

January 31, 2019

Notice of Acquisition of Shares of Company Operating "Ginza Kiya"
which is the long-established restaurant of Udon and Soba

At the Board of Directors meeting held on January 31, 2019, the Company resolved to acquire all of the shares of Kiya Foods Co., Ltd. (100.0% of the outstanding voting shares), which operates the long-established restaurant "Ginza Kiya", offering udon and soba (Japanese noodles) in Tokyo, mainly in Ginza, and made it into a consolidated subsidiary. Details are as follows.

1. Reason for the acquisition of shares (making it into a subsidiary)

"Ginza Kiya" is the long-established brand that have over 40 years history. Since its founding, the restaurant continues to provide udon and soba, which are traditional Japanese foods, from the perspective of "pursuing authentic flavors" and "inheriting the traditions" cultivated over many years.

The Company acquired all of the shares of "Ginza Kiya" and made it into a consolidated subsidiary in order to following purposes: (1) strengthen the brand lineup by acquiring "Ginza Kiya"; (2) the stable earnings contribution through the well-located restaurants in Tokyo metropolitan area, including the main store in Ginza and the store in Haneda Airport (our group's first store); and (3) achieve further growth of the "Ginza Kiya" brand by sharing know-how based on Group Federation Management.

[Restaurant brand to be acquired]

銀座木屋



2. Overview of the subsidiary to be acquired

(1) Name	Kiya Foods Co., Ltd.
(2) Location	5F Hanaya Bldg., 3-28-9, Higashi-Gotanda 5-chome, Shinagawa-ku, Tokyo
(3) Representative	Katsuyuki Sakashita, President
(4) Business Content	Operation of restaurant such as “Ginza Kiya” offering udon and soba
(5) Capital	80 million yen
(6) Establishment date	November 30, 2016 (founded in 1970)
(7) Number of stores	7 outlets
(8) Sales	784 million yen (FY8/30 results) (Note)
(9) Number of shares issued	6,000 shares
(10) Major shareholders and holding ratio	Ant Bridge No. 4 A Investment Limited Partnership 100.0%

Note) As for the financial position and results of operations for the most recent years, we only disclose net sales under a non-disclosure agreement with the counterparty to the share acquisition.

3. Outline of the counterparty to the share acquisition

(1) Name	Ant Bridge No.4 A Investment Limited Partnership	
(2) Location	5F Tokio Marine & Nichido Building, 1-2-1 Marunouchi, Chiyoda-ku, Tokyo	
(3) Outline of Limited Liability Partner	Name	Ant Capital Partners Co., Ltd.
	Location	5F Tokio Marine & Nichido Building 1-2-1 Marunouchi, Chiyoda-ku, Tokyo
	Position and Name of Representative	Ryousuke Iinuma, President
(4) Relationship with the company	There are no personal, capital or business relationships.	

4. Situation before and after acquisition

(1) Number of shares held before transfer	0 share
(2) Number of shares to acquire	6,000 shares
(3) Number of shares held after the transaction	6,000 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

March 1, 2019 Acquisition of shares (planned)

January 31, 2019

6. Future outlook

The impact of this acquisition on the performances for the current term (FY2/19) is expected to be minor. The Company will notify you of any impact on its consolidated earnings forecast for the next fiscal year at the time of the announcement of financial results for the current fiscal year which is scheduled in the middle of April 2019.