



December 20, 2019

(For Translation Purposes Only)

Raccoon Holdings, Inc.
1-14-14 Nihonbashi-Kakigaracho, Chuo-ku Tokyo
President: Isao Ogata, Representative Director
(Code: 3031, Tokyo Stock Exchange, 1st Section)
Contact: Satoshi Konno
Executive Vice President and Director
(Tel: +81-3-5652-1711)

Notice Concerning Conclusion of Capital and Business Partnership Agreement with TAAS Inc.

Raccoon Holdings, Inc. ("Raccoon") announced it resolved at its board of directors' meeting held on December 20, 2019, to conclude a capital and business partnership agreement with TAAS Inc. ("TAAS") as follows.

Moreover, as the conclusion of the capital and business partnership agreement falls within the minimum criteria for timely disclosure, some disclosure items have been omitted.

1. Reason for Capital and Business Partnership

Raccoon conducts EC business and financial business in the area of BtoB based on its corporate philosophy of "Making corporate activities more efficient and convenient." It is developing multiple services for improving the efficiency of BtoB transactions by utilizing its IT and financial know-how and at present is working to increase the speed of its group's growth.

Meanwhile, TAAS operates "e-Pod Digital," an in-office video ad distribution platform. e-Pod Digital is a unique service offering companies free confidential document processing offset by ad distribution through a box for confidential document processing installed with digital signage. TAAS is developing new markets facilitating accurate and reliable ad reach to targeted businesspersons as video ads will be distributed at working areas in offices unlike conventional mass media and transportation advertisement.

Both Raccoon and TAAS offer services targeting business operators, and the companies decided to conclude a capital and business partnership agreement upon judging that further development of business can be expected through utilization of the companies' mutual customer base.

2. Details of Capital and Business Partnership

(1) Details of Business Partnership

- (i) Increasing the number of companies installing TAAS' e-Pod Digital and distributing ads by using the customer base of Raccoon's services.
- (ii) Enhancing name recognition through ad distribution for Raccoon's services using e-Pod Digital.

(2) Details of Capital Partnership

Raccoon will acquire part of the shares owned by the existing shareholders of TAAS. The ratio of TAAS shares held by Raccoon is to be 8.4% of the total number of shares issued and is within the range under which TAAS does not fall under the category of an affiliated company of Raccoon. In addition, Raccoon will purchase the second convertible bond (300 million yen) to be issued by TAAS.

3. Overview of Counterparty of Capital and Business Partnership Agreement

(1) Name	TAAS Inc.	
(2) Location	Miura Building 4F, 3-16-10 Higashi, Shibuya-ku, Tokyo	
(3) Title and name of representative	Takayuki Ogoshi, Representative Director & CEO	
(4) Business description	Operation of e-Pod Digital, an in-office video ad distribution platform	
(5) Capital	49,810 thousand yen	
(6) Established	September 23, 2016	
(7) Relationship with listed company	Capital relationship	Not applicable
	Personnel relationship	Not applicable
	Business relationship	Not applicable
	Status of related parties	Not applicable

4. Schedule

(1) Date of resolution at board of directors' meeting	December 20, 2019
(2) Date of conclusion of contract	December 24, 2019 (schedule)
(3) Payment date	December 25, 2019 (schedule)

5. Impact on Financial Results

The impact of the conclusion of the capital and business partnership agreement on the consolidated financial results of Raccoon Group is believed to be minimal. An announcement will be made promptly when disclosure becomes necessary.