted DOE ratio of 3% for the fiscal year ending in March 2007.

#### 4) Enhancement of corporate governance

(1) Basic policy and status quo

The Company, placing importance on enhancement of corporate governance, is dedicated to ensuring management transparency and fairness as well as agile decision-making in order to consistently bolster corporate value through fulfillment of social responsibilities and improvement in management quality.

In fiscal year 2000, the Corporate Governance Committee chaired by a newly introduced outside director that provides advice on nomination and remuneration of directors with the Board of Directors was established. Starting in fiscal year 2003, the Company has segregated the respective functions of

Chairperson of the Board and COO & CEO, thereby reinforcing the supervisory function of the Board while significantly delegating responsibilities and authority to executive officers.

Beginning in 2004, subject to approval by the general meeting of shareholders in June, the Company plans to adopt the 'Company with Committees System', aiming at even more 'enhancement of management transparency and fairness', 'improvement in management oversight function', and 'acceleration of decision-making by executive officers'. Main points thereof are summarized as follows;

\*The Board of Directors will have the appropriate number of outside directors that comprise the majority thereof.

\*The Nominating Committee, Compensation Committee, and Audit Committee will be established in accordance with the law.

The Nominating Committee and the Compensation Committee will be composed entirely of outside directors while the majority of the Audit Committee will consist of outside directors with the chairperson thereof being appointed statutory corporate auditors amounted to  $\pm$ 263 million and  $\pm$  84 million respectively, totaling at  $\pm$  347 million in the aggregate while the audit fees disbursed to an external auditor in connection with certificate of audit came to  $\pm$  53 million.

#### 5) Promotion of compliance

The Company, placing its management priority on compliance, has stipulated a Charter of Business Conduct and strived to ensure the observance thereof by all the officers and employees in their daily activities. While reforming the programs in pursuit of abidance by higher standards, the Company seeks to insure the compliance therewith in the entire Eisai Group on a continuous basis through soliciting utilization of the standing consultation contacts inside and outside the Company, implementing ongoing training sessions for officers and employees, and facilitating risk-assessment as to compliance together with countermeasures thereto in addition to completing the revisions of the code of conduct based on new guidance.

#### 3. Performance Review and Financial Position

Operating results for the period under review
 [Sales and income]
 Despite the cost-consciousness vis-à-vis

year-on-year while operating income amounted to ¥84,572 million, an increase of 8.8% year-on-year.

#### Other segments

Although sales in other segments declined 6.2% year-on-year to  $\pm$ 23,402 million mainly because of the divestiture of the animal health division in February 2003, the operating income thereof climbed 122.3% to  $\pm$ 1,448 million.

#### (2) Performance by geographical area

#### Japan:

Sales in Japan amounted to ¥260,945 million, up 4.1% while operating income came to ¥71,880 million, up 2.4%.

Sales of *Aricept* augmented to ¥28,419 million, up 30.0% and those of *Pariet*, for which we obtained an approval of additional indication of maintenance therapy for gastro-esophageal reflux disease (GERD) in July last year, soared to ¥14,614 million, an increase of 151.3% respectively. Meanwhile, operating income gained ground despite an increase in R&D expenditures.

#### North America:

Sales in North America expanded 8.3% to ¥194,518 million, and operating income rose 92.0% to ¥10,933 million.

Sales of *Aricept* surged 17.9% to ¥87,892 million while sales of *Aciphex* showed a steady growth of 1.7% to ¥105,514 million.

#### Europe:

Sales in Europe reached ¥34,838 million, up 27.5%, while operating income came to ¥3,416 million, up 41.0%.

Sales of *Aricept* advanced 36.9% to ¥22,760 million and sales of *Pariet* climbed 12.8% to ¥7,326 million respectively.

#### Asia and other regions:

Sales in Asia and other regions inched up 7.9% to  $\pm$ 9,861 million while operating income made an upturn by 7.4% to  $\pm$ 1,831 million. Meanwhile sales of *Aricept* amounted to  $\pm$ 2,490 million, up 8.9%, and sales of *Pariet* were bolstered to  $\pm$ 1,561 million, up 17.3%.

Total overseas sales excluding Japan grew to ¥239,218 million, an increase of 10.8%, accounting for 47.8% of the Company's total net sales.

#### [Profit distribution]

In connection with dividends payout, the Company intends to set the fiscal year-end dividend at ¥18 per share, together with the interim dividend of ¥18 per share, making an annual total divided of ¥36 per share, which is an increase of ¥4 per share over the previous year. In this context, dividends payout ratio and dividends on shareholders' equity ratio (DOE) will be 20.9% and 2.6% respectively.

#### 2) Financial condition for the period under review

[Assets, etc.]

Total assets at the end of the period under review stood at ¥615,776 million, an increase of ¥24,055 million from the end of the previous year. Marketable securities and investment securities, among other assets, were the main items that showed an increase while cash and cash equivalent together with trade receivables contracted.

Total liabilities amounted to ¥187,717 million, down ¥6,423 million from the end of the previous year. Reserve for sales rebates and accrued income taxes, among others, were the main items that registered a decline while accounts payable and accrued expenses increased.

Total shareholders' equity came to ¥419,461 million, an increase of ¥31,213 million from the end of the previous year, resulting in the shareholders' equity ratio of 68.1%, up 2.5 points.

#### [Capital expenditures]

Capital expenditures amounted to ¥25,423 million, a rise of ¥7,973 million year-on-year, most of which were used to upgrade production facilities and R&D laboratories in Japan and the U. S.

#### [Cash flow]

Net cash generated by operating activities for the period under review amounted to  $\pm$ 72,718 million, up  $\pm$ 15,112 million from the corresponding period of the previous year. Income before income taxes and minority interest rose  $\pm$ 12,697 million from the previous period to  $\pm$ 82,522 million. Major factors for the

#### 3) Progress in Research and Development

#### [Products under development]

The clinical trials are being extensively conducted with respect to our major global development projects such as E5564 for the treatment of sepsis, E7070, E7389 as anticancer agents, and E2007, a selective AMPA receptor antagonist. In the meantime, we have advanced the development stage to Phase II in connection with D2E7 for the treatment of rheumatoid arthritis, E0167, for the prevention of recurrence of tumors after treatment of hepatocellular carcinoma, E7210, an ultrasound medium and E2014 for the treatment of cervical dystonia onto trials. On the other hand, we withdrew the application for approval as to E2000, a muscle relaxant preparation that had been under development in Japan.

In conjunction with E2020 (Product name: *Aricept*), we filed new formulation applications for rapid disintegration (RPD) tablet, which is designed to make administration easier for elderly patients, with the U.S. and European Union's regulatory agencies in December 2003. In Japan, an application for RPD tablet filed with authorities was approved in February 2004.

As far as additional indications of E3810 (Product name: *Aciphex/Pariet*) are concerned, we obtained approval for on-demand therapy for symptomatic gastro-oesphageal reflux disease (symptomatic GORD) in April 2004, and submitted an application for the treatment of Zollinger-Ellison syndrome (ZES) in December 2003, both of which are in conformity with the E.U. mutual recognition procedure. In Japan, we obtained approval of additional indication for maintenance therapy of gastro-esophageal reflux disease (GERD) in July 2003.

Moreover, we have been authorized to market *Apnission Injection* as the treatment of apnea syndrome of prematurity, and as the new formulations, *Neophylin Injection Soft Bag* for primarily use at asthma attacks and *Warfarin* Tablet 0.5mg for the treatment and prevention of thromboembolism in February 2004 in Japan. A New Drug Application (NDA) as to T-614, for rheumatoid arthritis, and an additional indication application for *Cleactor*, a thrombolytic agent for the treatment of acute pulmonary embolism, were filed with Japan's regulatory agency in September and May 2003 respectively.

In addition to in-house development, the Company is also proactive in pursuing strategic alliances and licensing activities for marketed products and promising compounds. In Japan, *Maxalt*, a migraine treatment launched last September was in-licensed while in the U.S. and Europe, we acquired rufinamide (generic name), for which phase III trial was completed, and executed a product acquisition agreement this March as to *Zonegran*, which was already launched in the U.S. and a NDA was filed with EU authorities for, both anti-epileptic agents. Furthermore, we signed an agreement with Teva Pharmaceuticals Industries Ltd. for the global co-development of rasagiline for Alzheimer's disease and its co-promotion for Parkinson's disease in the U.S., which was filed with the FDA by Teva. As evidenced by the activities thereof, we are committed to further enriching our pipeline.

#### [Production]

Aiming at consistent supply of *Aricept* and *Aciphex/Pariet* to meet the increasing worldwide demand, the Company strives to enhance our production function by renewing or expanding the facilities.

In November 2003, expansion of formulation factory located in North Carolina was completed to expand its production capacity. Meanwhile, in Japan, construction of a new facility of the Misato Plant in Saitama Prefecture was initiated in February 2004 to reinforce manufacturing capacity of pharmaceuticals. In the Kashima Plant (Ibaraki Prefecture), the new facility with functions of both compound synthesis research and the production of drug substances is under construction, completion of which is expected in August 2004.

The Company is dedicated to enhancing the product quality and operational safety while taking environmental conservation into consideration and seeking reduction in production cost on a continuous basis.

#### [Activities for environmental conservation]

The Company, highly aware of the global environmental issues, is promoting business activities in consideration of environmental conservation through various ways such as energy-conservation, reduction in CO<sub>2</sub> emission and

waste generation, and recycling in line with the targeted goals set forth in the long- term plan.

In relation to safety and occupational health, we obtained 'OHSAS18001', a certification standard for the Occupational Health and Safety Management System, at the Kashima Plant in November 2003, following the precedent of the Kawashima Plant (Gifu Prefecture).

4) Outlook for the fiscal year 2004

We hereby provide the financial forecast on a consolidated basis for the full fiscal year ending March 2005 as follows:

Net sales: ¥520,000 million (4.0% increase year-on-year) Operating income: ¥86,000 million (3.5% increase year-on-year) Ordinary income: ¥86,000 million (3.1% increase year-on-year) Net income: ¥52,000 million (3.7% increase year-on-year) (Assumptions) US\$1=¥105, Euro 1=¥125, Sterling Pound 1=¥185

With respect to net sales, despite the harsh business environment as represented by downward revision of the drug prices listed on the national health insurance system implemented this April in Japan, increasingly intensified competition at home and abroad, and upward trend in Yerls appreciation, we expect a sustainable growth, capitalizing upon, among other factors, further expansion of *Aricept* and *Aciphex/Pariet* in the respective nations of the world as well as additional boost by anti-epileptic agent *Zonegran,* which was newly in-licensed in the U.S. and Europe.

In conjunction with profits, we also envision an advance, building upon improvement in cost-to-sales ratio and efficiency in managerial resources in spite of proactive investment in R&D on a continuous basis.

Regarding dividends, we plan to repatriate an annual total dividend of ¥42 per share, an increase of ¥6 per share over the previous year.

(an interim dividend: ¥21 per share, a fiscal year-end dividend: ¥21 per share)

#### Safe Harbor Statement

Materials and information provided during this financial disclosure may contain "forward-looking

### EISAI CO., LTD. 4-1) CONSOLIDATED BALANCE SHEET (ASSETS)

		Mar	March 31, 2003			ch 31, 2004		Increase (Decrease)
Account Title	Note	(Millions	s of Yen)	(%)	(Millions of Yen)		(%)	(Millions of Yen)
ASSETS								
Current assets:								
Cash and time deposits			¥101,263			¥56,703		
Accounts and notes receivable-trade			149,049			132,103		
Short-term investments			35,335			98,189		
Inventories			35,061			35,108		
Deferred tax assets			19,285			21,596		
Other current assets			9,187			10,738		
Allowance for doubtful receivables			(201)			(249)		
Total current assets			348,981	59.0		354,191	57.5	5,209
Fixed assets:								
Property, plant and equipment								
Buildings and structures	4	129,597			135,034			
Accumulated depreciation		72,441	57,155		75,065	59,968		
Machinery, equipment and vehicles	4	88,210			88,991			
Accumulated depreciation		65,724	22,486		67,167	21,823		
Land	2		19,097			17,247		
Construction in progress			4,464			8,579		
Others	4	36,139			37,514			
Accumulated depreciation		27,658	8,480		28,442	9,071		
Net property, plant and equipment			111,685	18.9		116,690	19.0	5,005
Intangible assets			16,035	2.7		15,055	2.4	(979)
Investments and other assets								
Investment securities	1		66,994			82,427		
Long-term loans receivable			98			55		
Deferred tax assets			18,778			17,940		
Other assets	1		30,077			30,490		
Allowance for doubtful receivables			(929)			(1,074)		
Total investments and other assets			115,019	19.4		129,839	21.1	14,820
Total fixed assets			242,739	41.0		261,585	42.5	18,845
Total			¥591,721	100.0		¥615,776	100.0	¥24,055

### EISAI CO., LTD. 4-2) CONSOLIDATED BALANCE SHEET (LIABILITIES, MINORITY INTERESTS AND SHAREHOLDERS' EQUITY)

		March 31, 2003		March 31, 2004		Increase (Decrease)
Account Title	Note	(Millions of Yen)	(%)	(Millions of Yen)	(%)	(Millions of Yen)
LIABILITIES						,
Current liabilities:						
Accounts and notes payable-trade		¥16,134		¥15,864		
Short-term borrowings		35		191		
Current portion of straight bonds	2	100		_		
Accounts payable-other		41,145		45,355		
Accrued expenses		22,595		28,635		
Accrued income taxes		23,026		16,757		
Reserve for sales rebates		37,574		23,319		
Other reserves		796		896		
Other current liabilities		4,584		3,956		
Total current liabilities		145,992	24.7	134,975	21.9	(11,016)
Long-term liabilities:						
Deffered tax liabilities		344		321		
Liability for retirement benefits		45,417		49,877		
Retirement allowances for directors and corporate auditors		1,764		1,846		
Excess of net assets over cost		178		245		
Other long-term liabilities		443		449		
Total long-term liabilities		48,148	8.1	52,741	8.6	4,592
Total liabilities		194,140	32.8	187,717	30.5	(6,423)
Minority Interests		9,332	1.6	8,598	1.4	(734)
Shareholders' equity:						
Common stock	5	44,985	7.6	44,985	7.3	_
Capital surplus		55,222	9.3	55,222	8.9	
Retained earnings		302,669	51.2	342,830	55.7	40,161
-		1,424	0.2	8,682	1.4	7,257
Foreign currency translation adjustments		(1,502)	(0.2)	(6,273)	(1.0)	(4,770)
Treasury stock	5	(14,551)	(2.5)	(25,987)	(4.2)	-
Total shareholders' equity		388,247	65.6	419,461	68.1	31,213
Total		¥591,721	100.0	¥615,776	100.0	¥24,055

