

**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.*

August 28, 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  
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**[Delayed] Notice regarding establishment of the Nominating Committee  
and Compensation Committee**

Asahi Holdings resolved at the Board of Directors Meeting held on August 28, 2015, to establish the Nominating Committee and the Compensation Committee as voluntary advisory committees to the Board of Directors. Notice is therefore given as follows.

**Details**

1. Overview of the committees

The Nominating Committee and the Compensation Committee shall be established with majorities of Outside Directors as voluntary advisory committees to the Board of Directors. The two committees shall discuss matters such as Director personnel changes and compensation. Corporate governance shall be strengthened by thus ensuring objectivity and transparency in these matters.

The two committees shall be established effective October 1, 2015. Each shall comprise one Representative Director and two Outside Directors.

2. Roles of the committees

Nominating Committee

This committee discusses nomination of prospective Directors and dismissal of Directors and offers suggestions to the Board of Directors. In addition, Directors in charge of various business make proposals on personnel changes for key executives including officers at affiliated companies, about which the committee deliberates and reports to the Board of Directors.

Compensation Committee

This committee discusses and decides the direction and design of the system of compensation for Directors. It discusses individual evaluations of each Director and sets his or her compensation. When necessary, it also discusses key executives at affiliated companies.