JAPAN TOBACCO INC.
2-1, Toranomon 2-chome, Minato-ku
Tokyo 105-8422 JAPAN
Phone:03-3582-3111

FOR IMMEDIATE RELEASE

Tokyo, September 17, 2013

Notice Regarding Company Split and Amendments to Articles of Incorporation related to the Transition of TableMark to a Holding Company Structure

Please find enclosed an announcement of company split and amendments to the Articles of Incorporation by TableMark Co., Ltd. (TableMark), a consolidated subsidiary of Japan Tobacco Inc. (JT) (TSE 2914). Further to the announcement of August 6, 2013, TableMark has been preparing for transition to a holding company in order to make business operations more flexible and competitive.

###

Japan Tobacco Inc. is a leading international tobacco product company. Its products are sold in over 120 countries and its internationally recognized brands include Winston, Camel, Mevius/Mild Seven and Benson & Hedges. With diversified operations, JT is also actively present in pharmaceuticals, beverages and processed foods. The company's revenue was ¥2.120 trillion (US$22,543 million(*)) in the fiscal year ended March 31, 2013.

**Translated at the rate of ¥94.05 per $1, as of March 29, 2013*

Contacts: Ryohei Sugata, General Manager
Dmitry Krivtsov, Associate General Manager
Media and Investor Relations Division
Japan Tobacco Inc. Tokyo: +81-3-5572-4292
E-mail: jt.media.relations@jt.com

TRANSLATION－FOR REFERENCE ONLY-

September 17, 2013

Notification Regarding Company Split and Amendments to Articles of Incorporation related to the Transition to a Holding Company Structure

Tokyo, September 17, 2013 --- TableMark Co., Ltd. (the "Company") announced that, as announced on August 6, 2013, in order to make business operations more flexible and competitive, its Board of Directors today passed a resolution pertaining to the company split for transition to a holding company structure and amendments to the Articles of Incorporation.

Specifically, the transition will be conducted through a company split whereby the Company's frozen and ambient processed food business (hereafter referred to as the "Business") will be transferred to TM Co., Ltd., which is a wholly-owned subsidiary of the Company (the corporate name is scheduled to be changed to TableMark Co., Ltd. on April 1, 2014, hereafter referred to as the "Successor Company"). An absorption-type split agreement was signed on the same day between the Company and the Successor Company (such absorption-type company split shall be hereafter referred to as the "Absorption-type Company Split"). The effective date for the Absorption-type Company Split shall be April 1, 2014.

The Absorption-type Company Split and the amendments to the Articles of Incorporation are conditional on the related agenda items being approved at the Company's extraordinary shareholders' meeting scheduled to be held in October 2013 and on any necessary approvals being granted by the relevant government authorities.

Subsequent to the Absorption-type Company Split, as of April 1, 2014, the corporate name of the Company shall be changed to TableMark Holdings Co., Ltd., and its business purpose shall be revised to be in line with the move to a holding company structure.

1. Summary of the Absorption-type Company Split

(1) Timetable of the Absorption-type Company Split

Approval of the agreement for the Absorption-type Company Split by the Board of Directors
September 17, 2013

Conclusion of the agreement for Absorption-type Company Split September 17, 2013

Approval of the agreement for the Absorption-type Company Split by the extraordinary shareholders' meeting October, 2013 (scheduled)

Effective date of the Absorption-type Company Split April 1, 2014 (scheduled)

Note: The Absorption-type Company Split will only take place conditional upon obtaining the necessary approvals from the relevant governing authorities.

(2) Method for the Absorption-type Company Split

The method employed will be an absorption-type company split and all shares of the Successor

Company to be issued at the time of the Absorption-type Company Split will be allotted to the Company (as it is called "*butteki-kyushu-bunkatsu*").

(3) Decrease in capital, etc., due to Absorption-type Company Split

There will be no change in capital of the Company.

(4) Rights and Obligations to be transferred to the Successor Company

All assets, liabilities, employment contracts and other rights and obligations of the company related to the Business (excluding items as otherwise provided for in the Absorption-type Company Split Agreement signed on September 17, 2013), shall be transferred to the Successor Company as of the effective date of the Absorption-type Company Split. The liabilities to be succeeded by the Successor Company shall be jointly and severally assumed by the Company as well.

(5) Expected Performance and Obligations

In view of the fact that the amount of assets in the both Company and the Successor Company will exceed the amount of obligations, even after the Absorption-type Company Split, and in the view of the fact that as of today there are no foreseen circumstances that might hinder the performance of obligations after the Absorption-type Company Split, it has been determined that there are no expected issues in the performance of obligations, either for the Company or for the Successor Company.

2. Overview of the Parties of the Absorption-type Company Split

	Splitting Company (As of March 31, 2013)	Successor Company (As of September 17, 2013)
(1) Corporate Name*	TableMark Co., Ltd.	TM Co., Ltd.
(2) Headquarters	6-4-10 Tsukiji, Chuo-ku, Tokyo	6-4-10 Tsukiji, Chuo-ku, Tokyo
(3) Representative**	Miyoharu Hino, President and CEO	Hiroyuki Fukuda, President and CEO
(4) Business	Processed Food Products Manufacturing and Sales	None before the Absorption-type Company Split
(5) Capital	47,502.63 million yen	2 million yen
(6) Date of Establishment	September 1, 1956	October 1, 2008
(7) Total Number of Issued Shares	38,028,016 shares	4 shares
(8) Accounting Date	March 31	September 30
(9) Major Shareholders and Percentage of Shares Held	Japan Tobacco Inc. (100%)	TableMark Co., Ltd. (100%)

* As of April 1, 2014, the corporate name of the Splitting Company will be changed to "TableMark Holdings Co., Ltd.". The corporate name of the Successor Company will be changed to "TableMark Co., Ltd."

**The names of respective Representatives following the Absorption-type Company Split (from April 1, 2014 onward) are to be announced.

3. Business to be transferred

The Business (frozen and ambient processed food business)

4. The Status of the Company Following the Absorption-type Company Split (As of April 1, 2014 (scheduled))

	Splitting Company
(1) Corporate name	TableMark Holdings Co., Ltd. Note: As of April 1, 2014, the corporate name will be changed from the current "TableMark Co., Ltd." to "TableMark Holdings Co., Ltd."
(2) Headquarters	6-4-10 Tsukiji, Chuo-ku, Tokyo
(3) Representative	To Be Announced
(4) Business	Business regarding group management, etc.
(5) Capital	47,502.63 million yen
(6) Accounting date	March 31

5. The Successor Company after the Absorption-type Company Split (As of April 1, 2014 (scheduled))

	Successor Company
(1) Corporate name	TableMark Co., Ltd. Note: As of April 1, 2014, the corporate name will be changed from the current "TM Co., Ltd." to "TableMark Co., Ltd."
(2) Headquarters	6-4-10 Tsukiji, Chuo-ku, Tokyo
(3) Representative	To Be Announced
(4) Business	Manufacture and Sales of frozen and ambient processed food
(5) Capital	22,500 million yen
(6) Accounting date	March 31

6. Amendments to Articles of Incorporation

Pursuant to the shifting to a holding company structure, the corporate name of the Company will be changed to TableMark Holdings Co., Ltd. and the business purpose will be changed to management as a pure holding company. Amendments to the Articles of Incorporation will be effective as of the effective date of the Absorption-type Company Split (scheduled to be April 1, 2014) conditional upon the Absorption-type Company Split has come in to effect.