## CONSOLIDATED STATEMENTS OF INCOME

	1 1				20	03		
			Accou	int Title	nt Title		(Millions of (Decrease)	Yen)
	Net sa	l <b>les</b> of sales	(%)			(%)	(Millions of Yen)	
		s p <del>¥ol</del> f@6n6sla7e	<sub>s</sub> 100.0		¥500,164	100.0		1
		102,467	22.0		97,181	19.4		
		364,145	78.0		402,982	80.6	( , ,	
	Selling	, generîaî4a	nd and h	inistrative	expense <sup>2</sup> 87	0.0	(96)	
Gross profit	Rese	arc <b>B&amp;A</b> ddelve	lop7n%eAt	expenses	402,945	80.6	38,933	
		ng, general and			es			
		ting income		69,018				
	2284430	perating <sup>48</sup>		250,865	319,884	64.0		-
		75,863	16.3		83,061	16.6	7,197	
		end income						
Interest income		rtization of exc						
		y in earnings o			S			
		r non-operating						
	Non <sup>4</sup> o	perating exe	spense	<b>s</b> 31			(100)	
	866 Inter	est expense	0.6	490	2,311	0.5	(486)	
	Fore	gn exchange l	osses					
	56			28				
		r non-operating	g expens					
Depreciation expense		ry Income	0.6	279 706	1 000	0.4	(522)	
		ordin <del>arý4n</del> o			1,990	0.4	(533)	
		on sa <b>les b</b> Pfixe			83,382	16.7	7,244	-
		on sales of inv sal of allowand						
	36	isal of alloward		ubtiui recenciado 1	les			
	61			59				
Gain on exemption from obligation of substitutional	•	on sales of bu	siness	3,732				
portion of employees' Welfare Pension Fund		r extra-ordin						
		ordinary los	-	_				
		on disp65sal		assets 14	4,408	0.9	3,754	
	9.745	on impairm	ent of s	ecuritte, 3751				
Additional severance payment	Los <u>s</u>	on vitamin E lit	igation s					
	4,261			112				
		er extra-ordir	-					
		e before ind	ome t	axes and m	nority			
	intere:							
		e taxes-curi						
		e taxes-defe						-
		ty interests						
	Net in	come						

### CONSOLIDATED STATEMENTS OF CAPITAL SURPLUS /RETAINED EARNINGS

Capital surplus				
		¥55,125		¥55,222
Capital surplus ending balance	97	97 55,222	-	- 55,222
		275,051		302,669
	41,027	41,027	50,148	50,148
- Bonuses to Directors	4,023 9,288 98	13,410 ¥302,669	- 9,920 66	9,987 ¥342,830
		+002,000		+0+2,000

### EISAI CO., LTD. 7. CONSOLIDATED STATEMENTS OF CASH FLOWS

		April 1, 2002- March 31,2003	April 1, 2003- March 31,2004	Increase (Decrease)
	Note	(Millions of Yen)	(Millions of Yen)	(Millions of Yen)
		¥69,825	¥82,522	
		17,965	18,488	
Amortization of excess of net assets over cost		(61)	(72)	
		264	214	
		(1,821)	(1,718)	
		56	28	
		(47)	(31)	
		959	2,151	
		12,068	12,605	

#### BASIS OF PRESENTING CONSOLIDATED FINANCIAL STATEMENT

April 1, 2002- March 31, 2003

1.Scope of Consolidation Consolidated subsidiaries: 33 Companies Major subsidiaries: Sanko Junyaku Co., Ltd. Sannova Co., Ltd. Eisai Inc. Eisai Research Institute of Boston, Inc.

Palma Bee'Z Research Institute Co., Ltd. and Eisai Medical Research Inc. were established and newly consolidated during this period. Eland Co.,Ltd., Takehaya Co., Ltd., Kawashima Co., Ltd., Seiansha Co., Ltd., and Gakuen Shoji Co., Ltd. were merged into Sunplanet Co., Ltd. (surviving company) in April 2002. April 1, 2003- March 31, 2004

April 1, 2002- March 31, 2003 Derivatives are stated at fair market value. April 1, 2003- March 31, 2004

(c) Inventories

April 1, 2002- March 31, 2003

April 1, 2003- March 31, 2004

period.

(c) Other reserves

For the Parent Company and certain consolidated

(e) Retirement allowances for directors and corporate auditors

The Parent Company and certain consolidated subsidiaries in Japan provide a reserve for retirement allowances for directors and corporate auditors in the amount required in accordance with internal regulations as if all directors and corporate auditors were to retire at the end of the period.

(5) Standards for translation of principal assets and liabilities in foreign currencies into Yen

Monetary receivables and payables determined in foreign currency are translated into Yen at the exchange rate at the balance sheet date. The foreign exchange gains and losses from translation are recognized in the statements of income. Assets and liabilities of subsidiaries outside Japan are translated into Yen based on the spot rate as of the balance sheet date, income, and expense thereof are translated into Yen based on the average rate during the period and any difference arising out of such translation is includeTc 0.eof suc 0 -12.6 TD 0.0123 TD Succemency 00Mranslatele, inco7j -2.6 TD -0.0728 Tc 0.0872 Tw (reaD -0.13) April 1, 2002- March 31, 2003

April 1, 2003

### Changes in Accounting Policy

April 1, 2002-March 31, 2003	April 1, 2003-March 31, 2004
1. Application of the Accounting Standard on the Legal Surplus and the Reversal of Legal Surplus etc. The Company applied the Accounting Standard on the Legal Surplus and the Reversal of Legal Surplus etc. (Corporate Accounting Standard, Sub-paragraph 1) to the statement from this period. The effect of this application to profits and losses for this period is insignificant. Consequently, 4,023 million yen of loss from treasury stock sold was presented as an item of Decrease in retained earnings in the statements of capital surplus / retained earnings. In accordance with the revision of the Regulations of Consolidated Financial Statements, shareholders' equity section in the consolidated balance sheet and the consolidated statement of retained earning for the period were provided under the revised regulations.	
<ul> <li>2. Earnings per share</li> <li>The Company applied the Accounting Standard on the Net Income per Share (Corporate Accounting Standard, Sub-paragraph 2) and the Application</li> <li>Guidance of Accounting Standard on Net Income per Share (Application Guidance of Corporate Accounting Standard, Sub-paragraph 4) to the statement from this period.</li> <li>Effects of this application is presented in "16.</li> <li>ASSETS, EARNINGS PER SHARE".</li> </ul>	

### NOTES TO CONSOLIDATED BALANCE SHEET

				-				
March 31, 2003			March 31, 2004					
*1. Account titles and amounts of investments in			*1. Account titles and amounts of investments in					
associated compani					iated compani			
Marketable securities (stocks) ¥343 mil.		Marketable securities (stocks)			¥363 mil.			
Investments in oth			1mil.	Investments in other assets				1mil.
*2. Pledged assets and	l debts			*2.				
Pledged assets								
Land	Land 82 mil.							
Pledged debts								
Corporate bonds			100 mil.					
3. Contingent debts The Parent Company is a solidarity guarantee for the following warrantees.		3. Contingent debts The Parent Company is a solidarity guarantee for the following warrantees.						
Warrantee	Item	Yen			Warrantee	Item	Yen	
		(mil.)					(mil.)	
Employees	Housing loans	138			Employees	Housing loans	131	
<ul> <li>*4. 205 million yen was deducted from acquisition cost of tangible fixed assets at the end of the period by the reduction-entry of state subsidies. Details of reduction entries are as follows;</li> <li>Buildings and structures 20 million yen Machinery, equipment and vehicles</li> <li>185 million yen</li> <li>Others 0 million yen</li> </ul>			of tangible fixed assets at the end of the period by the reduction-entry of state subsidies. Details of reduction entries are as follows; Buildings and structures 19 million yen Machinery and equipment 184 million yen Tools, furniture and fixtures 125 million yen					
*5. Issued stocks Common stock 296,566,949 shares Treasury stocks Common stocks 4,776,395 shares		*5. Issued stocks Common stock 2 Treasury stocks Common stocks		296,566,949 shares 8,789,679 shares				

### NOTES TO THE CONSOLIDATED INCOME STATEMENT

April 1, 2002-March 31, 2003	April 1, 2003-March 31, 2004				
*1. Total general and administrative expenses and research and development expenses included in manufacturing expenses for the period. ¥59,704 mil.		*1. Total general and administrative expenses and research and development expenses included in manufacturing expenses for the period. ¥ 69,018 mil.			
*2. Principal profits on sales of fixed assets:	13 mil.	*2. Principal profits on sales of fixed assets: Land ¥ 569 mil.			
*3. Enterprise transfer profit is net gains and log the veterinary products business transfer.	*3				
*4. Loss on disposal of fixed assets	*4. Loss on disposal of fixed assets				
Machinery, equipment and vehicles	ses lirect	Buildings and structures ¥1,014 mil. Land ¥1,389 mil. *5.			
*6.	*6. Loss on litigation An extraordinary loss recorded as "Loss on litigation" including additional expenses associated with civil settlements on vitamin E sale and patent infringement litigation expenses.				
*7. Other Extraordinary Loss mainly consists of contents as follows:		*7. Other Extraordinary Loss mainly consists of contents as follows:			
Loss on impairment of golf club membership ¥ 4	l01 mil	Loss on disposal of obsolete inventories Loss on liquidation of subsidiaries Loss on restructuring of subsidiaries ¥ 176 mil.			

### **8. SEGMENT INFORMATION**

**1. Industry Segment Information**(1) For the fiscal year ended March 31, 2003

(1) For the fiscal year ended March 31, 2003				(Millions of Yen)	
	Pharma- ceuticals	Others	Total	Eliminations and Corporate	Consolidated
<ul><li>I. Sales and operating income/loss</li><li>(1) Sales to customers</li><li>(2) Intersegment sales</li></ul>	¥441,663 234	¥24,949 15,781	,		¥466,613 -
Total sales	441,898	I			I I

(4) Operating expenses that are not allocated to each segment, and are included in eliminations and corporate, consist mainly of administrative expenses incurred at headquarters.

For the year ended March 31, 2003: ¥2,578 million For the year ended March 31, 2004: ¥2,997 million

(5) Corporate assets included in eliminations and corporate, consist mainly of surplus operating capital (cash and marketable securities), long-term investments (investment securities) and administrative capital.

For the year ended March 31, 2003:	¥151,890 million
For the year ended March 31, 2004:	¥161,524 million

#### 3. Overseas Sales

(1) For the period ended March 31, 2003

(Millions of Yen) North Asia and America Europe Others Total ¥233,458502.2 0.6 26.4 1. Overseas sales ¥185,870 ¥36,026 ¥11,561

## **11. INCOME TAXES**

April 1, 2002 – March 31	, 2003
<ol> <li>Details of principal deferred tax liabilities are noted below.</li> <li>(1) Current assets</li> </ol>	cassets and
Deferred tax assets	(Millions of Yen)
Clinical research expense	`¥5,179
Unrealized gain on intercompa	,
sales of inventory	4,605
Accrued bonuses	2,701
Sales return reserve	2,238
Accrued enterprise tax	1,903
Other	3,079
Sub-total	¥19,708
Less valuation allowance	(145)
Total deferred tax assets	¥19,562
Deferred tax liabilities	
	(1/264)
Cost of goods differential Others	(¥264)
Total deferred tax liabilities	(¥276)
I Utal deletted tax liabilities	(=270)
Net deferred tax assets(	

April 1, 2003 - March 31, 2004

April 1, 2002 – March 31, 2003	April 1, 2003 – March 31, 2004
* Each net deferred tax asset has been presented as follows in the balance sheet;	* Each net deferred tax asset has been presented as follows in the balance sheet;
(Millions of Yen) Current assets – Deferred tax assets ¥19,285 Current liabilities – Deferred tax liabilities ¥-	(Millions of Yen) Current assets – Deferred tax assets ¥21,596 Current liabilities – Deferred tax liabilities ¥-
Fixed assets – Deferred tax assets ¥18,778 Long-term liabilities – Deferred tax liabilities ¥344	Fixed assets – Deferred tax assets ¥17,940 Long-term liabilities – Deferred tax liabilities ¥321
2. Since the effective income tax rates of the Company differed from the statutory tax rate by less than 5% disclosure of details is omitted.	2. Same as at the left
3. Change of tax rate Corporate enterprise tax rate will be changed from April 1, 2004 under the revision of Sub-paragraph 9 of the Local Tax Law issued on March 31, 2003. In accordance with this change, legal effective tax rate, obtained from deferred tax assets and liabilities related to temporary differences which are expected to be dissolved after April 1, 2004, was changed from 41.6% to 41.0%. Because of this change, deferred tax assets (after deferred tax liability deduction) in the consolidated balance sheet decreased 299 million yen, other loss on impairment of securities increased 17 million yen and income tax-deferred in the consolidated statement of income increased 316 million yen.	3.

