

TRANSLATION FOR REFERENCE PURPOSE ONLY

This notice has been translated from the original Japanese text of the timely disclose statement and is for reference purpose only. In the event of any discrepancy between the original Japanese and this translation, the Japanese text shall prevail.

June 16, 2015

To whom it may concern:

Company Name: **Asahi Holdings, Inc.**
Representative: Mitsuharu Terayama, President & CEO
(Code: 5857, First Section of the Tokyo Stock Exchange)
Contact: Katsuya Murashima, Corporate Planning &
Communications Department Manager
(Phone: +81-3-6270-1833)

Notification of introduction of a stock grant ESOP trust

At the Board of Directors meeting held on June 16, 2015, Asahi Holdings decided to introduce a stock grant ESOP trust incentive plan (hereinafter referred to as "the ESOP trust") for Asahi Holdings employees (including employees of some Asahi Holdings subsidiaries; below as well) with the objective of increasing the medium- and long-term corporate value of Asahi Holdings. Notification is hereby given, as follows below. Further notification concerning details such as setting up the trust, its timing, its term, the timing of stock acquisition, and total value of stock acquired will be given as those matters are decided.

Details

1. Objective of introducing the ESOP trust

The objective of introducing the ESOP trust as an incentive plan is to raise awareness of Asahi Holdings employees of the company's performance and share prices, thus further encouraging the carrying out of work that aims to improve performance and increasing the company's medium- and long-term corporate value.

2. Overview of the ESOP trust

Asahi Holdings will set up a trust by contributing funds for the acquisition of Asahi Holdings stock, with Asahi Holdings employees who are part of the plan and meet certain criteria as beneficiaries. During a predetermined acquisition period, the trust will acquire on the stock market the number of shares of Asahi Holdings stock expected to be transferred to Asahi Holdings employees based on predetermined stock transfer rules. Subsequently, the trust will award points to employees based on the work contribution, etc., on a designated day each year and follow predetermined stock transfer rules to transfer Asahi Holdings stock to employees in accordance with the degree of goal achievement of the 7th Med-term Business Plan. Asahi Holdings will provide the entire amount of funds for acquisition of Asahi Holdings stock by the trust, so none of the cost will fall upon employees.