

Polaris Capital Group Co., Ltd.

May 27, 2024

Acquisition of Orthopedic Surgery Business of Olympus Corporation and its Subsidiaries

Polaris Private Equity Fund V, L.P., etc., managed by Polaris Capital Group Co., Ltd. (“Polaris”), hereby announces that it has entered into a put option agreement with Olympus Corporation (“Olympus”) to acquire the orthopedic surgery business operated by Olympus Terumo Biomaterials Corporation, FH Ortho SAS (France) and their subsidiaries (the “Target Business”), which are group companies of Olympus. In case of exercise of such put option by Olympus further to the completion of the consultation of the relevant works council of FH Ortho SAS on this proposed transaction, which is compulsory under French law, Polaris and Olympus plans to execute a share purchase agreement. Completion is subject to obtaining relevant regulatory approvals and other customary conditions, and is expected to be at the mid of July 2024.

Olympus Terumo Biomaterials Corporation operates an orthopedic surgery business in Japan, manufacturing and selling artificial bones, metal plates for HTO (high tibial osteotomy) and other related products. In addition to having established an overwhelming market share as a pioneer in the AKO area of osteoarthritis of the knee, Olympus Terumo Biomaterials Corporation also has a strong presence in the market through the provision of distinctive products in cervical spondylotic myelopathy. FH Ortho SAS has established a presence in the rapidly growing shoulder joint market primarily in France, having entered the market early. Leveraging strong relationships between their sales representatives and orthopedic surgeons, FH Ortho SAS offers a wide range of products from improved products for hip and knee joints to niche products for sports-related surgery, and has established global sales channels.

After the acquisition of shares, Polaris will leverage the knowledge and experience it has accumulated through previous projects with related companies, including transactions in the orthopedic surgery domain, as well as a large number of corporate carve-out projects to promote the further development of the Target Business. Polaris will support the planning and execution of growth strategies while leveraging existing strengths of the businesses by strengthening management functions, enhancing development and sales structure, improving operations, promoting ESG and digitalization, as well as accelerating overseas expansion through realizing synergies between Olympus Terumo Biomaterials Corporation and FH Ortho SAS.

<Contact information>

Polaris Capital Group Co., Ltd.
GranTokyo North Tower 38F
1-9-1 Marunouchi, Chiyoda-ku, Tokyo 100-6738 Japan
Masashi Matsumoto, Principal
TEL 03-5223-6780

Olympus Terumo Biomaterials Corporation

Date of Incorporation September 1, 2004
Representative Manabu Ishikawa, President and Representative Director
Address 1-50-1, Sasazuka, Shibuya-ku, Tokyo
Business Activities Businesses related to the development, manufacture, sales, etc.
of medical devices
Website <https://www.biomaterial.co.jp/jp/>

FH Ortho SAS

Date of Incorporation December 23, 2014
Representative Jean-Marc Idier, President
Address 3, rue de la Forêt, 68990 Heimsbrunn, France
Business Activities Manufacturing and sale of orthopedic implants, artificial joints and
accessories
Website <https://www.fhortho.com/>

Polaris Capital Group Co., Ltd.

Date of Incorporation September 2004
Representative Yuji Kimura, President and CEO
Address GranTokyo North Tower 38F, 1-9-1 Marunouchi, Chiyoda-ku, Tokyo
100-6738 Japan
Business Activities Operation of private equity funds for the purpose of supporting
corporate business restructuring
Website <https://www.polaris-cg.com/>