## **12. SECURITIES**

## 1. MARKET VALUE OF HELD-TO-MATURITY SECURITIES

					(Millio	ons of Yen)
	Period	Ended Mar-3	1-2003	Period Ended Mar-31-2004		
Carrying amounts lower	Carrying	Aggregated	Unrealized	Carrying	Aggregated	Unrealized
than aggregated fair value	amount	fair value	gain	amount	fair value	gain
1. Government bonds	¥_	¥_	¥_	¥_	¥_	¥
2. Corporate bonds	12,422	12,991	569	20,811	20,937	125
3. Other	4,398	4,405	6	23,997	24,003	6
Sub-total	¥16,821	¥17,396	¥575	¥44,808	¥44,940	¥132
Carrying amounts higher	Carrying	Aggregated	Unrealized	Carrying	Aggregated	Unrealized
than aggregated fair value	amount	fair value	loss	amount	fair value	loss
1. Government bonds	¥_	¥_	¥_	¥_	¥_	¥_
2. Corporate bonds	26,130	23,801	(2,328)	20,412	20,301	(111)
3. Other	1,999	1,999	(0)	3,999	,	```
Sub-total	¥28,129	¥25,800	(¥2,328)	¥24,412	¥24,301	(¥111)
TOTAL	¥44,950	¥43,197	(¥1,753)	¥69,221	¥69,242	

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# 3. OTHER MARKETABLE SECURITIES SOLD DURING THE FISCAL YEAR PERIOD

					(Millions of Yen)
(April 1, 2002– March 31, 2003) (April 1, 2003– March 31, 2004)					
Sales amount	Gain on sales	Loss on sales	Sales amount	Gain on sales	Loss on sales
¥229	¥36	¥1	¥1,645	¥21	¥62

#### 4. HELD-TO-MATURITY SECURITIES AND AVAILABLE-FOR-SALE SECURITIES OF WHICH FAIR VALUE IS NOT READILY DETERMINABLE

(Millions of Yen)

	Period Ended March 31, 2003	Period Ended March 31, 2004
1. Held-to-Maturity Securities Unlisted foreign bonds	-	-
<ol> <li>Available-for-sale securities Unlisted stocks, except OTC traded stocks</li> </ol>	¥4,364	¥4,221
MMF, etc.	20,549	35,024
Preferred investment securities Unlisted bonds	5,000 —	5,000 ¥28,097

#### 5) THE CARRYING VALUES OF AVAILABLE-FOR-SALE AND HELD-TO- MATURITY SECURITIES AT CONTRACTUAL MATURITIES AS OF MARCH 31, 2004

(Millions of Yen)

-									
		Period Ended Mar-31-2003				Per	iod Ended	Mar-31-2	004
		Due	Due after	Due after		Due	Due after	Due after	
		within 1	1 year	5 years	Due after	within 1	1 year	5 years	Due after
		year or	through 5	through	10 years	year or	through 5	5	10 years
		less	years	10 years		less	years	10 years	
I.	Bonds								
	Government bonds	¥1,365	¥_	¥_	¥_	¥_	¥_	¥_	¥_
	Corporate bonds	7,306	16,705	15,016	_	33,110	23,909	12,513	_
	Other	5,997	400	_	-	27,596	399	_	-
П.	Other	116	4,063	81		2,457	1,276		_
Tot	al	¥14,786	¥21,168	¥15,098	¥_	¥63,165	¥25,585	¥12,513	¥_

## **13. DERIVATIVE FINANCIAL INSTRUMENTS**

			Fair value	Unrealized loss			Fair value	Unrealized gain(loss)
		Over 1 Year				Over 1 Year		
Foreign currency Forward contracts								
Payables: U.S. dollar	¥6,307	¥_	¥6,331	(¥24)	¥6,470	¥–	¥6,284	¥185
Euro	_	_	_	_	854	_	812	41
Receivables: Yen	¥542	¥_	¥530	(11)	¥613	¥_	¥603	(10)
Total				(¥35)				¥217

#### Note:

Period Ended Mar-31-2003	Period Ended Mar-31-2004
Market value calculation methods:	Market value calculation methods:
The fair market values were estimated based on	Same as in the left
market guotations	

## **14. PENSION PLANS AND RETIREMENT BENEFIT COST**

(Millions of Yen)

Period Ended Mar-31-2003

Period Ended Mar-31-2004 Certain subsidiaries in Jap 1. Outline of pension plan pension type of the joint pe

The Parent Company

Certain overseas subsidiar The Parent Company adopts defined-beactiefinged of ntribution plan the stand-alone employees' welfare plan defined-benefit plan. termination allowance plan, 45% of which In some cases these comp

severance.

pension scheme and a term

2. (Liability) asset for employ benefits at March 31, 20

benefits a 292.2 445.863,268								
Net unfunded liability(93,292)Unrecognized transitional obligation7,187Unrecognized actuarial loss49,995								
Unrecognized prior service cost (Note 2)								
<pre>(9.307) Net liability for retirement benefits (¥45,417) Notes: (1) Includes substitutional portion of employees ' Welfare Pension Fund.</pre>								
<ul> <li>(2) Reflects the change s in guarantee period and relevant regulation.</li> <li>(3) Certain subsidiaries retirement allowance s are calculated according to a simple method.</li> </ul>								
3. Components of the net periodic benefit costs								
(Millions of Yen)Service cost (Note 1,3)¥5,468Interest costs4,287Expected return on plan assets(2,504)Amortization of transitional obligation3,600Recognized actuarial loss8,428Amortization of prior service cost (Note 2)								
(3,540) Contribution and others <u>532</u> Net periodic benefit costs <u>¥ 16,270</u>								

Notes:

- After deduction of the amounts borne by employees in accordance with the Japanese Welfare Pension Law.
- (2) Reflects the current amortization of prior service cost described in Note (1) of "2. (Liability) asset for employees retirement benefits."
- (2) Includes all benefit costs of consolidated

Equity value per share	1,457.47 yen
Earnings per share	172.11 yen
Fully diluted earnings per share	172.11 yen

Note: The basis of the report of net earnings per share and fully diluted earnings per share are as follows:

	Period Ended March 31- 2003	Period Ended March 31- 2004
Net earnings per share		
Net income (mil. yen)	41,027	50,148
Amount not attributed to common share (mil. yen)	66	34
(Bonuses to directors through appropriation of earnings) (mil.yen)	(66)	(34)
Net income on common shares (mil.yen)	40,960	50,114
Average number of common shares outstanding (thousand shares)	290,163	291,169
Fully diluted earning per share Adjusted net income (mil. yen) (Interest expenses (after tax)) (mil. yen) (Others (after tax)) (mil. yen)		

(Others (after tax)) (mil. yen) Increa0915.4 0 TD 0 Tc 0.1644 Tw () Tj -13 (Inter (Convertible bond (thousand shares)) (Pre-emptive rights (thousand shares)) (New share subscription rights (thousand shares))

Pharmaceuticals	¥441,663	94.7	¥476,761	95.3
Japan	228,011	48.9	239,775	47.9
North America	178,381	38.2	193,546	38.7

## EISAI CO., LTD. NON-CONSOLIDATED ANNUAL FINANCIAL REPORT RELEASE

#### 1. NON-CONSOLIDATED ANNUAL FINANCIAL RESULTS (APRIL 1, 2003 - MARCH 31, 2004)

(.,	•••••••	•••••••					
Period	Net Sales	Percent Change	Operatii Income	U	Percent Change	Ordinary Income	Percent Change
April 1, 2003- March 31, 2004	¥303,626mil.	4.8%	¥67,057	mil.	2.7%	¥66,559 mil.	2.7%
April 1, 2002- March 31, 2003	¥289,603 mil.	5.3%	¥65,273	mil.	2.1%	¥64,805 mil.	(1.8)%
Period	Net Income	Percent Change	Earnings per Share (EPS)	Fully Diluted EPS	Retur I on Equi	Income/	Ordinary Income/ Net Sales
April 1, 2003-							

#### (1) RESULTS OF ANNUAL OPERATIONS

March 31, 2003 10.9% ¥34,174 mil. ¥117.57 Note 1: Average number of shares outstanding:

¥41,883 mil.

Fiscal year ended March 31, 2004:

291,169,072 shares

13.3%

13.9%

21.9%

22.4%

10.7%

9.3%

Fiscal year ended March 31, 2003: 290,163,720 shares Note 2: There have not been changes in accounting methods used by Eisai Co., Ltd. (hereinafter referred to as 'the Company') during the period ended March 31, 2004 and 2003.

¥143.73

Note 3: Percentage increase (decrease) compares periods ended March 31, 2004 and 2003.

22.6%

#### DIVIDENDS (2)

March 31, 2004

April 1, 2002-

Period	Div	/idends per Sh	are	Dividends	Payout	Dividends	
Fellou	Annual	Interim	Year End	Paid (Annual)	е	d Maoi0p0  T	c -0.102 Tw (
April 1, 2003-	Note 2:						
March 31, 2004	¥36.00	¥18.00	¥18.00	¥10,432 mil.	25.0%	2.6 %	
April 1, 2002-							
March 31, 2003	¥32.00	¥16.00	¥16.00	¥9,289 mil.	27.2 %	2.5 %	

¥143.72

¥116.47

#### (3) FINANCIAL POSITION

Year End	Total Assets	Shareholders' Equity	Shareholders' Equity to Total Assets	Shareholders' Equity per Share
March 31, 2004	¥515,630 mil.	¥405,085 mil.	78.6%	¥1,407.52
March 31, 2003	¥482,913 mil.	¥377,475 mil.	78.2%	¥1,293.44

Note 1: Number of shares issued and outstanding:

• As of March 31, 2004: 287,777,270 shares Note 2: Treasury Stock (shares): • As of March 31, 2004:

• As of March 31, 2003: 291,790,554 shares

8,789,679 shares

• As of March 31, 2003:

#### 4,776,395 shares

## 2. NON-CONSOLIDATED FINANCIAL FORECAST FOR THE FISCAL YEAR ENDING MARCH 31, 2005

		Ordinary	Net	Divide	ends per S	hare
Period	Net Sales	Income	Income	Interim	Year	Annual
					End	
April 1, 2004 – September 30, 2004	¥147,000 mil.	¥33,500 mil.	¥20,500 mil.	¥21.00	_	_
April 1, 2004 – March 31, 2005	¥297,000 mil.	¥63,000 mil.	¥38,500mil.	_	¥21.00	¥42.00

Note: Forecasted Annual Earnings per Share (EPS): ¥133.78

Assumptions associated with the above forecast are noted on page 17 of the Consolidated Subsidiaries Annual Financial Report Release.

All figures less than ¥1,000,000 have been omitted.

## EISAI CO., LTD. 1-1) NON-CONSOLIDATED BALANCE SHEET (ASSETS)

			91st Period ch 31, 2003			92nd Perioo h 31, 2004		Increase (Decrease)
Account Title	Note	(Millions	s of Yen)	(%)	(Millions	of Yen)	(%)	(Millions of Yen)
ASSETS								1011
Current assets:								
Cash and time deposits			¥57,497			¥42,274		
Notes receivable-trade	2		10,677			11,560		
Accounts receivable-trade	2		93,814			102,219		
Short-term investments			30,681			52,032		
Merchandise			5,769			6,079		
Finished goods			8,455			7,406		
Semi-finished goods			5,948			6,659		
Raw materials			3,383			3,460		
Work in process			988			771		
Supplies			1,263			1,197		
Advances			280			69		
Deferred tax assets			11,059			12,072		
Short-term loans receivable	2		7,628			8,708		
Other current assets	2		5,790			7,139		
Allowance for doubtful receivables								
Total current assets			(12) 243,226	50.4		(8) 261,640	50.7	18,413
Fixed assets:			243,220	50.4		201,040	50.7	10,413
Property, plant and equipment	4	00 4 40						
Buildings	4	92,140	26.002		96,954 57 564	20.200		
Accumulated depreciation Structures	4	55,258 7,246	36,882		57,564 7,504	39,390		
Accumulated depreciation	4	5,208	2,038		7,504 5,370	2,133		
Machinery and equipment	4	67,802	2,030		68,600	2,155		
Accumulated depreciation	4	53,728	14,073		55,354	13,246		
Vehicle and delivery equipment		378	14,073		395	10,240		
Accumulated depreciation		338	39		350	44		
Tools, furniture, and fixtures	4	27,774			29,039			
Accumulated depreciation		21,733	6,041		22,579	6,460		
Land		,	10,758		,0:0	10,609		
Construction in process			2,768			7,275		
Total property, plant and equipment			72,601	15.0		79,159	15.4	6,557
Intangible assets								
Patents			144			115		
Software			11,833			10,882		
Telephone subscription right			118			118		
Utility right			106			127		
Other intangible assets			1			0		
Total intangible assets			12,203	2.5		11,243	2.2	(960)
Investments and other assets								
Investments securities			61,752			71,827		
Investments securities in subsidiaries and			42,496			42,508		
associated companies								
Investments			179			141		
Investments in subsidiaries			3,781			3,781		
Long-term loans receivable			51			25		
Long-term loans to employees			5			4		
Long-term loans to subsidiaries			2,400			2,428		
Long-term prepaid expenses			1,672			2,752		
Insurance reserve			23,171			22,709		
Guarantee money paid			2,420			2,292		
Deferred tax assets			18,609			17,013		
Other assets			3,757			2,834		
Allowance for doubtful receivables			(5,416)			(4,731)	<u> </u>	
Total investments and other assets			154,882	32.1		163,587	31.7	8,705
Total fixed assets			239,687	49.6		253,990	49.3	
Total			¥482,913	100.0		¥515,630	100.0	¥32,716

