

January 24, 2019

Notice of Acquisition of Shares by its Consolidated Subsidiary
(SFP Holdings Co., Ltd.)

create restaurants holdings inc. announces that SFP Holdings Co., Ltd., our consolidated subsidiary, resolved at a meeting of its Board of Directors held today to acquire all of the shares (100.0% of the outstanding voting rights) of Joh Smile Corporation, which operates the *izakaya* (Japanese-style pub) "Maekawa Suigun" in Kumamoto-city, as shown in the attached document, and make it a subsidiary of SFP Holdings Co., Ltd. (sub-subsidiary for the Company).

The effect of this change on the Company's consolidated financial results for the fiscal year ending February 28, 2019 is expected to be minor.

**Notice of Conclusion of Share Transfer Agreement for
Acquisition of Shares (Making into Subsidiary)**

SFP Holdings Co., Ltd. announces that at the Board of Directors' meeting held today the Company has resolved to acquire the shares of Joh Smile Corporation (head office: Kumamoto-shi), which operates the *izakaya* (Japanese-style pub) "Maekawa Suigun" in Kumamoto Prefecture, and make it a subsidiary.

1. Reason for acquisition of shares

This acquisition of shares will be conducted as part of the "SFP Food Alliance Initiative". Our aim with this initiative is to boost our growth by forming capital alliances with companies having abundant know-how for izakaya management in regional cities and providing them our core brands.

Specifically, we will outsource management of our growth brands, including "Isomaru Suisan", to our alliance partners, while supporting the development, strengthen, wide-area expansion of their original brands.

Going forward, we will expand this "SFP Food Alliance" throughout Japan and all over the world, with the mutual provision of original brands among business partners, etc., in order to enhance the SFP Group's corporate value, and continue to develop the wonderful izakaya culture that has fit in well with our daily-life.

2. Outline of the subsidiary to be transferred

(1) Name	Joh Smile Corporation		
(2) Location	3F Kumamoto Center Building, 3-16, Ansei-cho, Chuo-ku, Kumamoto City		
(3) Representative	Hiroyuki Maekawa, President		
(4) Contents of business	Restaurant operation		
(5) Capital	45,000,000 yen		
(6) Establishment	February 1993		
(7) Relationship between SFP Holdings and the company	Capital relationship	Not applicable.	
	Personnel relationship	Not applicable.	
	Business relationship	Not applicable.	
(8) Financial position and results of operations for the most recent three years (unit: thousand yen)			
Fiscal year	Fiscal 2015	Fiscal 2016	Fiscal 2017
Net assets	334,129	364,147	378,374
Net sales	1,159,356	1,326,303	1,478,627
Operating income	132,171	126,324	141,982
Ordinary income	132,426	132,286	157,166
Net income	45,875	30,018	14,226

3. Outline of the counterparty to the share acquisition

(1) Name	Hiroyuki Maekawa
(2) Location	Kamimashiki District, Kumamoto Prefecture
(3) Relationship between SFP Holdings and the individual	There are no capital, personal, or business relationships to be reported between our company and the individual.

4. Number of shares to be acquired and shares held before and after the acquisition

(1) Number of shares held before the transfer	0 shares
(2) Number of shares to acquire	3,600 shares
(3) Number of shares held after transfer	3,600 shares (acquisition ratio: 100.0%)

Note) The acquisition price is not disclosed under a non-disclosure agreement with the counterparty to the share acquisition.

5. Schedule

(1) Date of resolution of the Board of Directors	January 24, 2019
(2) Date of conclusion of agreement	January 24, 2019
(3) Effective date of the share transfer	March 1, 2019 (planned)

6. Future outlook

The effect of this transaction on the Group's consolidated financial results for the fiscal year ending February 28, 2019 is expected to be minor. The effect of this change on the Company's consolidated business forecasts for the next fiscal year and beyond will be incorporated into the announcement of the business forecast.