



February 27, 2019

To Whom It May Concern

Company Name: FamilyMart UNY Holdings Co., Ltd.  
(Code No. 8028; First Sections of Tokyo  
Stock Exchange and Nagoya Stock  
Exchange)  
Name of Representative: Koji Takayanagi, Representative Director and  
President

### **Announcement of Partial Transfer of Shares Accompanied by Changes in Subsidiary**

FamilyMart UNY Holdings Co., Ltd. (the “**Company**”) gives notice as follows of the decision by resolution of its board of directors today that the Company will partially transfer shares in Kanemi Co., Ltd. (“**Kanemi**”), the Company’s subsidiary, to Pan Pacific International Holdings Corporation (“**Pan Pacific International HD**”).

#### 1. Reason for Share Transfer

Kanemi is engaged in the operation of retail stores selling items such as *sushi*, deep-fried foods, and other prepared foods and the production and sale of boxed meals and the like for convenience stores, and it is an important supplier of FamilyMart Co., Ltd. (“**FamilyMart**”), the Company’s subsidiary, and UNY CO., LTD. (“**UNY**”), Pan Pacific International HD’s subsidiary.

The Company made Kanemi its subsidiary in July 2017 for the purpose of enabling Kanemi and UNY to jointly promote the reform of the sales areas for prepared foods operated by Kanemi at UNY stores, and also for the purpose of, with respect to the production of ready-to-eat items that Kanemi produces for FamilyMart, seeking to expand sales of ready-to-eat items by sharing their know-how with each other, by consulting to review production processes and other matters, and by improving the quality of ready-to-eat items.

Following the transfer of all of UNY’s shares held by the Company from the Company to Pan Pacific International HD in January 2019, the Company determined, as a result of discussions on the capital policy of Kanemi with Pan Pacific International HD, that Pan Pacific International HD acquiring shares in Kanemi and thereby strengthening their relationship would contribute to the stable growth of Kanemi as well as the improvement of its corporate value, and the Company has therefore decided to transfer a part of Kanemi’s shares held by the Company.

#### 2. Outline of Changing Subsidiary

(1) Name	Kanemi Co., Ltd.
(2) Location	3-107, Tokushige, Midori-ku, Nagoya, Aichi
(3) Name and Title of Representative	Kotaro Miwa, President and CEO

(4)	Description of Business Activities	Operation of retail stores selling items such as sushi, deep-fried foods, and other prepared foods Production and sale of boxed meals for convenience stores																						
(5)	Capital	2,002 million yen (as of December 31, 2018)																						
(6)	Date of Incorporation	March 29, 1971																						
(7)	Major Shareholders and Ownership Percentages (as of September 30, 2018)	<table border="0"> <tr> <td>FamilyMart UNY Holdings Co., Ltd.</td> <td>52.95%</td> </tr> <tr> <td>Kanemi Business Partner Shareholding Association</td> <td>3.63%</td> </tr> <tr> <td>Kotaro Miwa</td> <td>3.14%</td> </tr> <tr> <td>Ryoji Miwa</td> <td>2.34%</td> </tr> <tr> <td>SHOW-WA Co., Ltd.</td> <td>2.32%</td> </tr> <tr> <td>TOKAN Co., Ltd.</td> <td>2.11%</td> </tr> <tr> <td>TableMark Co., Ltd.</td> <td>2.10%</td> </tr> <tr> <td>Kanemi Employee Shareholding Association</td> <td>1.35%</td> </tr> <tr> <td>MUFG Bank, Ltd.</td> <td>1.27%</td> </tr> <tr> <td>Tokai Tokyo Financial Holdings, Inc.</td> <td>1.01%</td> </tr> </table>			FamilyMart UNY Holdings Co., Ltd.	52.95%	Kanemi Business Partner Shareholding Association	3.63%	Kotaro Miwa	3.14%	Ryoji Miwa	2.34%	SHOW-WA Co., Ltd.	2.32%	TOKAN Co., Ltd.	2.11%	TableMark Co., Ltd.	2.10%	Kanemi Employee Shareholding Association	1.35%	MUFG Bank, Ltd.	1.27%	Tokai Tokyo Financial Holdings, Inc.	1.01%
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(8)	Relationship Between the Listed Companies and Kanemi	Capital Relationship	The Company holds 5,230,122 shares of Kanemi.																					
		Personnel Relationship	Two directors of the Company concurrently serve as directors of Kanemi. Three employees of the Company's subsidiary have been seconded as employees to Kanemi, and two employees of Kanemi have been seconded as employees to the Company's subsidiary.																					
		Business Relationship	FamilyMart, the Company's subsidiary, has transactions with Kanemi relating to production and delivery.																					
(9)	Management Performance and Financial Conditions for Kanemi's Most Recent Three Year Periods																							
	Accounting Period	Fiscal year ended March 31, 2016	Fiscal year ended March 31, 2017	Fiscal year ended March 31, 2018																				
	Net assets	27,964 million yen	26,941 million yen	24,810 million yen																				
	Total assets	36,687 million yen	35,244 million yen	34,502 million yen																				
	Net assets per share	2,830.25 yen	2,737.17 yen	2,521.16 yen																				
	Sales	89,939 million yen	88,258 million yen	90,233 million yen																				
	Operating profit (loss)	3,067 million yen	498 million yen	△1,167 million yen																				
	Ordinary profit (loss)	3,177 million yen	582 million yen	△1,062 million yen																				
	Net profit (loss)	1,815 million yen	△514 million yen	△932 million yen																				
	Net profit (loss) per share	183.46 yen	△52.08 yen	△94.73 yen																				
	Dividends per share	60.00 yen	60.00 yen	60.00 yen																				