## EISAI CO., LTD. 1-2) NON-CONSOLIDATED BALANCE SHEET (LIABILITIES, AND SHAREHOLDERS' EQUITY)

			91st Period ch 31, 2003			92nd Period ch 31,2004		Increase (Decrease)
Account Title	Note	(Millions	of Yen)	(%)	(Millions	of Yen)	(%)	(Millions of Yen)
LIABILITIES AND								
SHAREHOLDERS' EQUITY								
Current liabilities:								
Notes payable-trade			¥820			¥729		
Accounts payable-trade			7,197			6,360		
Accounts payable-other	2		17,001			20,242		
Accrued expenses			11,093			13,519		
Accrued income taxes			18,168			12,590		
Consumption tax payable			919			369		
Advances received			53			49		
Deposits payable			5,077			6,639		
Reserve for sales returns			531			573		
Reserve for write-off of goods returned			250			313		
Reserve for sales rebates			793			1,001		
Other reserves			14			_		
Total current liabilities			61,923	12.8		62,390	12.1	466
Long-term liabilities:								
Liability for retirement benefits			41,894			46,468		
Retirement allowances for directors and			1,620			1,686		
corporate directors								
Total long-term liabilities			43,514	9.0		48,155	9.3	4,640
Total liabilities			105,438	21.8		110,545	21.4	5,106
Shareholders' equity:								
Common stock	1		44,985	9.3		44,985	8.7	_
Capital surplus								
Additional paid-in capital			55,222			55,222		
Total capital surplus			55,222	11.4		55,222	10.7	_
Retained earnings								
Legal reserve			7,899			7,899		
Voluntary reserves:								
Reserve for the reduction of fixed assets		123			124			
General reserve		250,880	251,003		270,880	271,004		
Unappropriated retained earnings for the period			31,665			43,566		
Total retained earnings			290,569	60.2		322,470	62.6	31,901
Net unrealized gain on available-for-sale securities			1,249	0.3		8,393	1.6	7,143
Treasury stock	1		(14,551)	(3.0)		(25,987)	(5.0)	(11,435)
Total shareholders' equity			377,475	78.2		405,085	78.6	27,610
Total			¥482,913	100.0		¥515,630	100.0	¥32,716

## EISAI CO., LTD. 2. NON-CONSOLIDATED STATEMENTS OF INCOME

Gross profit			Note 2 1		¥289,603 85,530 204,072 107 203,965	(%) 100.0 29.5 70.5 0.1 70.4		¥303,626 83,532 220,094 41 220,052	(%) 100.0 27.5 72.5 0.0 72.5	Increase (Decrease) (Millions of Yen) ¥14,023 (1,997) 16,021 (65) 16,087
			1	57,625			67,381			
				81,065	138,691	47.9	85,613	152,995	50.4	14,304
					65,273	22.5		67,057	22.1	1,783
Interest incor	ne			85			82			
Interest on se	ecurities			552			405			
			-	455			500			
Rents income	e		2	512	0.450		486	4 07 4		(170)
				544	2,150	0.8	200	1,674	0.5	(476)
				26			32			
Bond interest	expenses			15			_			
Stock issue of	costs			5			_			
				159			146			
Depresietien				1,677 266			1,272 279			
Depreciation	expenses			∠66 466	2,618	0.9	279 441	2,172	0.7	(446)
				.50	64,805	22.4		66,559	21.9	1,753
					,			,	•	-,
Gain on sales	s of fixed assets		4	1			1			
5 748	3	744								

Provision for allowance for doubtful receivables		41			322			
Loss on revaluation of securities		4,209			97			
Loss on vitamin E litigation settlement	6	1,090			_			
Loss on litigation	7	_			422			
Other extraordinary loss		421	6,511	2.3	486	2,072	0.7	(4,438)
			58,847	20.3		69,205	22.8	10,357
		29,708			31,704			

## EISAI CO., LTD. 3. APPROPRIATIONS OF RETAINED EARNINGS

(Millions of Yen)

Date of Approval by General Shareholders' Meeting		t Period 4, 2003	The 92nd Period June 24, 2004 (planned)		
Unappropriated retained earnings		¥31,665		¥43,566	
Reversals of voluntary reserves					
Reversals of reserve for the reduction of assets	0	0	0	0	
Total		31,666		43,567	
Appropriation of retained earnings					
- Dividends	4,668		5,179		
- Bonuses to directors	61		34		
- Voluntary reserves					
-Reserve for the reduction of fixed assets	1		_		
-General reserve	20,000	24,731	30,000	35,214	
Retained Earnings Carried Forward		¥6,935		¥8,352	

Notes:

1. Dividends for treasury stock of 8,789,679 shares are excluded from dividends shown above.

2.On December 5, 2003, 5,252 million yen (18.00 yen per share) was paid as an interim dividend.

## BASIS OF PRESENTING ANNUAL NON-CONSOLIDATED FINANCIAL STATEMENTS

	DINGULIDATED FINANCIAL STATEMENTS
The 91st Period April 1, 2002-March 31, 2003	The 92nd Period April 1, 2003-March 31, 2004
<ol> <li>Marketable and Investment Securities</li> <li>Held-to-Maturity Securities</li> <li>Held-to-Maturity Securities are stated at amortized</li> </ol>	<ol> <li>Marketable and Investment Securities</li> <li>Held-to-Maturity Securities Same as at the left</li> </ol>
cost. (2) Investment Securities in Subsidiaries and Associated Companies	(2) Investment Securities in Subsidiaries and Associated Companies
Investment securities in subsidiaries and associated companies are stated at cost determined by the	Same as at the left
AF76etF76et Stated at fair value on the closing date of the period with unrealized gains and losses, net of applicable	(3) Available-for-Sale Securities
<ul> <li>taxes, reported in a separatecomponent of shareholders' equity. The cost ofsecurities sold is determined by the moving average method.</li> <li>Non-marketable securities:</li> <li>Stated at cost determined by moving average method.</li> </ul>	Same as at the left
Stated at cost determined by moving average method.	
2. Derivatives Derivatives are stated at fair market value.	2. Derivatives Same as at the left
3. Inventories Merchandise, finished goods, semi-finished goods, work in process, raw materials, and supplies are stated at cost determined by the average method.	3. Inventories Same as at the left
<ul> <li>4. Depreciation of Fixed Assets</li> <li>(1) Property, plant and equipment</li> <li>Property, plant and equipment are stated at cost.</li> <li>Depreciation is computed by the declining-balance method at rates based on the estimated useful lives of</li> </ul>	<ul> <li>4. Depreciation of Fixed Assets</li> <li>(1) Property, plant and equipment</li> <li>Same as at the left</li> </ul>
the assets. The ranges of useful lives of assets are as follows:	
Buildings 15 to 65 years Machinery & Equipment 6 to 7 years (2) Intangible assets	(2) Intangible assets
Intangible assets are carried at cost less accumulated amortization which is computed by the straight-line method. Amortization for software used internally is computed by the straight-line method over useful lives of five years.	Same as at the left
5. Deferred Charges Stock issue costs are charged to income as incurred.	5.
6. Translation of Foreign Currency into Yen Monetary receivables and payables denominated in foreign currencies are translated into yen at the exchange rate at the balance sheet date. The foreign exchange gains and losses from translation are recognized in the statements of income.	6. Translation of Foreign Currency into Yen Same as at the left
<ol> <li>Accounting Standards for Reserves</li> <li>(1) Allowance for doubtful receivables</li> </ol>	<ol> <li>Accounting Standards for Reserves</li> <li>(1) Allowance for doubtful receivables</li> </ol>

The 91st Period

April 1, 2002-March 31, 2003 The allowance for doubtful receivables is stated at amounts considered to be appropriate based on the Company's past credit loss experience and on evaluation of potential losses in the accounts outstanding.

(2) Reserve for sales returns

A reserve is provided at an amount sufficient to cover possible losses on sales returns. It is determined based on the accounts receivable balance, the average return ratio of the current and the previous periods, and the current profit ratio.

(3) Reserve for write-

The 92nd Period April 1, 2003-March 31, 2004

The 91st Period	The 92nd Period
April 1, 2002-March 31, 2003	April 1, 2003-March 31, 2004
	Retirement Benefit Accounting (interim report)" (in the 13th issue of Accounting Committee Report by the Japanese Institute of Certified Public Accountants,) and processed accounting entries assuming that the substitutional portion of the retirement benefit obligations and relevant pension plan assets to be thereby returned were extinguished as of the approval date of exemption of future obligation thereof. As a result, the Company accounted for gain on exempted obligation of substitutional portion of employees' Welfare Pension Fund in the amount of 3,732 million as an extra-ordinary income in this fiscal period. The projected value of the pension plan assets to be returned (the minimum liability reserve) is estimated at 19,753 million yen as of the end of this fiscal period.
<ul> <li>(6) Retirement allowances for directors and corporate auditors</li> <li>The reserve for severance benefits for directors and corporate auditors is provided at an amount required in accordance with internal regulations as if all directors and corporate auditors were to retire at the balance sheet date.</li> </ul>	<ul><li>(6) Retirement allowances for directors and corporate auditors</li><li>Same as at the left</li></ul>
<ul> <li>8. Leases</li> <li>Finance leases other than those that deem to transfer ownership of the leased property to the lessee are accounted for as an operating lease.</li> <li>9. Hedge Accounting</li> <li>(1) Methods of hedge accounting</li> <li>Gains or losses on or the changes in the measurement of the hedging instruments that are measured at fair value are deferred as an asset or liability until the gains and losses on the hedged items are recognized.</li> </ul>	<ul> <li>8. Leases</li> <li>Same as at the left</li> <li>9. Hedge Accounting <ul> <li>(1) Methods of hedge accounting</li> <li>Same as at the left</li> </ul> </li> </ul>
<ul> <li>(2) Hedge procedures and hedge targets</li> <li>(a) Hedge procedures Foreign currency forward contracts</li> <li>(b) Hedge targets Accounts receivable and accounts payable dominated in foreign currencies</li> </ul>	(2) Hedge procedures and hedge targets Same as at the left
(3) Hedge methods Foreign currency forward contracts are executed in order to hedge foreign currency exchange risk (cash flow) associated with certain assets and liabilities denominated in foreign currencies within the ordinary course of business in accordance with internal policies.	(3) Hedge methods Same as at the left
(4) Method of evaluating effectiveness of hedges Foreign currency forward contracts were made with the same currency, amount and duration that are assigned to associated assets or liabilities and are assured to hedge the currency fluctuation risks and	(4) Method of evaluating effectiveness of hedges Same as at the left

The 91st Period	The 92nd Period
April 1, 2002-March 31, 2003	April 1, 2003-March 31, 2004
evaluated at the time of the end of the interim period.	
	10. Consumption Taxes
10. Consumption Taxes	
Income and expense are recorded net of consumption	Same as at the left
taxes.	

## Changes in Accounting Policies

enangee in / leeeaning r enoice	
The 91st Period April 1, 2002-March 31, 2003	The 92nd Period April 1, 2003-March 31, 2004
1. Application of the Accounting Standard on the Treasury Stock and the Reversal of Legal Surplus etc. The Company applied the Accounting Standard on the Treasury Stock and the Reversal of Legal Surplus etc. (Corporate Accounting Standard, Sub-paragraph 1) to the statement from this period. Consequently, Treasury stock loss and gain presented as a subtractive item of unappropriated retained earnings for the period, which does not affect net income in the Statement of Income, was 4,023 million yen. The shareholders' equity section in the consolidated balance sheet for this period was prepared in accordance with the revised Regulations of Financial Statements.	
<ul> <li>2. Earnings per share</li> <li>The Company applied the Accounting Standard on the Net Income per Share (Corporate Accounting Standard, Sub-paragraph 2) and the Application Guidance of Accounting Standard on Net Income per Share (Application Guidance of Corporate Accounting Standard, Sub-paragraph 4) to the statement from this period.</li> <li>The effects of this application are presented in "7. ASSETS, EARNINGS PER SHARE".</li> </ul>	

#### Changes in Presentation Methods

The 91st Period	The 92nd Period
April 1, 2002-March 31, 2003	April 1, 2003-March 31, 2004
	(Non-consolidated Statements of Income)
	As well as patent infringement litigation expenses, "Loss on litigation" includes "Loss on vitamin E litigation settlement" which was presented as a separate component of Extra-ordinary loss in the previous period. Loss on vitamin E litigation settlement in this period accounted for 210 million yen.

#### Additional Information

The 91st Per April 1, 2002-March 31		The 92nd Period April 1, 2003-March 31, 2004
1.		
2. Increased Issued Shares		
Stock conversion of the fourth unse	ecured convertible	
Number of issued shares Issue price(per share) Capitalized amount (per share)	112,804 shares 1,728.60 yen 865 yen	

### NOTES TO NON-CONSOLIDATED BALANCE SHEET

#### NOTES TO THE NON-CONSOLIDATED INCOME STATEMENT

The 91st Period April 1, 2002-March 31, 2003 The 92nd Period April 1, 2003-March 31, 2004

## **4. LEASE TRANSACTIONS**

The 91st Period	
April 1, 2002-March 31, 2003	
1. Finance leases other than those that deem to transfer ownership of the leased property to the lessee	

1) Acquisition cost, Accumulated depreciation, Net leased property (Millions of Yen)

	Acquisition cost	Accumulated depreciation	Net leased property
Vehicles and			

delivery

#### The 92nd Period April 1, 2003-March 31, 2004

## **6. INCOME TAXES**

					Th	e	91	18	st Perio	d				
		/	٩pr	il 1	, 2	00	)2-	۰N	March 3	31, 20	003			
_														

1. Details of principal deferred tax assets and liabilities

(1) Deferred tax assets (Current assets)

	(Millions of Yen)
Clinical research expenses	¥5,217
Accrued bonuses	2,223
Accrued enterprise tax	1,826
Other	1,792
Deferred tax assets total	¥11,059

The 92nd Period April 1, 2003-March 31, 2004

(2) Deferred tax assets (Fixed assets)

(N	lillions of Yen)
Liability for retirement benefits	¥14,590
Investment impairments in subsidiaries	3,197

The 91st Period April 1, 2002-March 31, 2003	The 92nd Period April 1, 2003-March 31, 2004
3. Change of tax rate	3.
The corporate enterprise tax rate will be changed from April 1, 2004, under the revision of Sub-paragraph 9 of the Local Tax Law on March 31st 2003. In accordance with this change, the legal effective tax rate, obtained from deferred tax assets and liabilities related to the temporary deference amount, which is expected to be dissolved after April 1, 2004, was changed from 41.6% to 41.0%. By this tax rate change, deferred tax assets (the amount after the deferred tax liabilities deduction) in the balance sheet decreased 272 million yen, net unrealized gain (loss) on available-for-sale securities increased 12 million yen, and income tax deferred in the statement of the income increased 285million yen,.	

