



Osaka Securities Exchange (Jasdaq)

May 24, 2013

To All Concerned Parties

Company Name: en-japan inc. (Code: 4849)
Representative: Takatsugu Suzuki, President
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and Chief Director of Administration
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Notice Concerning Stock Split, the Adoption of Unit Share System, Dividend Projection Revision and Partial Revision to the Articles of Incorporation

en-japan inc., at its Board of Directors' meeting held on May 24, 2013, decided to implement a stock split program, adopt the unit share system, revise its dividend projection and make a partial revision to the Articles of Incorporation (revision to the total number of shares authorized to be issued and the establishment of the number of unit shares), as follows. This is also to announce that en-japan inc., at the above-mentioned Board of Directors' meeting, decided to submit the "Proposed Resolution for Partial Revision to the Articles of Incorporation" (the establishment of rights concerning shareholders holding odd-lot shares) to its 13th Ordinary General Meeting of Shareholders to be held on Wednesday, June 26, 2013.

Details

1. Purpose of the stock split program and adoption of the unit share system

en-japan inc. will implement the stock split program and adopt the unit share system in consideration of the fact that share trading units at stock exchanges in Japan will be consolidated into 100 shares in the future, as per the "Action Plan for Consolidating Trading Units" announced by stock exchanges of Japan in November 27, 2007.

It should be noted that the implementation of this stock split program and the adoption of the unit share system will not represent any effective change in the investment units.

2. Outline of the stock split program

(1) Stock split method

Each of the Company's common shares held by shareholders whose names are stated or recorded in the latest en-japan inc. shareholder register on the record date, Monday, September 30, 2013, will be split at a ratio of 1 to 100.

(2) Increase in the total number of shares issued due to the stock split

The increase in the total number of shares issued will be as shown below, based on a calculation made on the basis of the total number of shares issued as of May 24, 2013:

- 1) Total number of shares issued before the stock split: 246,418
- 2) Increase in the number of shares due to the stock split: 24,395,382
- 3) Total number of shares issued after the stock split: 24,641,800
- 4) Total number of shares authorized to be issued after the stock split: 93,600,000

*The above-mentioned total number of shares issued may potentially grow due to exercise of new stock acquisition rights by holders of such rights.

(3) Schedule of the stock split program

- 1) Public notice date of record date: Friday, September 13, 2013
- 2) Record date: Monday, September 30, 2013
- 3) Effective date: Tuesday, October 1, 2013

(4) Change to the amount of capital stock

The planned stock split program will not result in any change to the amount of capital stock.

(5) Adjustment of new stock acquisition right exercise price

As a result of the planned stock split program, the per-share exercise price of the new stock acquisition rights issued by en-japan inc. will be adjusted as shown below effective Tuesday, October 1, 2013. The number of shares for which new stock acquisition rights are exercised will also be adjusted proportionately, and any amount below 1 yen that may arise due to the adjustment will be rounded up.

2nd new stock acquisition rights (issued by special resolution adopted at the General Meeting of Shareholders held on March 30, 2004)

Exercise price before adjustment: 193,173 yen

Exercise price after adjustment: 1,932 yen

3rd new stock acquisition rights (issued by special resolution adopted at the General Meeting of Shareholders held on March 29, 2005)

Exercise price before adjustment: 385,000 yen

Exercise price after adjustment: 3,850 yen

4th new stock acquisition rights (issued by special resolution adopted at the General Meeting of Shareholders held on March 29, 2006)

Exercise price before adjustment: 653,000 yen

Exercise price after adjustment: 6,530 yen

3. Revision to year-end dividend projection

en-japan inc. hereby revises its dividend projection for the fiscal year ending March 31, 2014 from 2,150 yen, announced on May 10, 2013, to 21.5 yen as a result of the 1 to 100 common stock split. This is a revision attributable purely to the above-mentioned stock split program, and thus no effective change has occurred to the Company's dividend projection released on May 10, 2013.

