March 29, 2019

To Whom It May Concern:

Company Takamatsu Construction Group Co.,Ltd.
Representative Nobuhiko Yoshitake, President and Representative Director, Director of the Board
(Stock Code : 1762)
Contact Minoru Tsunoda, Senior Director, Group Strategy Division
(Phone : 06-6303-8101)

Notice of Agreement of Share Acquisition Contract of Tatsumi Planning Co.,Ltd. (Founded through Carve-Out)

This is to notice as follows that, as of today, Takamatsu Corporation Co.,Ltd.(hereinafter "Takamatsu Corporation"), which is one of our consolidated subsidiary, has agreed to finalize the contract to acquire all the shares of Tatsumi Planning Co.,Ltd.(hereinafter "New Tatsumi Planning"), which is planned to be founded by carving out a portion of Tatsumi Planning Co.,Ltd.(hereinafter "Current Tatsumi Planning"), which is a subsidiary of RIZAP Group Co.,Ltd.

Note

1. Reason of Acquisition

Our subsidiary, Takamatsu Corporation has grown continuously through real estate utilization proposal business centering on construction of condominiums for rental purpose. Recently, Takamatsu Corporation has further grown with emphasis on non-condominium constructions. To enable further growth, we are working hard to further strengthen existing fields of business, as well as continuously studying the possibility of M&A.

Tatsumi Planning Co.,Ltd. has been conducting construction of individual residential housings for more than twenty years centering around Yokohama Area of Kanagawa Prefecture, and boasts high recognition as well as established record in the Area.

By using this share acquisition as the first step, and by adding the information owned by Mibu Corporation Co.,Ltd., which we acquired last year and conducts real estate sales and brokerage business with its main target area of southern Tokyo area, we plan to boost our individual residential housing business in the future.

2. Outline of Transferred Company (Founded Company)

(1)	Name	Tatsumi Planning Co.,Ltd. (New Tatsumi Planning)	
(2)	Address	Queens Tower C-11, 2-3-5 Minato Mirai, Nishi-ku, Yokohama	
(3)	Representative	Tohru Hasegawa, President & Representative Director	
(4)	Content of Business	Individual residential housing, Reform business	
(5)	Capital	50million JPY	
(6)	Foundation	(Plan) May 15, 2019	
(7)	Number of Shares	200 Shares	
(8)	Fiscal Year	Ends at March 31	
(9)	Shareholder and %	Tatsumi Planning Co.,Ltd (Current Tatsumi Planning) 100%	
(10)	Relation with Listed Company	Capital	N/A
		Personnel	N/A
		Business	N/A

3. Outline of Seller of the Shares

(1)	Name	Tatsumi Planning Co.,Ltd. (Current Tatsumi Planning)	
(2)	Address	Queens Tower C-11, 2-3-5 Minato Mirai, Nishi-ku, Yokohama	
(3)	Representative	Tohru Hasegawa, President & Representative Director	
(4)	Content of Business	Mega Solar Business, Real Estate Development Business	
(5)	Capital	50million JPY	
(6)	Foundation	June 19, 1996	
(7)	Shareholders' Equity	1,477 million JPY	
(8)	Asset	8,873 million JPY	
(9)	Shareholder and %	RIZAP Group Co.,Ltd. 100%	
(10)	Relation with Listed Company	Capital	N/A
		Personnel	N/A
		Business	N/A
		Related Parties	N/A

4. Number and Amount of Acquired Shares

(1)	# of shares before M&A	0 Shares (# of voting rights : 0) (Share:0.0%)
(2)	# of Acquired Shares	200 Shares (# of voting rights : 200)
(3)	Price of Acquired Shares	Shares of New Tatsumi Planning (*) Approx.1,500 MJPY(Plan) Advisory Fee, etc. 78 MJPY(Plan) Total Approx. 1,578 MJPY (Plan)
(4)	# of shares after M&A	200 Shares (# of voting rights : 200) (Share:100%)

(*) The amount of acquired shares is calculated based on balance sheet and carve out method as of January 31, 2019. However, the final price will be calculated based on March 31, 2019 balance sheet. In addition, carve out method may change, thus the final amount may vary from the abovementioned amount。

5. Schedule

(1)	Foundation of New Company by Carve Out	May 15, 2019 (Plan)
(2)	Share Transfer Date	May 15, 2019 (Plan)

6. Outlook

We currently consider the impact of this share transfer to our consolidated results to be insignificant. However, we will promptly disclose revision of our estimated consolidated results when necessary.

End