

November 28, 2018

Company name Rakuten, Inc.
Representative Hiroshi Mikitani
Chairman and CEO
(Stock Code: 4755
Tokyo Stock Exchange First Section)

Announcement of Agreement Regarding Transfer of All Shares of O-net, Inc. held by Rakuten, Inc.

Rakuten, Inc. (Chairman and CEO: Hiroshi Mikitani, hereinafter “the Company”) announces that today it has concluded a share transfer agreement (hereinafter the “Agreement”) with Polaris Capital Group Co., Ltd. (President and CEO: Yuji Kimura, hereinafter the “Polaris”) under which all shares of O-net, Inc. (hereinafter “O-net”) held by Rakuten, Inc. will be transferred to a new company which will be established by Polaris.

1. Purpose and background of the Agreement

Since its establishment in 1980, O-net has provided a matchmaking service for marriage for its members for over 38 years. In December 2007, O-net became a subsidiary of Rakuten Group and has continued to show sustainable, stable growth. However, in order to optimize management resources, the Company has made the decision to transfer its shares of O-net.

After the share transfer, O-net will continue to provide its users with a safe and secure matchmaking service.

2. Overview of the consolidated subsidiary to be transferred

(1)	Company name	O-net, Inc.	
(2)	Headquarter	1-14-1 Tamagawa, Setagaya-ku, Tokyo	
(3)	Representative	Manabu Moriya	
(4)	Date of establishment	December 19, 2007 (On April 5, 1980, the predecessor “OMMG INC” was established)	
(5)	Capital	JPY 98 million	
(6)	Number of employees	505 (As of January 1, 2018)	
(7)	Business	Marriage matchmaking services, businesses related to event planning and management, businesses related to publishing, other businesses related to Marriage Service	
(8)	Relationship between the listed company and O-net	Capital relationship	100% owned by the Company
		Personnel relationship	Two employees of the Company joined O-net as President and Representative Director, Executive Vice-President and Director. Two executive officers of the Company joined O-net as directors. An executive officer of the Company joined O-net as an auditor

	Trade relationship	There is no highly important operational relationship but the Company holds deposit of the subsidiary
(9)	Financial Position and Performance in the Past 3 Fiscal Years	The Company refrains from disclosing at the request of transferee

3. Overview of Polaris

(1)	Company name	Polaris Capital Group Co., Ltd.	
(2)	Headquarter	1-9-1, Marunouchi, Chiyoda-ku, Tokyo	
(3)	Representative	Yuji Kimura	
(4)	Date of establishment	September 13, 2004	
(5)	Capital	JPY 100 million	
(6)	Business	Management of private equity funds which assists in the restructuring and rebuilding of corporations	
(7)	Relationship between the listed company and the relevant company	Capital relationship	None
		Personnel relationship	None
		Trade relationship	None
		Status as a related party	None

*Net assets, total assets, major shareholders and shareholding ratio are not to be disclosed at the request of transferee.

4. The number of shares to be transferred and shareholding status before and after the transfer

(1)	Number of shares held before the transfer	280,000 shares (Number of voting rights: 280,000, holding ratio: 100%)
(2)	Number of shares to be transferred	280,000 shares (Number of voting rights: 280,000)
(3)	Number of shares held after the transfer	0 shares (Number of voting rights: 0, holding ratio: 0%)

*Transfer price is not to be disclosed at the agreement with transferee. The price has been determined rationally by mutual agreement of both parties.

5. Schedule of transfer

(1)	Date of conclusion of the agreement	November 28, 2018
(2)	Date of the transfer of the shares	End of December 2018 (Planned)

6. Impact on business performance

The impact of sale of O-net shares on FY2018 Q4 consolidated results of the Company will be about JPY 25 billion.