December 22, 2015

Company Name	Imagica Robot Holdings Inc.
Title and Name of Representative	Makoto Tsukada Representative Director, President (Securities Code: 6879, TSE 1st Section)
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Conclusion of Basic Agreement with OLM, Inc.
and Acquisition of Its Shares (Acquired Subsidiary)

Imagica Robot Holdings Inc. (the "Company") hereby announces that it has resolved at its Board of Directors meeting held on December 22, 2015 today to make OLM, Inc. ("OLM") a subsidiary of the Company through the acquisition of its shares. The Company also concluded a basic agreement with OLM and stock purchase agreements with some of the shareholders of OLM today.

1. Reasons for the share acquisition

Since its foundation in 1935 up to the present, the Group has continuously expanded its lineup of video-related products and services including editing, processing, planning, production, procurement, distribution, and broadcasting of video content, development and sales of imaging systems, as well as nurturing and dispatch of various content creators, and has provided them to broadcasting stations, film production companies, and production companies mainly in Japan.

In April 2015, the Company acquired SDI Media Central Holdings Corp. ("SDI"), a company that provides major broadcasting stations, film production companies and production companies worldwide, including in Hollywood, United States, with media localization services such as dubbing and subtitling of video content for the purpose of worldwide distribution, and made it a subsidiary. Through this acquisition, the Company has established a system that is able to conduct planning, production, and distribution of video content worldwide. The Company positions the expansion of its overseas business with SDI at the core as an important management issue.

Similarly, the OLM Group specializes in the production of video content, primarily in the field of animation. It produces quality animation works through its total management system, which spans from concept proposal to scriptwriting, direction, drawing and digital processing of television animation works and animation films, including the Pokémon series, the YO-KAI WATCH series, and more. In addition, by leveraging its strengths in CG technology, the OLM Group engages in the production of entertainment works in a variety of genres, including live-action films and television dramas.

In accordance with the basic agreement made with the OLM Group, the Group aims to further expand its existing Creative Services & Content Production business by strengthening the said business, which includes live-action films, television dramas and commercials, as well as newly capture a share of the animation production business well-liked by children. In addition, the Group will strive to raise production efficiency and reduce costs through measures such as joint purchasing and sharing of machinery, software, and data centers, and make efforts to refine its works and film production technology through the sharing of know-how related to film production, as well as proactively cooperate with Group Companies in Japan and overseas.

Through this acquisition, together with the OLM Group, which will become a new member of the Group, the Group will continue contributing to the growth of the video content market both in Japan and worldwide, by leveraging each and every Group Company's resources in a synergistic manner.

2. Overview of the company to be acquired (as of May 31, 2015)

(1)	Company name	OLM, Inc.		
(2)	Location	Mikami Bldg. 7F, 1-18-10 Wakabayashi, Setagaya-ku, Tokyo, Japan		
(3)	Name and title of representative	Toshiaki Okuno President and Representative Director		
(4)	Business description	Planning and production of various types of video content primarily related to television animation and animation films		
(5)	Capital	490 million yen		
(6)	Foundation	June 15, 1994		
(7)	Major shareholders and shareholding ratio	Toshiaki Okuno		16.31%
		Shukichi Kanda		14.80%
		DENTSU INC.		12.94%
(8)	Relationships between the Company and OLM	Capital relationship	The Company owns 4.85% of shares in OLM, Inc.	
		Human relationship	There is no human relationship to be noted.	
		Business relationship	The Group receives some video editing work from OLM, Inc.	

(9) Consolidated financial results and consolidated financial position of OLM for the last three fiscal years (million yen, unless otherwise specified)

Fiscal year ended	May 31, 2013	May 31, 2014	May 31, 2015
Net assets	1,833	1,772	2,575
Total assets	3,882	4,101	5,360
Net sales	5,835	6,061	7,912
Operating income	152	85	1,092
Ordinary income	313	107	1,287
Net income (loss)	174	(41)	956
Net income (loss) per share (yen)	58,479.2	(13,770.2)	322,053.2
Dividend per share (yen)	7,510	—	39,700

*A statutory audit has not been conducted on the figures shown above.

3. Outline of major sellers of the shares

(1)	Name	Toshiaki Okuno
(2)	Location	Setagaya-ku, Tokyo
(3)	Relationships between the Company and the above individual	There is no capital, human, or business relationship to be noted between the Company and the above individual (including the individual's relative, and a corporation, etc. or its subsidiary of which the majority shares are owned by the said individual or the individual's relative). In addition, there is no notable capital or business relationship between persons associated with or companies affiliated to the Company and the said individual, or persons associated with or companies affiliated to the said individual.

The Company is scheduled to acquire a total of 1,379 shares from 8 shareholders including the above shareholder.

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

(1)	Number of shares held before the acquisition	144 shares (Number of voting rights: 144) (Percentage of voting rights owned: 4.85%)

(2)	Number of shares to be acquired	1,379 shares (Number of voting rights: 1,379)
(3)	Acquisition price	Common shares of OLM 2,789 million yen Miscellaneous costs 69 million yen Total (estimate) 2,858 million yen
(4)	Number of shares held after the acquisition	1,523 shares (Number of voting rights: 1,523) (Percentage of voting rights owned: 51.33%)

5. Schedule

(1)	Date of resolution at the Board of Directors meeting	December 22, 2015
(2)	Date of conclusion of the stock purchase agreement	December 22, 2015
(3)	Date of execution of stock purchase	April 4, 2016 (tentative)

6. Future outlook

Since the date of execution of stock purchase is scheduled for the next fiscal year, this share acquisition will not affect the consolidated financial results for the fiscal year under review. In circumstances where events that may affect the consolidated financial results for the fiscal year under review occur, such as a change of the date of execution of stock purchase to a date that falls under the fiscal year under review, the said events will be carefully examined and promptly disclosed accordingly.

The Company will negotiate with other shareholders of OLM with whom the Company has not concluded stock purchase agreements as of today to conclude such agreements.

(Reference) Consolidated financial results forecast (announced on November 12, 2015) and consolidated financial results for the previous fiscal year

	Consolidated net sales	Consolidated operating income	Consolidated ordinary income	Net income attributable to owners of parent
Consolidated financial results forecast for the current fiscal year (Fiscal year ending March 31, 2016)	71,000	700	800	440
Consolidated financial results for the previous fiscal year (Fiscal year ended March 31, 2015)	55,651	1,747	1,664	1,246