

Notice Concerning Determination of Number of New Shares to be Issued

14 September 2015

Company name: Sosei Group Corporation Listing: Tokyo Stock Exchange
Security code: 4565 URL <http://www.sosei.com/>
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Sosei Group Corporation (the “Company”) hereby announces that, relating to the issuance of new shares of its common stock by way of public offering as resolved at the meeting of the board of directors on 1 September 2015, the number of new shares to be issued has been determined upon the exercise of the option to purchase additional newly issued shares of common stock granted to the Underwriter in connection with sales to overseas investors as a part of the Public Offering, as set forth below.

Number of shares to be issued upon the exercise of the option granted to the Underwriter in connection with sales to overseas investors as a part of the Public Offering: 82,500 shares

<For Reference>

1. Number of Shares to be offered by way of Public Offering

2,282,500 shares of common stock of the Company which is the sum of (i) and (ii) below:

- (i) 2,200,000 shares of new shares of common stock of the Company to be underwritten by the Underwriter in the Public Offering.
- (ii) 82,500 shares of common stock of the Company which will be additionally issued pursuant to the option to purchase which was granted to the Underwriter in connection with sales to overseas investors as a part of the Public Offering.

In total 709,100 shares which is the sum of (x) 626,600 shares as part of the offered shares mentioned in (i) above and (y) 82,500 shares of the offered shares mentioned in (ii) above will be sold by companies related to the Underwriter to overseas investors in overseas markets such as Europe and Asia (but excluding the United States and Canada).

2. Use of Proceeds to be Raised

The proceeds from the Public Offering and the Issuance of New Shares by way of Third-Party Allotment, sum of which are estimated to be JPY 8,685,722,800 at maximum amount, are scheduled to be applied towards repayment of short-term loans related to the acquisition of Heptares.

This press release does not constitute an investment solicitation for any securities for sale. This press release has been prepared for the purpose of publicly announcing that the Company has resolved matters relating to the issuance of new shares, the secondary offering of its shares and the issuance of new shares by way of third-party allotment, and not for the purpose of soliciting investment or engaging in any other similar activities within or outside Japan. Investors should carefully review the prospectus in the Japanese language prepared for the issuance of new shares and the secondary offering of shares, as well as any amendments thereto (if any), prepared by the Company prior to making any investment decisions, and should make such decisions on its own responsibilities and at its own discretion. This press release does not constitute an offer of investment in nor solicitation for purchase of its shares of common stock within the United States or elsewhere. The Company has not, and will not, registered any of its shares of common stock under the U.S. Securities Act of 1933 or any relevant securities law of any state. The securities may not be offered or sold in the United States absent registration or an exemption from registration requirements under the U.S. Securities Act of 1933. No offer of securities for sale in the United States will be made in connection with the above-mentioned transactions.