## 7. THE PREMISE OF A GOING CONCERN

There was no events or conditions that might be indicative of significant doubt of the entity's ability to continue as a going concern in the previous and present periods.

## 8. ASSETS, EARNINGS PER SHARE

The 91st Period April 1, 2002-March 31, 2003 Equity value per share 1,293.44 yen Earnings per share 117.57 yen Fully diluted earnings per share

The Company applied the Accounting Standard on the Net Income per Share (Corporate Accounting Standard, Sub-paragraph 2) and the Application Guidance of Accounting Standard on Net Income per Share (Application Guidance of Corporate Accounting Standard, Sub-paragraph 4) to the statement from this period.

Assets and earning per share for this period based on the traditional method are as follows:

Equity value per share	1,293.65 yen
Earnings per share	117.78 yen
Fully diluted earnings per share	116.68 yen

The 92nd Period April 1, 2003-March 31, 2004

# 9. PROPOSED CHANGES OF CORPORATE OFFICERS (effective as of June 24, 2004)

As stated in the Consolidated Annual Financial Report Release, the Company plans to adopt the "Company with Committee System" subject to approval of the General Meeting of Shareholders to be held in June 24, 2004. In accordance with the adoption of the new system, the Company proposes the following changes of Corporate Officers.

#### 1. Candidates for Directors

Hiromasa Nakai	currently Director and Chairman, to be appointed as Director and Chairman
Haruo Naito	currently Representative Director and President, and Chief Executive Officer
	(CEO), to be appointed as Director and President and CEO
Yuji Naito	currently Director and Senior Advisor, to be appointed as Director and Senior
	Advisor
Yukio Akimoto	currently Standing Corporate Auditor, to be appointed as Director
Tadashi Tenmyo	currently Director of Corporate Auditing Department, to be appointed as
	Director
Stuart Meiklejohn	currently Director, to be appointed as Director
Mitsuaki Shimaguchi	currently Director, to be appointed as Director
Mitsuo Minami	currently Corporate Auditor, to be appointed as Director
Katsuro Tanaka	currently Corporate Auditor, to be appointed as Director
Tadashi Kurachi	currently Representative Director and President, Kanematsu Corporation, to
	be appointed as Director
Naoto Nakamura	currently Partner, law firm of Nakamura and Tsunoda, to be appointed as
	Director

Note: Stuart Meiklejohn, Mitsuaki Shimaguchi, Mitsuo Minami, Katsuro Tanaka, 0s Tw3 rfA 52e 8659 1Tww (0TD -0

Yoji Takaoka	currently Senior Vice President, Regulatory Affairs and Medical Information, and Director of Corporate Regulatory Compliance and Quality Assurance
Matsuo Ohara	Headquarters, to be appointed as Senior Vice President currently Senior Vice President, Prescription Drug Division, to be appointed
	as Senior Vice President
Makoto Shiina	currently Senior Vice President, Corporate Business Development, to be
	appointed as Senior Vice President
Shintaro Kataoka	currently Senior Vice President, Production and Logistics, to be appointed as Senior Vice President
Jiro Hasegawa	currently Vice President, Global Clinical Research, to be appointed as Vice
onornacogawa	President
Kenji Toda	currently Vice President, Product Quality and GMP Compliance, and Deputy
	Director of Corporate Regulatory Compliance and Quality Assurance
	Headquarters to be appointed as Vice President
Hideaki Hayano	currently Vice President, Consumer Health Product Division, to be appointed
	as Vice President
Nobuo Deguchi	currently Vice President, Corporate Ethics, Legal and Environmental Affairs,
	to be appointed as Vice President
Hiroyuki Mitsui	currently Vice President, Corporate Communications, Investor Relations and
	General Affairs, to be appointed as Vice President
Mayumi Watanabe	currently Vice President, Business Operations Department, Prescription Drug
	Division, to be appointed as Vice President
Toshio Arai	currently Vice President, Production and Logistics and General Manager of
	the Kawashima Industrial Complex, to be appointed as Vice President
Norio Kano	currently Vice President, Tokyo Area, Prescription Drug Division, to be
	appointed as Vice President
Yukio Akada	currently Vice President, Human Resources Department, to be appointed as
	Vice President
Kentaro Yoshimatsu	currently Vice President, Discovery & Development Research Headquarters,
	to be appointed as Vice President
Hideshi Honda	currently Vice President, Global Pharmaceuticals Business Headquarters, to
	be appointed as Vice President
Hisashi Tanaka	currently Vice President, Clinical Research Center, to be appointed as Vice
	Presidentx2C7 (, 5u3bs1 Tc -u1Ei Tkánej jP218-s2d21812 on 70r5575972e57eraen 17:33e) nTér1, 702.88.9 (04epd663 ang

Chair:	Mitsuaki Shimaguchi	
Members:	Stuart Meiklejohn	
	Katsuro Tanaka	

#### (2) Audit Committee

Mitsuo Minami
Tadashi Kurachi
Naoto Nakamura
Yukio Akimoto
Tadashi Tenmyo

#### (3) Compensation Committee

Chair:	Stuart Meiklejohn	
Members:	Mitsuaki Shimaguchi	
	Katsuro Tanaka	

#### 4. Planned Resignation of Directors, Auditors and Corporate Officer

Hideaki Matsui	currently Representative Director, to be appointed as Executive Vice		
	President (Representative Executive Officer)		
Shigehiko Yoshino	currently Director		
Nobuo Eda	currently Standing Corporate Auditor, to be appointed as Corporate Advisor		
Yukio Akimoto	currently Standing Corporate Auditor, to be appointed as Director		
Teruo Osawa	currently Standing Corporate Auditor, to be appointed as Corporate Advisor		
Mitsuo Minami	currently Corporate Auditor, to be appointed as Director		
Katsuro Tanaka	currently Corporate Auditor, to be appointed as Director		
Kozaburo Inoue	currently Corporate Officer, to be appointed as Corporate Advisor		

## 5. Personal History of New Outside Directors and Representative Executive Officer (except former Directors and Corporate Auditors)

#### (1) New Outside Directors

Name:	Tadashi Kurachi		
Date of Birth:	November 28, 193	6 (age 67)	
Education:	College of Arts and	College of Arts and Sciences, The University of Tokyo, March 1960	
Career:	April 1960	Join the Bank of Tokyo, Ltd.	
	June 1988	Director and General Manager, Personnel Division	
	June 1991	Managing Director and General Manager, Osaka Office	
	December 1992	Executive Managing Director, Representative in Europe,	
		and General Manager of London Office	
	April 1996	Managing Director, the Bank of Tokyo-Mitsubishi Ltd.	
	June 1996	Executive Director, the Bank of Tokyo-Mitsubishi Ltd.	

## June 1999 Representative Director and President, Kanematsu Corporation (current)

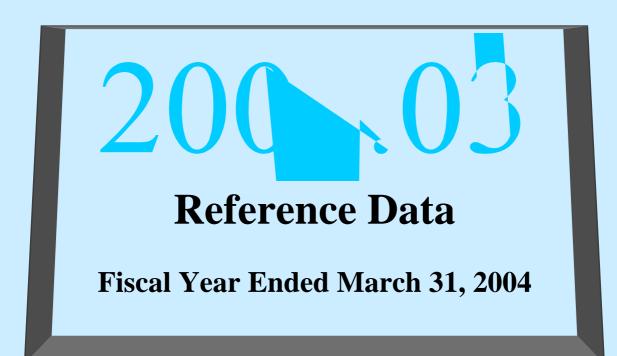
Name:	Naoto Nakamura	
Date of Birth:	January 25, 1960 (	(age 44)
Education:	Faculty of Law, Hitotsubashi University, March 1983	
Career:	April 1985	Member of the Second Tokyo Bar Association, Mori Sogo
		Law Offices
	April 1998	Founder and Partner, Hibiya Park Law Offices
	February 2003	Founder and Partner (current), law firm of Naoto Nakamura
		(currently Nakamura and Tsunoda)
	March 2003	Corporate Auditor (current), Asahi Breweries, Ltd.

## (2) New Representative Executive Officer

Name:	Soichi Matsuno		
Date of Birth:	June 20, 1944 (ag	je 59)	
Education:	Faculty of Econon	nics, Gakushuin University, March 1967	
Career:	March 1967	Join the Company	
	April 1992 President, Eisai Corporation of North America		
	June 1993 Director, U.S. and European Businesses Operations		
	April 1995 President, Eisai Inc.		
	February 1997 Director and Senior Vice President, U.S. and European		
	Businesses Operations		
	April 1997	Director and Senior Vice President, U.S. Pharmaceuticals	
		Operations	
	June 2000	Director and Executive Vice President, U.S.	
		Pharmaceuticals Operations	



Securities Code: 4523



## Eisai Co., Ltd. May 11, 2004

For Inquiry: Corporate Communications Department

TEL 81-3-3817-5120 FAX 81-3-3811-3077 http://www.eisai.co.jp/eir/

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\*Unless otherwise specified, all figures have been rounded to their nearest specified unit.

\*Quarterly financial results for the previous fiscal year ended on March 31, 2003 stated in this material are for reference use only because the company has initiated disclosure of its quarterly results from the current fiscal year.

\*The Company's performance and financial results could differ materially from those reflected in these forward-looking statements due to general, financial, economic, and political conditions affecting the pharmaceutical industry.

\*Overseas sales are calculated based upon the fiscal year average rate in the table below.

	US	EU	UK
	(¥/US\$)	(¥/EURO)	(¥/£)
(Apr. 2001 - Mar. 2002) Fiscal Year Average Rate	125.14	110.58	179.21
(Mar. 31, 2002) Fiscal Year End Rate	133.25	116.14	189.85
(Apr. 2002 - Mar. 2003) Fiscal Year Average Rate	121.95	121.04	188.41
(Mar. 31, 2003) Fiscal Year End Rate	120.20	129.83	189.45
(Apr. 2003 - Mar. 2004) Fiscal Year Average Rate	113.07	132.60	191.00
(Mar. 31, 2004) Fiscal Year End Rate	105.69	128.88	193.09
Fiscal Year Ending March 31, 2005 Forecast Rate	105.00	125.00	185.00

#### **Currency Exchange Rates**

## <Summary of Financial Disclosure>

#### <Sales and Profits>

Consolidated net sales increased to ¥500.2 billion (up 7.2% year-on-year: YOY) with the contribution of expansion of *Aricept* and *Pariet* (U.S. brand name: *Aciphex*) in Japan, the U.S., Europe, Asia, and growing sales of prescription pharmaceutical products in Japan. The growth more than offset the adverse effect of Yen's appreciation. Pharmaceutical sales were ¥476.8 billion, an increase of ¥35.1 billion over the previous year, accounting for 95.3% of total sales.

Sales outside Japan were ¥239.2 billion with the growth of *Aricept* and *Aciphex/Pariet*, representing 47.8% (up 1.5 points YOY) of the total sales. The sales in North America, particularly, increased to ¥194.5 billion (up ¥15.0 billion YOY). The North American portion now represents 38.9% of the total sales.

Operating income grew to ¥83.1 billion (up 9.5% YOY), and net income reached ¥50.1 billion (up 22.2% YOY) including boost of ¥3.7 billion due to the extraordinary gain on exemption from surrogated obligation of employees' Welfare Pension Fund. Earnings per share soared to ¥172.1 (up ¥30.9 YOY).

#### <Sales of Aricept and Aciphex/Pariet>

Sales of *Aricept* surged to ¥141.6 billion (up 22.8% and ¥26.3 billion YOY). The Japanese portion of the YOY increase was ¥6.6 billion, the US portion ¥13.4 billion, and the rest of the world's portion ¥6.3 billion, respectively.

Sales of *Aciphex/Pariet* increased to ¥129.0 billion (up 9.9% and ¥11.6 billion YOY). The Japanese portion of the YOY gain was ¥8.8 billion, the US portion ¥1.8 billion and the rest of the world's gain ¥1.1 billion, respectively.

#### <R&D Expenses and Sales and General Administrative Expenses>

Research and development expenses amounted to ¥69.0 billion (up 15.6% and ¥9.3 billion YOY) due to active progress of clinical research, in-licensing of development-stage compounds and collaborative research contracts.

Sales and general administrative expenses came to ¥250.9 billion (up 9.8% and ¥22.4 billion YOY) due to the increase of marketing expenses and payments to co-promotion partners in proportion to the sales growth.

<Cost to Sales Ratio>

Cost to sales ratio decreased by 2.6 points to 19.4% through the improved

An agreement of co-promotion for Parkinson's disease and co-development for Alzheimer's disease in connection with rasagiline was signed in May in the U.S. The thereof NDA 1176 Tc -0.2868 5 TD 60 Tc -0.1ti8n0.2571 T456fil

# I. Consolidated Financial Highlights

# 1. Statement of Income Data

1. Statement of Income Data					(bill	lions of yen)
Years Ended/Ending March 31	2001	2002	2003	2004	Chg. %	2005 (e)
Net Sales	361.7	431.7	466.6	500.2	107.2	520.0
Cost of Sales	98.5	101.5	102.6	97.2	94.8	96.0
Research and Development Expenses	49.6	55.0	59.7	69.0	115.6	75.0
Selling, General and Administrative Expenses	154.7	202.5	228.4	250.9	109.8	263.0
Operating Income	59.0	72.7	75.9	83.1	109.5	86.0
Ordinary Income	63.2	76.1	76.1	83.4	109.5	86.0
Net Income	23.3	36.5	41.0	50.1	122.2	52.0
Earnings per Share (yen)	78.7	123.5	141.2	172.1	121.9	180.7
Dividends per Share (yen)	23	29	32	36	-	42

\*"Cost of Sales" includes "Reversal of reserve for sales returns".