	Dividends per share		
	Second Quarter End	Full Year End	Full Year Total
Previous projection (May 10, 2013)	yen 0.00	yen 2,150.00	yen 2,150.00
Revised projections	yen 0.00	yen 21.50	yen 21.50
Previous fiscal year dividends (FY Ended Mar 2013)	yen 0.00	yen 1,950.00	yen 1,950.00

4. Adoption of the unit share system

Subject to the stock split mentioned in section 2 above becoming effective, en-japan inc. will adopt the unit share system effective Tuesday, October 1, 2013, the date on which the stock split becomes effective, and the share-trading unit for the Company's common stock shall be 100 shares, starting from that date.

*Effective Thursday, September 26, 2013, the share-trading unit for the Company's common stock on the Osaka Securities Exchange JASDAQ will be changed from 1 share to 100 shares.

5. Partial revision to the Articles of Incorporation

(1) Reason for the partial revision to the Articles of Incorporation and the description of the revision (revision to the total number of shares authorized to be issued and the establishment of the number of unit shares)

In relation to the stock split program mentioned in section 2 above and the adoption of the unit share system mentioned in Section 4 above, en-japan inc. will partially revise the Articles of Incorporation effective Tuesday, October 1, 2013 by resolution of Board of Directors pursuant to the provision of Article 184, Paragraph 2 and Article 191, Paragraph 1 of the Companies Act. This revision will consist of a revision to Article 6 of the existing Articles of Incorporation (total number of shares authorized to be issued) and the establishment of Article 7 (number of unit shares) since the total number of shares authorized to be issued will be increased in proportion to the stock split ratio.

Specific revisions will be as shown below.

Existing Articles of Incorporation	Proposed revision
(Total number of shares authorized to be issued) Article 6 The total number of shares in en-japan inc. that are authorized to be issued shall be <u>936,000</u> shares.	(Total number of shares authorized to be issued) Article 6 The total number of shares in en-japan inc. that are authorized to be issued shall be <u>93,600,000</u> shares.
(Establishment)	<u>(Number of unit shares)</u> <u>Article 7</u> <u>The number of unit shares in en-japan inc. shall be 100 shares.</u>
<u>From Article 7 to Article 37 (provisions omitted)</u>	<u>From Article 8 to Article 38 (unchanged)</u>
(Establishment)	<u>Supplementary Provision</u> <u>Article 1</u> <u>The revision to Article 6 (Total number of shares authorized to be issued), the establishment of Article 7 (Number of unit shares) and the resultant shifting down of the article numbers shall become effective on October 1, 2013. This supplementary provision shall be deleted after the effective date.</u>

- (2) Reason for partial revision to the Articles of Incorporation and description of the revision (establishment of the rights of shareholders holding shares less than one unit)

In order to clarify the rights of shareholders holding shares less than one unit, in relation to the adoption of the unit share system mentioned in section 4 above, management will submit a resolution for establishing Article 8 (Rights of shareholders holding shares less than one unit) to the 13th Ordinary General Meeting of Shareholders to be held on Wednesday, June 26, 2013. The proposed revision to the Articles of Incorporation will become effective on Tuesday, October 1, 2013.

Specific revisions will be as shown below.

Existing Articles of Incorporation	Proposed revision
(Establishment)	<u>(Rights of shareholders holding shares less than one unit)</u> <u>Article 8</u> <u>Shareholders of en-japan inc. holding shares less than one unit may not exercise any right other than the rights shown below:</u> 1. <u>The rights set forth in the items of Article 189, Paragraph 2 of the Companies Act;</u> 2. <u>The right to demand the acquisition of shares with acquisition demand rights;</u> 3. <u>The right to obtain allotment of offered shares or new stock acquisition rights.</u>
<u>From Article 8 to Article 38 (provisions omitted)</u>	<u>From Article 9 to Article 39 (unchanged)</u>
<p>Supplementary Provision</p> <p>Article 1</p> <p>The revision to Article 6 (Total number of shares authorized to be issued), the establishment of Article 7 (Number of unit shares) and the resultant shifting down of the article numbers shall become effective on October 1, 2013. This supplementary provision shall be deleted after the effective date.</p>	<p>Supplementary Provision</p> <p>Article 1</p> <p>The revision to Article 6 (Total number of shares authorized to be issued), the establishment of Article 7 (Number of unit shares) <u>and Article 8 (Rights of shareholders holding shares less than one unit)</u> and the resultant shifting down of the article numbers shall become effective on October 1, 2013. This supplementary provision shall be deleted after the effective date.</p>

End