



MEMBERSHIP

May 10, 2016

(Translated from the Japanese original)

Company Name: IT Holdings Corporation
Representative: Norio Maenishi, President
Stock Listing: First Section of the Tokyo Stock Exchange
Stock Code: 3626
Contact: Iwao Sakuma, General Manager,
PR & IR Department
Phone: +81-3-5338-2272 (in Japan, 03-5338-2272)

**Notice regarding a Decision on Matters Pertaining to the Acquisition of Treasury Stock
(Acquisition of treasury stock based on provisions in Articles of Incorporation
pursuant to Article 165-2 of the Companies Act of Japan)**

IT Holdings Corporation (hereafter, “ITHD” and “the Company”) hereby announces that the Board of Directors authorized at its meeting today the acquisition of treasury stock under Article 156 of the Companies Act, reinterpreted and applied in accordance with stipulations under Paragraph 3 of said act and article.

Details

1. Reason for acquisition of own shares

To achieve flexibility in capital policy adapted to changes in the operating environment, and to improve shareholder returns and capital efficiency. Basic policy is to put measures into practice for return to shareholders underpinned by a total return ratio of 35%, and the acquisition of treasury stock is in line with this direction.

Note: Total return ratio: Total amount of dividends and treasury stock buybacks as a percentage of net income attributable to owners of the parent company.

2. Details on repurchase

(1)	Class of shares to be acquired	Common stock
(2)	Total number of shares to be acquired	1,100,000 (maximum) (1.3% of total number of shares issued, excluding own shares)
(3)	Aggregate acquisition amount	¥2,100,000,000 (maximum)
(4)	Period of acquisition	May 11, 2016 – August 10, 2016
(5)	Method of acquisition	Market purchase through the Tokyo Stock Exchange

Reference: Number of own shares held as of March 31, 2016

Aggregate number of issued shares (excluding treasury shares)	86,924,415
Number of treasury shares	864,683

END