# 2. Balance Sheet Data

2. Balance Sheet Data					(bi	lions of yen)
March 31	2001	2002	2003	2004	Chg. %	2005 (e)
Total Assets	549.4	557.6	591.7	615.8	104.1	-
Shareholders' Equity	345.9	362.1	388.2	419.5	108.0	-

# 3. Capital Expenditures and Depreciation/Amortization

2002 250.9

2 (

172.1123.5141.2

(billions of yen)

# **II. Consolidated Statements of Income**

# 1. Consolidated Statement of Income & Explanation<sub>(billions of yen)</sub>

Years Ended/Ending March 31	2003	Sales %	2004	Sales %		Change
Net sales	466.6	100.0	500.2	100.0	107.2	33.6
Cost of sales	102.5	22.0	97.2	19.4	94.8	(5.3)
Reversal of reserve for sales returns	0.1	0.0	0.0	0.0	27.8	(0.1)
Gross profit	364.0	78.0	402.9	80.6	110.7	38.9
Research and development expenses	59.7	12.8	69.0	13.8	115.6	9.3
Selling, general and administrative expenses	228.4	48.9	250.9	50.2	109.8	22.4
Operating income	75.9	16.3	83.1	16.6	109.5	7.2
Non-operating income:						
Interest and dividend income	1.8		1.7			(0.1)
Equity in earnings of associated companies	0.0		0.0			(0.0)
Other non-operating income	0.9		0.6			(0.4)
Total non-operating income	2.8	0.6	2.3	0.5	82.6	(0.5)
Non-operating expenses:						
Interest expense	0.1		0.0			(0.0)
Foreign exchange loss	1.7		1.0			(0.7)
Other non-operating expenses	0.8		1.0			0.2
Total non-operating expense	2.5	0.6	2.0	0.4	78.9	(0.5)
Ordinary income	76.1	16.3	83.4	16.7	109.5	7.2
Extraordinary income:						
Gain on fixed assets	0.0		0.6			0.6
Gains on sales of business	0.5		-			(0.5)
Gains by the exemption from the substitutional portion of Eisai's welfare pension fur	- nd		3.7			3.7
Other extraordinary income	0.1		0.1			(0.1)
Total extraordinary income	0.7	0.2	4.4	0.9	673.7	3.8
Extraordinary loss:						
Loss on disposal of fixed assets	1.0		2.8			1.8
Loss on impairment of securities	4.3		0.1			(4.1)
Loss on litigation settlements	1.1		0.4			(0.7)
Other extraordinary loss	0.6		2.0			1.3
Total extraordinary loss	7.0	1.5	5.3	1.1	75.6	(1.7)
Income before income taxes & minority interests	69.8	15.0	82.5	16.5	118.2	12.7
Income taxes-current	35.3	7.6	40.0	8.0	113.1	4.6
Income taxes-deferred	(6.7)	(1.5)	(7.1)	(1.4)		(0.3)
Minority interests	0.2	0.1	(0.6)	(0.1)		(0.7)
Net income	41.0	8.8	50.1	10.0	122.2	9.1

#### <Explanation>

#### Cost of sales

<Decrease Factor(s)> Business mix and sales product mix change, etc. **Research and development expenses** <Increase Factor(s)> Alliance fee International development **Selling, general and administrative expenses** <Increase Factor(s)> Selling expense of pharmaceuticals sales in the U.S. and Europe

#### Extraordinary loss

<Increase Factor(s)> Losses associated with the restructuring of the consolidated subsidiaries

# 3. Financial Results by Geographical Area

3-1. Consolidated Net Sales by Geographical Segment			(bill	ions of yen)
Years Ended March 31	2001	2002	2003	2004
Net sales to customers	361.7	431.7	466.6	500.2
Japan	241.0	246.6	250.6	260.9
North America	101.8	157.0	179.5	194.5
Europe	14.3	21.1	27.3	34.8
Asia and others	4.6	7.0	9.1	9.9
Overseas Sales	120.7	185.1	216.0	239.2
Overseas Sales (%)	(33.4%)	(42.9%)	(46.3%)	(47.8%)

3-2. Consolidated Operating Income by Geographical Segment (billions of ye								
Years Ended March 31	2001	2002	2003	2004				
Operating income/loss	59.0	72.7	75.9	83.1				
Japan	66.0	72.9	70.2	71.9				
North America	2.6	6.6	5.7	10.9				
Europe	0.6	1.6	2.4	3.4				
Asia and others	0.4	0.8	1.7	1.8				
Eliminations and Corporate	(10.6)	(9.2)	(4.1)	(5.0)				

Note: Operating expense in the pharmaceutical segment of the parent company for the year ended March 2003 increased because of the introduction of Enterprise Resource Planning (ERP) and the fact that this introduction led the allocation of operating expenses in greater detail to the pharmaceutical business for this period.

# 4. Overseas Sales

4. Overseas Sales			(billi	ons of yen)
Years Ended March 31	2001	2002	2003	2004
Net sales	361.7	431.7	466.6	500.2
Overseas sales	132.1	199.6	233.5	262.3
North America	105.7	162.7	185.9	202.3
Europe	19.1	27.1	36.0	47.9
Asia and others	7.3	9.7	11.6	12.0

\* Major areas and countries included in each category:

1) North America: The U.S. and Canada

2) Europe: The United Kingdom, Germany, France, etc.

3) Asia and Others: East Asia, South-East Asia, and South-Central America, etc.

# 6. Selling, General & Administrative Expenses (Including R&D Expenses)

# 6-1. Research and Development Expenses (R&D)

6-1. Research and Development Expenses (R&D)				(bil	ions of yen)
Years Ended/Ending March 31	2001	2002	2003	2004	2005 (e)
Net sales	361.7	431.7	466.6	500.2	520.0
Research & development expenses	49.6	55.0	59.7	69.0	75.0
Percentage of sales (%)	(13.7%)	(12.8%)	(12.8%)	(13.8%)	(14.4%)

# 6-2. Selling, General & Administrative Expenses (SG&A)

6-2. Selling, General & Administrative Expenses (SG&A)								
Years Ended/Ending March 31	2001	2002	2003	2004	2005 (e)			
Net sales	361.7	431.7	466.6	500.2	520.0			
Selling, general & administrative expenses	154.7	202.5	228.4	250.9	263.0			
Personnel expense	46.5	50.7	55.7	58.9	-			

# III. Consolidated Balance Sheet1. Consolidated Balance Sheet & Explanation

<assets></assets>					(billions	of yen)	
March 31	2003	%	2004	%	Chg.	Inc./	<explanation></explanation>
Current assets:		70		70	%	Dec.	
Cash and time deposits	101.3		56.7			(44.6)	Cash and time deposits
Accounts and notes receivable-trade	149.0		132.1			(16.9)	<decrease factor(s)=""> Transfer to securities</decrease>
Short-term investments	35.3		98.2			62.9	Accounts and notes
Inventories	35.1		35.1			0.0	<pre>receivable-trade <decrease factor(s)=""></decrease></pre>
Deferred tax assets	19.3		21.6			2.3	Sales scheme modified in the U.S.
Other current assets	9.2		10.7			1.6	Short-term investment <increase factor(s)=""></increase>
Allowance for doubtful accounts receivables	(0.2)		(0.2)			(0.0)	Operating assets increase
Total current assets	349.0	59.0	354.2	57.5	101.5	5.2	
Fixed assets:							
Property, plant and equipment:							
Buildings and structures	57.2		60.0			2.8	
Machinery and vehicles	22.5		21.8			(0.7)	
Land	19.1		17.2			(1.9)	
Construction in progress	4.5		8.6			4.1	
Others	8.5		9.1			0.6	
Total property, plant and equipment	111.7	18.9	116.7	19.0	104.5	5.0	
Intangible assets	16.0	2.7	15.1	2.4	93.9	(1.0)	
Investments and other assets:							
Investments securities	67.0		82.4			15.4	Investments in securities
Long-term loans receivable	0.1		0.1			(0.0)	<increase factor(s)=""> Operating assets increase</increase>
Deferred tax assets	18.8		17.9			(0.8)	
Other assets	30.1		30.5			0.4	
Allowance for doubtful accounts receivables	(0.9)		(1.1)			(0.1)	
Total investments and other assets	115.0	19.4	129.8	21.1	112.9	14.8	
Total fixed assets	242.7	41.0	261.6	42.5	107.8	18.8	
Total assets	591.7	100.0	615.8	100.0	104.1	24.1	

# <Liabilities and Shareholders' Equity>

<liabilities and="" equity:<="" shareholders'="" th=""><th colspan="6">iabilities and Shareholders' Equity&gt; (billions of yen)</th><th></th></liabilities>	iabilities and Shareholders' Equity> (billions of yen)						
March 31	2003	%	2004	%	Chg. %		<explanation></explanation>
Current liabilities:		,.		,,	,.		
Accounts and notes payable-trade	16.1		15.9			(0.3)	
Short-term borrowings	0.0		0.2			0.2	
Current portion of straight bonds	0.1		-			(0.1)	
Accounts payable-other	41.1		45.4			4.2	
Accrued expenses	22.6		28.6			6.0	
Accrued income taxes	23.0		16.8			(6.3)	
Reserve for sales rebates	37.6		23.3			(14.3)	Reserve for sales rebates
Other reserves	0.8		0.9			0.1	<decrease factor(s)=""> Sales scheme modified in the</decrease>
Other current liabilities	4.6		4.0			(0.6)	U.S.
Total current liabilities	146.0	24.7	135.0	21.9	92.5	(11.0)	
Long-term liabilities:							
Deferred tax liabilities	0.3		0.3			(0.0)	
Liability for retirement benefits	45.4		49.9			4.5	
Retirement allowances for directors and corporate auditors	1.8		1.8			0.1	
Other long-term liabilities	0.6		0.7			0.1	
Total long-term liabilities	48.1	8.1	52.7	8.6	109.5	4.6	
Total liabilities	194.1	32.8	187.7	30.5	96.7	(6.4)	
Minority interests	9.3	1.6	8.6	1.4	92.1	(0.7)	
Shareholders' equity:							Net unrealized gains on
Common stock	45.0	7.6	45.0	7.3		-	available-for-sale
Capital surplus	55.2	9.3	55.2	8.9		-	securities <decrease factor(s)=""></decrease>
Retained earnings	302.7	51.2	342.8	55.7		40.2	Improved market value
Net unrealized gains on available-for-sale securities	1.4	0.2	8.7	1.4		7.3	
Foreign currency translation adjustments	(1.5)	(0.2)	(6.3)	(1.0)		(4.8)	Treasury stock <increase factors(s)=""></increase>
Treasury stock	(14.6)	(2.5)	(26.0)	(4.2)		(11.4)	Market purchases of 4 million shares
Total shareholders' equity	388.2	65.6	419.5	68.1	108.0	31.2	
Total liabilities, minority interests and shareholders' equity	591.7	100.0	615.8	100.0	104.1	24.1	

# 2. Stock Information

#### 2-1. Issued Stock and Shareholder Information

Total Number of	Number of	(Number of	Number of	Average Number of Shares per Shareholder
Authorized Shares	Shares Outstanding	Treasury Stock)	Shareholders	
700,000,000 shares	296,566,949 shares	(8,789,679 shares)	29,713	9,981 shares

Note: Outstanding shares at fiscal period end includes treasury stock.

# 2-2. Top 10 Shareholders

As of March 31, 2004 Name Shares Percentage 16,333 Thousands The Master Trust Bank of Japan, Ltd. (Trust Account) 5.51% The Chase Manhattan Bank N.A. London S.L. Omnibus Account 14,070 Thousands 4.74% Nihon Trustee Service Trust Bank, Ltd. (Trust Account) 13,524 Thousands 4.56% Nippon Life Insurance Co. 13,520 Thousands 4.56% Saitama Resona Bank, Limited. 12,398 Thousands 4.18% Mizuho Corporate Bank, Ltd. 12,248 Thousands 4.13% State Street Bank and Trust Company 9,879 Thousands 3.33% Moxley and Company 7,063 Thousands 2.38% Eisai Employee Shareholding Association 6,297 Thousands 2.12% Mellon Bank Treaty Clients Omnibus 5,510 Thousands 1.86%

Note: Stock numbers less than one thousand have been omitted.

#### 2-3. Number of Shareholders by Category

March 31	2003	%	2004	%	Change
Financial Institutions	174	0.6%	145	0.5%	(29)
Securities Companies	66	0.2%	38	0.1%	(28)
Other Japanese Corporations	1,131	3.7%	1,097	3.7%	(34)
Corporations Outside Japan, etc.	487	1.6%	500	1.7%	13
Treasury Stock	1	0.0%	1	0.0%	-
Individuals and Others	28,618	93.9%	27,932	94.0%	(686)
Total	30,477	100.0%	29,713	100.0%	(764)

## 2-4. Number of Shares Held by Category

2-4. Number of Shares Held by Category				As of M	arch 31, 2004
March 31 (One unit = 1,000 shares)	2003	%	2004	%	Change
Financial Institutions	138,789	46.8%	117,976	44.8%	(20,812)
Securities Companies	3,967	1.3%	4,934	1.5%	966
Other Japanese Corporations	16,956	5.7%	16,656	5.7%	(300)
Corporations Outside Japan, etc.	87,606	29.6%	105,129	31.4%	17,522
Treasury Stock	4,776	1.6%	8,789	16.6%	4,013
Individuals and Others	44,468	15.0%	43,078	14.5%	(1,390)
Total	296,566	100.0%	296,566	100.0%	-

Note: Stock numbers less than one thousand have been omitted.

May 11, 2004 / Eisai Co., Ltd.

