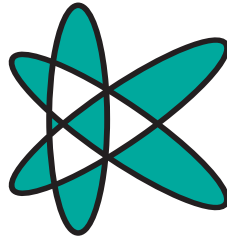


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## **Okura Holdings Limited**

*(Incorporated in Hong Kong with limited liability)*

**(Stock code: 01655)**

### **VOLUNTARY ANNOUNCEMENT INTERNAL RESTRUCTURING**

The Board would like to make this voluntary announcement to update its shareholders and potential investors of the recent development of the Group.

The Board hereby announces that pursuant to an internal restructuring of the Company in the form of absorption-type merger, effective on 1 January 2018, Okura Kyushu (a then subsidiary indirectly wholly-owned by the Company) was merged with Okura Japan (a subsidiary indirectly wholly-owned by the Company), and Okura Japan survives and remains a wholly-owned subsidiary of the Company while Okura Kyushu was absorbed and dissolved upon completion of the merger.

#### **INTERNAL RESTRUCTURING**

The Board would like to make this voluntary announcement to update its shareholders and potential investors of the recent development of the Group.

Prior to 1 January 2018, Okura Kyushu and Okura Japan were both indirectly wholly-owned subsidiaries of the Company. In order to allow the transfer of pachinko machines that have been certified by the Prefectural Public Safety Commission of Japan and owned by Okura Japan to pachinko halls originally operated by Okura Kyushu (as transfer of those machines is only permitted within different pachinko halls of the same company within the same prefecture) for the purpose of streamlining the Group's operations, as well as achieving a more flexible deployment of its pachinko machines and other assets across the pachinko halls operated by the Group, an internal restructuring had been carried out in the form of absorption-type

merger, pursuant to which Okura Kyushu was merged with Okura Japan effective on 1 January 2018. Upon completion of the merger on 1 January 2018, Okura Japan survives and remains a wholly-owned subsidiary of the Company while Okura Kyushu was absorbed and dissolved.

For the purpose of compliance with the Japanese laws and regulations applicable to the internal restructuring, certain financial information of Okura Japan and Okura Kyushu as of 30 June 2017 prepared in accordance with Japanese GAAP had been gazetted in the Tokyo Shimbun (東京新聞) and the National Printing Bureau (獨立行政法人國立印刷局) of Japan on 9 November 2017. The key financial information of Okura Japan and Okura Kyushu that had been gazetted are set out below:

*Key financial information of Okura Japan as of 30 June 2017:*

	<b>JPY ('000)</b>
Current assets	4,703,670
Non-current assets	9,464,175
Deferred assets	1,009,741
<b>Total:</b>	<b>15,177,586</b>
Current liabilities	743,240
Non-current liabilities	4,640,342
Shareholders' equity	9,794,004
<b>Total:</b>	<b>15,177,586</b>

*Key financial information of Okura Kyushu as of 30 June 2017:*

	<b>JPY ('000)</b>
Current assets	146,451
Non-current assets	2,974,146
<b>Total:</b>	<b>3,120,597</b>
Current liabilities	166,508
Shareholders' equity	2,954,089
<b>Total:</b>	<b>3,120,597</b>

The Board considers that the internal restructuring will not have any material adverse effect on the business operation and financial conditions of the Group.

## DEFINITIONS

“Board”	the board of Directors
“Company”	Okura Holdings Limited (Stock Code: 01655)
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“Japanese GAAP”	the generally accepted accounting principles in Japan
“Okura Japan”	Okura Co., Ltd.* (王蔵株式会社), a company incorporated under the laws of Japan on 3 April 1984 and a subsidiary indirectly wholly-owned by the Company
“Okura Kyushu”	Okura Kyushu Co., Ltd.* (王蔵九州株式会社), a company incorporated under the laws of Japan on 17 February 2017 and a subsidiary indirectly wholly-owned by the Company until it was merged with Okura Japan and dissolved upon completion of the merger effective on 1 January 2018
“subsidiary”	has the meaning ascribed to it under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited

*\* For identification purpose only*

For and on behalf of the Board  
**Okura Holdings Limited**  
**Katsuya YAMAMOTO**  
*Chief Executive Officer, Executive Director and  
Chairman of the Board*

Hong Kong, 1 February 2018

*As at the date of this announcement, the Board comprises seven Directors, of which (i) four are executive Directors, namely Mr. Katsuya YAMAMOTO, Mr. Fumihide HAMADA, Mr. Yutaka KAGAWA and Mr. Toshiro OE; and (ii) three are independent non-executive Directors, namely Mr. Mitsuru ISHII, Mr. Yuji MATSUZAKI and Mr. Takamasa KAWASAKI.*