

To all persons concerned

Company: Amano Corporation
Representative: President & Representative Director Izumi
NAKAJIMA
(Code 6436: The first Section of TSE & OSE)
Contact: Operating Officer
General Manager Corporate Planning
Toru UENO
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Notice: Acquiring the Shares of CREO Co. Ltd (Company affiliation under the equity method)

Please be informed that Amano Corporation Board of Directors held on February 22, 2013 has resolved to acquire 30.24% shares of CREO CO. LTD. from Yahoo Japan Corporation and an individual.

CREO CO. LTD. is a listed company on JASDAQ standard market of the Osaka Securities Exchange (code 9698) and with this share acquisition, CREO CO. LTD. will become an affiliated company of Amano Corporation under the Equity Method.

1. The reason for the share acquisition

Ever since the inauguration of Amano Corporation in 1931, the company has consistently pursued the concept of “People & Time” and “People & Environment”. And based on “Customer Creed” policy, all business activities by Time Information Systems and Environmental Systems is focused on customer satisfaction. Through such activities, Amano has always been close to its customers enabling speedy and flexible response to the changing environment.

In the Information Systems business, which is one of Amano’s core business, we are witnessing a migration from “owning” to “using” especially in T&A systems, and in order to respond to such customer needs, we are offering a wide range of solutions supported by a full line-up of hardware, software, web & cloud services.

On the other hand, in order to expand and develop the business with the competitive edge, we have recognized the need to enhance HR & Payroll functionalities along with Financial & Accounting systems, which will strengthen our ability to offer comprehensive solutions for all levels of corporate activity.

CREO Marketing Co. Ltd (CREO Marketing hereunder), which is a consolidated subsidiary of CREO CO. LTD., has developed and offers a total ICT solution called ZeeM for mid-sized and large companies and has established an excellent business foundation.

It is our intention to combine our T&A systems with CREO Marketing’s ZeeM (HR&Payroll / Accounting) to improve our solution offerings, and to expand sales and market share by cross-selling our products.

In addition we will fully utilize the R&D capabilities, technologies, know-how and cloud services of other CREO subsidiaries to maximize the synergy effect and endeavor to mutually raise our corporate value.

2. Summary of the company to be transferred to an affiliate under the equity method (CREO CO. LTD.)

(1) Company Name	CREO COMPANY LIMITED		
(2) Address	4-1-8 Konan Minato-ku Tokyo 108-0075 JAPAN		
(3) Name & Title of the Representative	President: Shintaro HAYASHI		
(4) Business	Holding company		
(5) Capital	3,149 Million Japanese Yen		
(6) Established	March 22, 1974		
(7) Major Shareholders & Shareholding Ratio (As of 30 September 2012)	Yahoo Japan Corporation		37.88%
	CREO Employee Stock Holdings		3.40%
	Toshiki OHYA		2.65%
	Taneyasu KAWABATA		2.48%
	Shinobu KAGAMI		1.29%
	Takashi TSUGAWA		1.16%
	Hideo EMOTO		1.09%
	Hiroshi SHIINA		1.09%
	Meiji Yasuda Life Insurance Company (Standing Proxy: Trust & Custody Services Bank Ltd.)		1.08%
(8) The Relationship with Amano Corporation	Equity	Nothing special to mention. Concerned parties and/or companies of Amano Corporation have no particular equity relationship with the subject company nor its concerned parties and/or companies.	
	Personal	Nothing special to mention. Amano Corporation has no particular personal relationship with the subject company nor its concerned parties and/or companies.	
	Business	Nothing special to mention. Amano Corporation has no particular business relationship with the subject company nor its concerned parties and/or companies.	
(9) Business performance & financials of the subject company for the past 3 years (Consolidated)			
(Unit: Japanese Yen)	FY2009	FY2010	FY2011
Net Assets	4,241Mil	3,901Mil	4,325Mil
Total Assets	5,758Mil	5,738Mil	6,512Mil
Net Assets per Share	477.95	439.69	485.45
Net Sales	9,518Mil	9,497Mil	9,856Mil
Operating Profit	62Mil	29Mil	356Mil
Ordinary Profit	82Mil	42Mil	366Mil
Net Income or (Net Loss)	86Mil	(339Mil)	404Mil
Net Income per Share or (Net Loss per Share)	9.75	(38.31)	45.61
Dividend per Share	—	—	5

3. Summary of the share seller

(Yahoo Japan Corporation)