(Note) The ownership percentages are calculated after deducting the treasury shares (151,203 shares).

### 3. Outline of Counterparty of Transfer

(1)	Name	Pan Pacific International Holdings Corporation
(2)	Location	19-10, Aobadai 2-chome, Meguro-ku, Tokyo

(3)	Name and Title of Representative	President and CEO (Representative Director) Koji Ohara Senior Managing Director and CAO (Representative Director) Naoki Yoshida	
(4)	Description of Business Activities	A holding company engaged in corporate planning and management of group companies, entrusted management of subsidiaries, management of real estate, etc.	
(5)	Capital	22,560 million yen (as of December 31, 2018)	
(6)	Date of Incorporation	September 5, 1980	
(7)	Net assets	326,798 million yen (as of December 31, 2018)	
(8)	Total assets	1,039,902 million yen (as of December 31, 2018)	
(9)	Major Shareholders and Ownership Percentages (as of December 31, 2018)	CREDIT SUISSE AG HONG KONG TRUST A/C CLIENTS FOR DQ WINDMOLEN B. V. (19.78%) Japan Trustee Services Bank, Ltd. (Trust Account) (6.35%) Anryu Shoji Co., Ltd (5.23%) The Master Trust Bank of Japan, Ltd. (Trust Account) (4.98%) JAPAN POST BANK Co., Ltd. (2.39%) Yasuda Scholarship Foundation (2.27%) GOLDMAN SACS INTERNATIONAL (1.63%) STATE STREET BANK AND TRUST COMPANY 505001 (1.60%) Japan Trustee Services Bank, Ltd. (Trust Account 5) (1.58%) THE BANK OF NEW YORK MELLON 140044 (1.58%)	
(10)	Relationship Between the Listed Companies and Pan Pacific International HD	Capital Relationship	The Company holds 24,721 shares of Pan Pacific International HD.
		Personnel Relationship	No personnel relationship of note between the two companies.
		Business Relationship	No business relationship of note between the two companies.
		Status as Related Parties	Pan Pacific International HD is not a related party of the Company.

(Note) The ownership percentages are calculated after deducting the treasury shares (4,633 shares).

#### 4. Number of Shares for Transfer, Transfer Price, and Share Ownership Before and After Transfer

(1)	Number of shares owned before change	5,230,122 shares (Number of voting rights: 52,301 units) (Proportion of voting rights owned: 53.10%)
(2)	Number of shares for transfer	2,615,061 shares (Number of voting rights: 26,150 units)
(3)	Transfer price	Common stock of Kanemi 7,892 million yen
(4)	Number of shares owned after change	2,615,061 shares (Number of voting rights: 26,150 units) (Proportion of voting rights owned: 26.55%)

#### 5. Schedule

(1)	Board of directors resolution	February 27, 2019
(2)	Share purchase agreement	February 27, 2019

execution	
(3) Share transfer date	April 12, 2019 (scheduled)

6. Future Prospects

The effect of this share transfer on the Company's consolidated performance forecast is minor.

End of announcement