As of March 31, 2004

(persons)

#### 2-5. Breakdown of Shareholders Holding Size/Number of Shareholders

2-5. Breakdown of Shareholders Holdin	As	of March 31			
	3/2003	%	3/2004	%	Change
1 million shares and over	49	0.2%	50	0.2%	1
from 0.1 million to less than 1 million shares	161	0.5%	158	0.5%	(3)
from 10 thousands to less than 0.1 million shares	787	2.6%	749	2.5%	(38)
from 1 thousands to less than 10 thousand shares	11,644	38.2%	11,075	37.3%	(569)
from 1 hundred to less than 1 thousand shares	15,690	51.5%	15,276	51.4%	(414)
less than 100 shares	2,146	7.0%	2,405	8.1%	259
Total	30,477	100.0%	29,713	100.0%	(764)

# 2-6. Breakdown by Shareholder Holding Size/Number of Shares Held

(One unit = 1,000 shares)	3/2003	%	3/2004	%	Change
1 million shares and over	194,690	65.7%	198,817	67.0%	4,127
from 0.1 million to less than 1 million shares	51,953	17.5%	50,233	16.9%	(1,720)
from 10 thousands to less than 0.1 million shares	20,579	6.9%	19,396	6.6%	(1,182)
from 1 thousands to less than 10 thousand shares	25,278	8.5%	24,268	8.2%	(1,010)
from 1 hundred to less than 1 thousand shares	3,982	1.4%	3,756	1.3%	(225)
less than 100 shares	81	0.0%	93	0.0%	11
Total	296,566	100.0%	296,566	100.0%	-

\*Stock numbers less than one thousand have been omitted.

As of March 31

# **IV. Consolidated Statements of Cash Flows**

		(billion	is of yen)	
Years Ended March 31	2002	2003	2004	<explanation></explanation>
Operating activities	`			
Income before income taxes & minority interests	69.8	82.5	12.7	
Depreciation and amortization	18.0	18.5	0.5	
Other non-cash losses/gains	16.5	9.1	(7.4)	
Operating assets/liability increase/decrease <sup>(2)</sup>	(22.2)	11.4	33.6	
Others <sup>(2)</sup>	(5.8)	(4.6)	1.2	
Subtotal	76.3	116.9	40.6	
Interest paid/received	1.5	1.6	0.1	
Payments on vitamin E litigation settlement	(2.4)	-	2.4	
Income taxes paid	(17.8)	(45.8)	(28.0)	
Net cash provided by operating activities	57.6	72.7	15.1	
Investing activities				
Capital expenditures	(26.2)	(25.1)	1.0	
Other revenue/payment for continuous activities	(0.4)	1.3	1.7	
Purchases/sales of securities	(2.3)	(2.5)	(0.2)	
Others	1.1	(1.0)	(2.1)	
Net cash used in investing activities	(27.7)	(27.3)	0.5	
Financing activities				
Dividends paid	(9.3)	(9.9)	(0.6)	
Long-term debt proceeds/payment	(0.0)	(0.1)	(0.1)	
Short-term debt proceeds/payment	(1.0)	0.2	1.2	
Treasury stock purchase	(9.2)	(11.4)	(2.2)	
Others	(0.3)	(0.1)	0.2	
Net cash used in financing activities	(19.8)	(21.4)	(1.5)	
Effect of exchange rate changes on cash and cash equivalents	(4.5)	(5.3)	(0.7)	
Net increase in cash and cash equivalents	5.5	18.8	13.3	
Cash and cash equivalents at beginning of year	121.8	127.3	5.5	
Cash and cash equivalents of newly consolidated subsidiaries at the beginning of the year	-	-	-	
Cash and cash equivalents at end of year	127.3	146.1	18.8	

		(billion	s of yen)
Years Ended March 31	2002	2003	2004
Free Cash Flow	31.1	48.9	17.8

Note 1: Free Cash Flow = "Net cash provided by operating activities" - "Capital expenditures" +"Other revenue/payment for continuous activities" Note 2: "Operating assets/liability increase/decrease" and "Others" for the year ended March 2003 have been reclassified because of

#### 1-2. Subsidiaries in Japan (11 companies)

1-2. Subsidiaries in Japan	(11 companie	es)	As of March 31, 2	2004
Company Name	Location	Common Stock	Equity(%) Ownership <sup>1</sup> Description of Operations	
Sanko Junyaku Co., Ltd.	Tokyo	5,262 million	50.92% Diagnostic product prod./sales	
Sannova Co., Ltd.	Gunma Pref.	926 million	79.97% Pharmaceutical prod./sales	
Elmed Eisai Co., Ltd.	Tokyo	450 million	100.00% Pharmaceutical sales	
KAN Research Institute, Inc.	Kyoto	70 million	100.00% Basic research	
Eisai Distribution Co., Ltd.	Kanagawa Pref.	60 million	100.00% Pharmaceutical distribution	
Clinical Supply Co., Ltd.	Gifu Pref.	80 million	84.80% Medical instruments prod./sales	
Sunplanet Co., Ltd.	Tokyo	455 million	85.12% Real estate mgt., catering/administration	ıtive
Herusu Co., Ltd.	Tokyo	64 million	100.00% Pharma. machinery, etc. sales	
Eisai Seikaken Co., Ltd.	Tokyo	50 million	70.00% Agro-chemical prod./sales	
Dymec Co., Ltd. <sup>3</sup>	Chiba Pref.	30 million	84.80% -	
Palma Bee'Z Research Institute Co., Ltd.	Tokyo	50 million	75.46% Diagnostic product and genetic techno research	lology

Notes: 1. Equity direct/indirect ownership percentage.

2. Common stock numbers less than one million have been omitted.

3. Dymec Co., Ltd. is in the process of liquidation.

4. Food Additives and Chemicals Division of the Parent Company was split off into a newly incorporated wholly-owned subsidiary of the Parent Company, Eisai Food & Chemicals Co., Ltd. in April 2004.

5. Fiscal Year of consolidated subsidiaries end March 31.

#### 2. Equity in Earnings in Associated Companies (3 companies)

2. Equity in Earnings in As	As of March 31, 2004			
Company Name	Location	Common Stock	Equity (%) Ownership <sup>1</sup>	Description of Operations
[Associated companies in Japan: 1]				
Bracco-Eisai Co., Ltd.	Tokyo	¥340 million	49.00%	Contrast media import/prod./sales
[Associated companies outside Japan: 2]		Unit: thousand		
Eisai-Novartis Verwaltungs GmbH <sup>2</sup>	Nuremberg, FRG	25 EUR	50.00%	-
Hi-Eisai Pharmaceutical Inc.	Manila, Philippines	31,250 Peso	49.90%	Pharmaceutical sales

Notes: 1. Equity indirect/direct ownership percentage.

2. Eisai-Novartis Verwaltungs GmbH is in the process of liquidation.

# VI. Financial Trend

									(billior	ns of yen)
	1995	1996	1997	1998	1999	2000	2001	2002	2003	2004
<statements data="" income="" of=""></statements>										
Net Sales	258.3	273.4	281.6	301.8	284.9	302.5	361.7	431.7	466.6	500.2
Cost of Sales <sup>2</sup>	91.9	94.2	95.0	93.8	87.1	91.6	98.5	101.5	102.6	97.2
Research and Development Expenses	35.1	37.6	38.3	45.1	43.7	46.7	49.6	55.0	59.7	69.0
Sales, General and Administrative Expenses	92.2	98.8	104.4	121.2	115.4	127.1	154.7	202.5	228.4	250.9
Operating Income	39.2	49.1	50.4	47.5	38.6	37.1	59.0	72.7	75.9	83.1
Ordinary Income	38.9	48.7	50.3	47.2	39.8	36.9	63.2	76.1	76.1	83.4
Net Income	17.4	19.1	19.4	19.8	15.9	11.3	23.3	36.5	41.0	50.1
<statements cash="" flows="" of=""></statements>										
Net cash provided by operating activities					35.9	27.2	85.0	56.9	57.6	72.7
Net cash used in investing activities					(33.9)	(4.0)	(19.6)	(7.2)	(27.7)	(27.3)
Net cash used in financing activities					(10.0)	(15.4)	(17.7)	(39.1)	(19.8)	(21.4)
Free Cash Flow <sup>3</sup>					21.1	12.6	71.8	32.1	31.1	48.9
<balance data="" sheet=""></balance>										
Common Stock	23.5	23.5	29.6	44.9	44.9	44.9	44.9	44.9	45.0	45.0
Total Assets	389.2	442.9	456.6	453.1	463.4	485.7	549.4	557.6	591.7	615.8
Shareholders' Equity	211.9	227.4	254.4	299.2	308.6	329.4	345.9	362.1	388.2	419.5
Capital Expenditures					14.2	16.3	15.0	27.2	21.9	28.7
Depreciation/Amortization					13.0	15.1	150.0	15.3	18.0	18.5
<managerial indices=""></managerial>										
Earnings per Share (EPS) (yen) <sup>4</sup>	67.6	74.1	71.0	70.0	53.6	38.0	78.7	123.5	141.2	172.1
Fully Diluted.BPS (yen)										

# **VII. Non-Consolidated Financial Highlights**

# 1. Statement of Income Data

1. Statement of Income Data					(bil	lions of yen)
Years Ended/Ending March 31	2001	2002	2003	2004	Change %	2005 (e)
Net Sales	258.6	275.0	289.6	303.6	104.8	297.0
Cost of Sales	83.3	84.2	85.6	83.6	97.6	70.0
Research and Development Expenses	46.5	51.9	57.6	67.4	116.9	75.0
Selling, General and Administrative Expenses	70.5	75.1	81.1	85.6	105.6	89.0
Operating Income	58.4	63.9	65.3	67.1	102.7	63.0
Ordinary Income	61.6	66.0	64.8	66.6	102.7	63.0
Net Income	18.2	30.8	34.2	41.9	122.6	38.5

\*"Cost of Sales" includes "Reversal of reserve for sales returns".

# 2. Net Sales by Business Segment

2. Net Sales by Business Segment					(bi	llions of yen)
Years Ended/Ending March 31	2001	2002	2003	2004	Change %	2005 (e)
Net Sales	258.6	275.0	289.6	303.6	104.8	297.0
Pharmaceuticals	228.9	240.4	250.2	260.7	104.2	254.0
Prescription Pharmaceuticals	205.8	217.6	229.4	241.2	105.2	234.0
(Ratio of in-house developed products to Prescription Pharmaceuticals) (%)	(75.8%)	(76.2%)	(78.0%)	(80.4%)	-	-
Consumer Health Care Products	23.1	22.8	20.8	19.5	93.8	20.0
Food Additives/Chemicals, Machinery, etc.	16.0	13.4	11.9	9.7	81.1	4.5
Industrial Property Rights, etc. Income	13.7	21.2	27.5	33.3	120.9	38.5

\*Animal Health business transferred market rights to another company in February 2003.

\*Sales results by business segment have been reclassified since the year ended March 31, 2004.

# 3. Exports by Geographical Area

3. Exports by Geographical Area					(bill	lions of yen)
Years Ended/Ending March 31	2001	2002	2003	2004	Change %	2005 (e)
Net sales	258.6	275.0	289.6	303.6	104.8	297.0
Export	44.1	61.2	76.5	85.9	112.3	79.0
North America	32.4	46.9	58.3	62.7	107.5	-
Europe	8.2	10.5	14.1	18.8	133.7	-
Asia and others	3.5	3.8	4.1	4.3	106.5	-
Ratio of Exports to Sales (%)	17.1	22.3	26.4	28.3	-	26.638.5

30 aigh areasiand countries included in each category:

1) North America: The U.S. and Canada

2) Europe: The United Kingdom, Germany, France, etc.

3) Asia and Others: East Asia, South-East Asia, and South-Central America, etc.

\*Export sales includes revenues from industrial property rights, etc.

# 4. Prescription Pharmaceuticals

4. Prescription Pharmaceuticals						ions of yen)
Years Ended/Ending March 31	2001	2002	2003	2004	Change %	2005 (e)
Product Description					70	
Peripheral neuropathy treatment METHYCOBAL	28.6	29.7	31.1	31.8	102.3	30.0
Alzheimer's disease treatment ARICEPT	8.5	13.7	21.9	28.4	130.0	35.0
Gastritis/gastric ulcer medication SELBEX	29.7	30.1	26.8	24.4	91.1	22.0
Proton pump inhibitor PARIET	6.3	5.4	5.8	14.6	251.3	30.0
Osteoporosis treatment GLAKAY	12.9	12.6	11.4	10.0	88.3	9.5
Ion-ionic contrast medium OMERON	10.6	10.2	9.5	9.4	98.9	8.5
/luscle relaxant /IYONAL	9.7	9.5	8.8	8.7	99.0	8.0
.ong-acting isosorbide dinitrate NITOROL-R	7.3	6.7	6.1	5.3	87.7	5.0
ndoscopic examination/hypoglycemia treatment	4.5	4.5	4.4	4.4	101.4	4.0
Anti-allergy agent AZEPTIN	7.1	6.2	4.8	3.5	72.3	3.0
ong-acting macrolide antibiotic RULID	3.7	3.7	3.5	3.1	89.8	2.5
.ong-acting ACE inhibitor NHIBACE	4.4	3.7	3.1	2.5	82.1	2.0
Prescription Pharmaceuticals Total	184.0	184.3	185.7	192.3	103.6	196.0

\*Statistical segmentation of "Prescription Pharmaceuticals Totals" have been modified from the year ended March 31, 2004.