(1) Company Name	Yahoo Japan Corporation	
(2) Address	9-7-1 Akasaka Minato-ku, Japan JAPAN	
(3) Name & Title of the Representative	President & CEO: Manabu MIYASAKA	
(4) Business	Advertising on the Internet, E-commerce, Membership Services, Others	
(5) Capital	8,022 Million Japanese Yen	
(6) Established	January 31, 1996	
(7) Net Assets	468,300 Million Japanese Yen (As of March 31, 2012)	
(8) Total Assets	562,022 Million Japanese Yen (As of March 31, 2012)	
(9) Major Shareholders & Shareholding Ratio (As of 30 September 2012)	SOFTBANK CORPORATION 35.44%	
	Yahoo! Inc. (Standing Proxy: Daiwa Securities Co. Ltd.) 34.74%	
	SBBM Corporation 6.42%	
	Japan Trustee Services Bank Ltd. 3.36%	
	The Master Trust Bank of Japan 1.29%	
	CBNY – ORBIS FUNDS (Standing Proxy: Citibank Japan Ltd.) 0.75%	
	State Street Bank & Trust Company (Standing Proxy: The Hongkong & Shanghai Banking Corporation Tokyo Branch) 0.69%	
	SSBT OD05 OMNIBUS ACCOUNT-TREATY CLIENTS (Standing Proxy: The Hongkong & Shanghai Banking Corporation Tokyo Branch) 0.61%	
	CBNY ORBIS ORBIS SICAV (Standing Proxy: Citibank Japan Ltd.) 0.57%	
	Trust & Custody Services Bank Ltd. 0.49%	
(10) The Relationship with Amano Corporation	Equity	Nothing special to mention. Concerned parties and/or companies of Amano Corporation have no particular equity relationship with the subject company nor its Concerned parties and/or companies.
	Personal	Nothing special to mention. Amano Corporation has no particular personal relationship with the subject company nor its concerned parties and/or companies.
	Business	Nothing special to mention. Amano Corporation has no particular business relationship with the subject company nor its concerned parties and/or companies.
	Related Party Transactions	Not applicable. Concerned parties and/or companies of Amano Corporation have no related party transactions with the subject company nor its concerned parties and/or companies.

(Mr. Toshiki OHYA)

(1) Name	Toshiki OHYA
(2) Address	Minato-ku, Tokyo
(3) Relationship between the individual and Amano Corporation	Amano Corporation and the subject individual (including the individual's close relatives, the companies and its subsidiaries to which these relatives hold majority shareholdings) have no equity, personal, nor a business relationship. This also applies to concerned parties and/or companies of Amano Corporation.

4. Number of Shares acquired, acquisition price, and the status of shareholdings before and after the acquisition

(1) Number of shares held before the acquisition	Nil (Number of voting rights: Nil) (Voting rights ratio: 0%)
(2) Number of acquired shares	2,645,000 Shares (Number of voting rights: 2,645)
(3) Acquisition price	1,388 Million Yen
(4) Number of shareholdings after the acquisition	2,645,000 Shares (Number of voting rights: 2,645) (Voting rights ratio: 30.24%)

(Note): 1. The calculation of the Voting Rights Ratio is based on the total voting rights 8,744 stipulated on the FY2012 Third Quarter Financial Statements.

2. Based on the Share Transfer Agreement, we will acquire 2,400,000 shares (27.44%) from Yahoo Japan Corporation, and 245,000 shares (2.80%) from Mr. Toshiki OHYA on an off-market negotiation basis.

5. Schedule

(1) Resolution at the Board of Directors	February 22, 2013
(2) Signing of the Share Transfer Agreement (Tentative)	February 22, 2013
(3) Execution of the share transfer (Tentative)	March 15, 2013

The share transfer will be executed assuming that the transaction has not received a cease or a desist order from the Fair Trade Commission based on the Act on Prohibition of Private Monopolization and Maintenance of Fair Trade.

Furthermore, the acquisition of CREO COMPANY LTD shares is an act of raising purchase as stipulated in Article 167 in the Financial Instrument and Exchange Act and Article 31 of the Order for Enforcement of the Act. However, there is no application of the Tender Offer system (TOB) as stipulated in Article 27-2 of the Financial Instrument and Exchange Act and Article 7 of the Order for Enforcement of the Act.

6. Future Prospects

We believe that the effects of this transaction are negligible on our business performance. However, in the event of further developments contrary to this belief, we will promptly disclose them.

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(For your reference) FY2012 full year forecast (announced May 9, 2012) and consolidated results of FY2011

(Unit: Japanese Yen)	Net Sales	Operating Profit	Ordinary Profit	Net Income
FY2012 Consolidated Forecast (Year ending Mar. 2013)	93,500Mil	7,000Mil	7,400Mil	3,800Mil
FY2011 Consolidated Results (Year ended Mar. 2012)	88,146Mil	5,917Mil	6,322Mil	2,414Mil