



June 9, 2011

To whom it may concern:

Company Name: Asahi Holdings, Inc.  
Representative: Mitsuharu Terayama, CEO & COO  
(Code No.: 5857, First Section of the Tokyo Stock Exchange)  
Please contact: Hirohisa Yamaguchi,  
Department Manager, Planning & Communications Department  
(Phone: +81-3-6270-1833)

**Notification on Acquisition of Shares of Usuda Manufacturing Co. Ltd.**  
**(to make it a subsidiary) by Our Subsidiary**

We hereby notify that it was resolved at the Board Meeting of the Company held today that Asahi Pretec Corp. (hereinafter referred to as "Asahi Pretec"), our consolidated subsidiary, will acquire the shares of Usuda Manufacturing Co. Ltd. (hereinafter referred to as "Usuda Manufacturing") to make it its subsidiary as follows:

1. Reason for the share acquisition

Usuda Manufacturing is engaged in the precision cleaning business of semiconductors/flat panel display manufacturing equipment components, (such as internal jigs of sputter, dry etcher and ion doping chambers) entrusted by its customers. Usuda Manufacturing owns sophisticated precision cleaning technology, has many quality customers primarily in the semiconductors/flat panel display manufacturing industries, and enjoys a high reputation.

With Usuda Manufacturing joining our Company Group, we believe that we will be able to offer superior precision cleaning technology to customers of the precious metal recycling business (electronics field) operated by Asahi Pretec, which will enhance our services and contribute to mutual customer base expansions. Also, with Usuda Manufacturing's precision cleaning technology and our Group's operating base both inside and outside Japan, we plan to further expand our mutual business operations by developing business in an integrated manner and exerting synergistic effects.

2. Outline of the subsidiary ( Usuda Manufacturing ) to be transferred

- |                                   |   |
|-----------------------------------|---|
| (1) Business name                 | Usuda Manufacturing Co. Ltd.  |
| (2) Location                      | 4063-1 Shigeno-Otsu, Tomi City, Nagano Prefecture                                       |
| (3) Founded in                    | May 1981  |
| (4) Representative                | Kenjiro Usuda, CEO & COO  |
| (5) Major business                | Precision cleaning of semiconductors/liquid crystal manufacturing equipment parts, etc. |
| (6) Number of employees           | 30  |
| (7) Capital stock                 | 12 million yen  |
| (8) Relationship with the Company | Neither capital, personal nor business relationship is existent.                        |

(9) Business results in recent fiscal years

Accounting term	4/2008 Term	4/2009 Term	4/2010 Term
Sales	496 million yen	467 million yen	486 million yen
Operating income	15 million yen	5 million yen	27 million yen
Current net income	15 million yen	12 million yen	29 million yen
Total assets	729 million yen	750 million yen	819 million yen
Net assets	635 million yen	647 million yen	677 million yen

3. Number of shares acquired and shareholding status before and after the acquisition

- (1) Number of shares held before transfer            0 shares (0.0% held)
- (2) Number of shares transferred                    24,000 shares
- (3) Number of shares held after transfer            24,000 shares (100.0% held)

4. Schedule

- June 9, 2011        Resolution at the Board Meeting, execution of share transfer agreement
- June 10, 2011      Share transfer due date

5. Future prospects (impact on the Company's consolidated results)

The impact of Usuda Manufacturing becoming a consolidated subsidiary on the Company's consolidated results for the March 2012 term will be minor.