# 5. Aricept, Aciphex/Pariet Drug Substance/Bulk Tablets Sales

					(6)	
Years Ended/Ending March 31	2001	2002	2003	2004	Change	2005
Product					%	(e)
ARICEPT drug substance (export)	9.6	11.8	14.8	16.3	110.5	15.0
ACIPHEX/PARIET bulk tablets/drug substance (export)	12.1	21.5	28.9	32.5	112.4	23.0
Bulk Substance/Tablets Total	21.8	33.3	43.7	48.9	111.7	38.0
6. Consumer Health Care Products					(billi	ons of yen)
Years Ended/Ending March 31	2001	2002	2003	2004	Change %	2005 (e)
Vitamin B <sub>2</sub> preparation CHOCOLA BB Group	8.2	8.9	9.2	8.7	95.1	10.0

(billions of yen)

SACOLON / Indigestion & heartburn treatifie11&B (3.4) Tj 38.4 0 Tc -0.0054 Tw (SA1stan45.5PTD (10.0) Tj -485.040 Pr.g2Tc -0.0082 Tw (Pres 38.4 8.4 0 10.36 TD /F0 8.88 T

# 7. GROSS PROFIT/MANUFACTURING COST

7-1 Breakdown of Cost of Sales							
Years Ended March 31	2001	2002	2003	2004			
Net sales	258.6	275.0	289.6	303.6			
Cost of sales	83.4	84.3	85.5	83.5			
Beginning inventory ( + )	12.5	11.9	12.6	14.2			
Manufacturing cost ( + )	45.5	41.8	47.2	45.1			
Product purchase ( + )	34.6	34.9	31.3	30.1			
Account transfer ( + )	2.7	8.1	8.7	7.7			
Ending inventory (-)	11.9	12.6	14.2	13.5			
Cost of sales (%)	32.2	30.6	29.5	27.5			
Reversal of reserve for sales returns	(0.1)	(0.1)	0.1	0.0			
Gross profit	175.4	190.9	204.0	220.1			

# 7-2 Breakdown of Manufacturing Costs

7-2 Breakdown of Manufacturing Costs							
Years Ended March 31	2001	2002	2003	2004			
Total manufacturing cost	45.2	45.4	50.0	46.0			
Raw materials	18.3	17.7	19.5	15.9			
Labor cost	13.3	13.6	14.9	14.5			
Expenses	13.6	14.2	15.6	15.5			
Beginning inventory of semi-finished goods and work-in-process (+)	8.4	7.2	7.7	6.9			
Ending inventory of semi-finished goods and work-in-process ( - )	7.2	7.7	6.9	7.4			
Account transfer ( + )	(2.0)	(2.0)	(2.7)	(1.7)			
Cost variances ( + )	1.1	(1.2)	(0.8)	1.3			
Manufacturing cost	45.5	41.8	47.2	45.1			

# 8. Selling, General & Administrative Expenses (Including R&D Expenses)

# 8-1 Research and Development Expenses

8-1 Research and Development Expenses (billi									
Years Ended/Ending March 31	2001	2002	2003	2004	2005 (e)				
Net sales	258.6	275.0	289.6	303.6	297.0				
Research and development expenses	46.5	51.9	57.6	67.4	75.0				
Overseas research and development expenses	12.5	17.5	18.4	24.3	-				
(Ratio of overseas R&D expenses to total R&D expenses) (%)	(26.8%)	(33.8%)	(31.8%)	(36.1%)	-				
Percentage of sales (%)	18.0	18.9	19.9	22.2	25.2				

## 8-2 Selling, General and Administrative Expenses

8-2 Selling, General and Administrative Expenses (billion:										
Years Ended/Ending March 31	2001	2002	2003	2004	2005 (e)					
Net sales	258.6	275.0	289.6	303.6	297.0					
Selling, general and administrative expenses	70.5	75.1	81.1	85.6	89.0					
Personnel expenses	33.8	35.4	37.6	38.1	-					
Marketing expenses	21.3	23.9	26.8	30.9	-					
Administrative expenses	15.3	15.8	16.7	16.6	-					
Percentage of sales (%)	(27.2%)	(27.3%)	(28.0%)	(28.2%)	(30.0%)					

#### 8-3 Selling, General and Administrative Expenses (Including R&D Expenses) (billions of yen)

Years Ended/Ending March 31	2001	2002	2003	2004	2005 (e)
Net sales	258.6	275.0	289.6	303.6	297.0
Selling, general and administrative expenses (including R&D expenses)	117.0	127.0	138.7	153.0	164.0
Percentage of sales (%)	(45.2%)	(46.2%)	(47.9%)	( <b>50.4</b> %) <sup>95</sup>	49 48 -1 7 8 TL in 73

9. Capital Expenditures and Depreciation/Amortization									
Years Ended/Ending March 31	2001	2002	2003	2004	2005 (e)				
Capital expenditures	10.4	19.6	15.9	20.6	21.0				
Property, plant and equipment	7.2	13.7	11.6	17.7	18.0				
Intangible Assets	3.2	6.0	4.4	2.8	3.0				
Depreciation/Amortization	10.7	10.9	13.0	13.6	15.0				

\* Depreciation/amortization includes "Property, plant and equipment" and "Intangible assets".

# **10.** Personnel Information

10. Personnel Information				(persons)
March 31	2001	2002	2003	2004
Total employees	4,042	3,911	3,894	3,858
Research and development	1,011	937	948	956
Production	907	856	839	809
Sales, marketing and administration	2,124	2,118		2,093
Total Personnel cost (billions of yen)	637	653	697	703

Note: Employee numbers are expected to be 3,900 at the end of March 2005.

# 1. Statement of Income Data

1. Statement of Income Data     (billions of yen)								
Years Ended March 31	2003				2004			
	First Quarter	Second Quarter	Third Quarter	Fourth Quarter	First Quarter	Second Quarter	Third Quarter	Fourth Quarter
Net sales	115.2	119.2	117.7	114.4	116.6	131.1	130.0	122.4
Cost of sales	28.0	24.9	26.5	23.3	23.0	24.6	25.9	23.7
Research and development expenses	13.5	14.4	14.8	17.1	16.9	16.6	17.1	18.4
Selling, general and administrative expenses	54.7	58.6	54.9	60.2	57.7	67.9	62.1	63.1
Operating income	19.0	21.4	21.6	13.8	19.1	21.9	24.9	17.2
Non-operating income/expenses	(0.7)	0.3	0.1	0.5	0.5	(0.8)	0.2	0.5
Ordinary income	18.3	21.7	21.7	14.3	19.6	21.1	25.0	17.7
Extraordinary income/expenses	(0.2)	(2.7)	(1.2)	(2.3)	(0.2)	3.4	(0.4)	(3.8)
Income before taxes and interests	18.2	19.0	20.6	12.0	19.4	24.5	24.7	13.9
Net income	11.2	11.1	12.9	5.8	12.3	12.5	15.5	9.8
Earnings per share (yen)	38.3	38.2	44.8	19.8	42.3	42.9	53.1	33.9

\*"Cost of Sales" includes "Reversal of reserve for sales returns".

# 2. Balance Sheet Data

#### <Assets>

<assets> (billions of yen)</assets>								ons of yen)
March 31		20	03		_	20	04	
	30-Jun	30-Sep	31-Dec	31-Mar	30-Jun	30-Sep	31-Dec	31-Mar
Current assets	314.3	319.1	321.5	349.0	346.0	357.7	348.2	354.2
Fixed assets	235.1	237.5	236.8	242.7	248.0	258.4	260.3	261.6
Property, plant and equipment	109.5	111.0	110.2	111.7	112.6	114.3	114.6	116.7
Intangible assets	14.1	14.4	14.7	16.0	15.8	15.2	14.8	15.1
Investments and other assets	111.5	112.1	111.9	115.0	119.5	128.9	130.8	129.8
Total assets	549.5	556.6	558.3	591.7	594.0	616.1	608.5	615.8

#### <Liabilities and Shareholders' Equity>

<liabilities and="" equity="" shareholders'=""> (billions of yen)</liabilities>									
March 31		20	03			2004			
	30-Jun	30-Sep	31-Dec	31-Mar	30-Jun	30-Sep	31-Dec	31-Mar	
Current liabilities	131.6	133.2	124.7	146.0	135.5	147.9	127.0	135.0	
Long-term liabilities	43.0	44.3	47.3	48.1	51.9	49.5	52.8	52.7	
Total liabilities	174.6	177.5	172.0	194.1	187.4	197.4	179.8	187.7	
Minority Interests	9.2	9.3	9.4	9.3	9.4	9.4	9.3	8.6	
Shareholders' equity	365.7	369.8	376.9	388.2	397.2	409.3	419.4	419.5	
Total liabilities, minority interests and shareholders' equity	549.5	556.6	558.3	591.7	594.0	616.1	608.5	615.8	

Reference Data [Changes in Quarterly Results] 20

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# 3. Capital Expenditures and Depreciation/Amortization

Years Ended March 31

30-Jun

(billions of yen)

# 5. ARICEPT Sales by Area

5. ARICEPT Sales by Area									
Years End	ed March 31								
Area									
Japan		¥ Billions		5.4	5.5	6.1	4.8		

# IX. Changes in Quarterly Results (Non-Consolidated)

# 1. Statement of Income Data

Years Ended/Ending March 31

(billions of yen)



#### **Changes from Previous Disclosure**

- 1. Pariet was approved for on-demand therapy of symptomatic GORD in the EU
- 2. A rapid disintegration tablet form for Aricept was approved in Japan
- 3. Apnission Inj. was approved in Japan
- 4. Neophyllin Inj. prefilled softbag was approved in Japan
- 5. Warfarin 0.5mg tablet was approved in Japan
- 6. Filing of Aricept for vascular dementia was withdrawn in the EU
- 7. Filing of *E2000* for transdermal form was withdrawn in Japan

# 1. International Development

#### 1-1. Approved

(Product) Name (Research Code)	Area	Date	Description	Form.	Origin
PARIET	E.U.	Apr-04	On-demand therapy for symptomatic GORD	Tab.	In-house
E3810 Currently indicated for the treatment of symptomatic GORD in the EU. Received					
(Additional indication)			approval for on-demand therapy of symptomatic GORD.		

#### 1-2. Filed for Approval

(Product) Name (Research Code)	Area	Date	Description	Form.	Origin	
PARIET	E.U.	Dec-03	Zollinger-Ellison syndrome and other pathological hypersecretory conditions	Tab.	In-house	
E3810			Currently indicated for the treatment of peptic ulcers. Filed for the treatment of Zollinger-			
(Additional indication)			Ellison syndrome and other pathological hypersecretory conditions.			
ARICEPT	U.S.	Sep-02	Vascular Dementia	Tab.	In-house	
E2020			Currently indicated for the treatment of mild to moderate dementia of the Alzheir	mer's type	э.	
(Additional indication)			Non-approvable letter was received from FDA for vascular dementia (VaD) indication			
			on July 3, 2003. Discussions with FDA regarding this indication continue.			
ARICEPT	U.S.	Dec-03	Rapid Disintegration Tablet	RDT	In-house	
E2020			Currently available in tablet form. Filed for rapid disintegration tablet form for pa	atients wh	o have	
(Additional form)	E.U.	Dec-03	difficulty swallowing tablets and to contribute to improved compliance.			
ARICEPT	U.S.	Dec-03	Liquid Formulation	Liquid	In-house	
E2020			Currently available in tablet form. Filed for liquid formulation for patients who ha	ave		
(Additional form)			difficulty swallowing and will contribute to improved compliance.			

Filing of Aricept for vascular dementia was withdrawn in the EU in April 2004

#### 1-3. Phase III

(Product) Name (Research Code)	Area	Expected Application	Description	Form.	Origin
ARICEPT	U.S.	2005	Severe Dementia due to Alzheimer's disease	Tab.	In-house
E2020	E.U.		Currently indicated for the treatment of mild to moderate dementia of the		
(Additional indication	on)		Alzheimer's type. E2020 is now in phase III trials for the treatment of severe dementia due to Alzheimer's disease.		
ARICEPT	E.U.	2005	Dementia associated with Parkinson's disease	Tab.	In-house
E2020			Currently indicated for the treatment of mild to moderate dementia of the		
(Additional indication	on)		Alzheimer's type. E2020 is now in phase III trials for the treatment of dementia associated with Parkinson's disease.		

#### 1-4. Phase II

(Product) Name

# 2-3. Phase III

(Product) Name (Research Code)	Description	Expected Application	Form.	Origin
PARIET	Eradication of H. pylori in combination with antibiotics	2004	Tab.	In-house
E3810	Currently indicated for the treatment of peptic ulcers in Japan. E3810 is now in			
(Additional indication)	phase III trials for the eradication of <i>H. pylori</i> in combination with antibiotics.			

## 2-4. Phase II

(Product) Name (Research Code)	Description	Form.	Origin
E3620	Gastrointestinal motility disorders/ $5$ -HT <sub>3</sub> Receptor Antagonist/ $5$ -HT <sub>4</sub> Receptor Agonist The compound has dual action as a serotonin type 3 receptor antagonist and a serotonin type 4 receptor agonist and is under development for gastrointestinal motility disorders. It is expected to improve sensation of fullness and anorexia associated with chronic gastritis and to improve bowel function and abdominal pain associated with irritable bowel syndrome.	Tab.	In-house
KES524	Obesity /Central Acting Serotonin & Noradrenaline Reuptake Inhibitor Inhibits the reuptake of the cerebral neurotransmitters, noradrenaline and serotonin, enhancing the feeling of satiety and energy consumption resulting in loss of body weight.	Cap.	Abbott
CLEACTOR E6010 (Additional indication)	Cerebral Embolism A novel second generation t-PA with a structure modified by utilizing recombinant DNA techniques. E6010 is under development to become the first t-PA for the treatment of cerebral embolism in Japan.	Inj.	In-house
TAMBOCOR (E0735) (Additional indication)	Paroxysmal Atrial Fibrillation/Flutter The compound has already been approved as a treatment for ventricular tachyarrythmias in Japan and in phase II clinical trials for the treatment of sporadic atrial fibrillation/flutter.	Tab. d is	ЗM
ARICEPT E2020 (Additional indication)	Severe Dementia due to Alzheimer's disease Currently indicated for the treatment of mild to moderate dementia of the Alzheimer's type. Now in phase II trials for the treatment of severe dementia.	Tab.	In-house
D2E7	Human Anti TNF-a Monoclonal Antibody Inj. By blocking the activity of Tumor Necrosis Factor- alpha (TNF-a) which plays a central role in inflammation in rheumatoid arthritis (RA), D2E7 is expected to be effective in patients with RA.		Abbott
E7210	Ultrasonic Contrast Medium Microbubbles of E7210 reflect ultrasound. Microbubbles do not disappear easily, thereby stable imaging is expected.	Inj.	Bracco
E2014	Cervical Dystonia / Botulinum Toxin Type B Botulinum toxin acts on cholinergic nerve ending synapses and inhibits the release of acetylcholine to relax muscles.	Inj.	Elan
E0167	Recurrence of Hepatocellular Carcinoma Vitamin $K_2$ (menatetorenone) currently indicated for the treatment of osteoporosis. Phase II trials have been initiated for the prevention of recurrence of hepatocellular carcinoma.	Cap.	In-house