

## **Notification on Share Acquisition of Seikatsu Kagaku Holdings Co., Ltd. by Haseko Subsidiaries, Making It a Second-Tier Subsidiary of Haseko**

Haseko Corporation (the “Company”) announces that Haseko Anesis Corporation (“Haseko Anesis”) and Fujikensetsu Co., Ltd. (“Fujikensetsu”), two of its subsidiaries, today reached a final agreement with Godo Kaisha JFC, a special purpose company administered and managed by J Will Partners, K.K., concerning the former two firms acquiring all shares of Seikatsu Kagaku Holdings Co., Ltd. (“Seikatsu Kagaku Holdings”), the parent company of Seikatsu Kagaku Un-Ei Co., Ltd. (“Seikatsu Kagaku Un-Ei”), and concluded a share transfer agreement, as described below. The acquisition will make Seikatsu Kagaku Holdings a second-tier subsidiary of Haseko Corporation.

### Details

#### 1. Reason for Share Acquisition

The Haseko Group aims to expand its housing business for the elderly, given that the elderly population is anticipated to increase significantly centering on large metropolitan areas. The Group had already been operating five paid care housing facilities for the elderly under the brand name of Century City in the Tokyo metropolitan and Kinki areas, managed by Century Life, Co., Ltd. (“Century Life”) that was established in 1985.

On the other hand, Seikatsu Kagaku Un-Ei, a subsidiary of Seikatsu Kagaku Holdings, has operated paid care housing and other facilities for the elderly, now totaling 31, under such brand names as Life House and Senior House in the Tokyo metropolitan, Kinki and Tokai areas for more than 30 years.

Going forward, Century Life and Seikatsu Kagaku Un-Ei will commonly share respective know-how and expertise as part of the Haseko Group and endeavor to further enhance their service levels to meet the requirements of elderly customers, as well as proactively expand the businesses for the elderly including establishment of new facilities.

#### 2. Overview of Seikatsu Kagaku Holdings

- (1) Company name: Seikatsu Kagaku Holdings Co., Ltd.
- (2) Address: 3-3 Takadanobaba 3-chome, Shinjuku-ku, Tokyo
- (3) Representative: Yoshinobu Urata, President and Representative Director
- (4) Fiscal year: End of March every year
- (5) Paid-in capital: 1billion yen
- (6) Number of shares issued: 2,180,600 shares

### 3. Overview of Seikatsu Kagaku Un-Ei

- (1) Company name: Seikatsu Kagaku Un-Ei Co., Ltd.
- (2) Address: 3-3 Takadanobaba 3-chome, Shinjuku-ku, Tokyo
- (3) Representative: Yoshinobu Urata, President and Representative Director
- (4) Established: September 1991
- (5) Major line of business: Planning, operation and other services for paid facilities for the elderly, housing for the elderly and multi-generation homes
- (6) Fiscal year: End of March every year
- (7) Number of employees: 956
- (8) Paid-in capital: 1billion yen
- (9) Ownership of shares: A wholly-owned subsidiary of Seikatsu Kagaku Holdings
- (10) Business performances in recent fiscal years

	Year ended March 2012	Year ended March 2013
Net sales	7,262 million yen	7,471 million yen
Operating income	776 million yen	836 million yen
Ordinary income	675 million yen	652 million yen
Total assets	20,192 million yen	21,631 million yen
Net assets	103 million yen	20,22 million yen

Furthermore, Yoshinobu Urata, President and Representative Director of Seikatsu Kagaku Un-Ei, and other two directors will remain in their positions and continue to conduct the management of the company.

### 4. Overview of Seller of the Shares

- (1) Company name: Godo Kaisha JFC  
(A special purpose company administered and managed by J Will Partners, K.K.)
- (2) Address: 6-5 Nihonbashi 2-chome, Chuo-ku, Tokyo

### 5. Overview of the Subsidiaries

- (1) Company name: Haseko Anesis Corporation
- (2) Address: 32-1 Shiba 2-chome, Minato-ku, Tokyo
- (3) Representative: Noriaki Tsuji, President and Representative Director
- (4) Line of business: Supervisor of Haseko's service-related business
- (5) Ownership of shares: A wholly-owned subsidiary of Haseko Corporation

(1) Company name: Fujikensetsu Co., Ltd.

(2) Address: 5-5 Shiba 3-chome, Minato-ku, Tokyo

(3) Representative: Tadao Yonekawa, President and Representative Director

(4) Line of business: Design, construction and repair work of for-sale condominiums, retail facilities and general architecture

(5) Ownership of shares: A 91%-owned subsidiary of Haseko Corporation

#### 6. Status of Number of Shares Acquired and Shares Owned Before and After Transfer

(1) Number of shares owned before transfer: 0 (Ownership ratio: 0%)

(2) Number of shares acquired: 2,180,000 shares

(3) Number of shares owned after transfer: 2,180,000 shares (Ownership ratios: Haseko Anesis: 99% and Fujikensetsu: 1%)

#### 7. Schedule

October 18, 2013: Signing of share transfer agreement

Latter part of November 2013: Transfer of shares

#### 8. Impact on Business Performance for the Current Fiscal Year

The share acquisition will have little impact on the consolidated business performance of the Company for the current fiscal year, and no change will be made to the business performance forecasts.