

October 25, 2018

To All Concerned Parties

Company: Tokyu Fudosan Holdings Corporation
Representative: Yuji Okuma, President and
Representative Director
(Code No. 3289 First Section of the
Tokyo Stock Exchange)
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Announcement Regarding Determination of Number of New Shares to be Issued

Tokyu Fudosan Holdings Corporation (the “Company”) hereby announces that, in relation to the issuance of new shares by way of public offering resolved at the Company’s board of directors’ meeting held on October 3, 2018, the number of shares of common stock of the Company to be additionally issued for purchase by the international managers in the international offering upon exercise of the option has been determined, as set forth below.

Number of Shares to be Issued by the International Managers’ Exercise of their Option: 4,222,000 shares

<Reference>

1. Class and Number of Shares to be Offered through Issuance of New Shares by way of Public Offering

71,158,000 shares of common stock of the Company, being the aggregate of (i) through (iii) described below:

- (i) 34,158,000 shares of common stock of the Company, issued for purchase by the Japanese underwriters in the Japanese public offering;
- (ii) 32,778,000 shares of common stock of the Company, issued for purchase by the international managers in the international offering; and
- (iii) 4,222,000 shares of common stock of the Company, additionally issued for purchase by the international

Note:	This press release is not an offer to sell, or a solicitation of an offer to buy, securities in the United States. The securities referred to in this press release have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the “Securities Act”), and may not be sold or offered in the United States absent registration or an applicable exemption from registration under the Securities Act. The securities referred to in this press release will not be publicly offered or sold in the United States
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managers in the international offering upon exercise of the option.

2. Change in the Total Number of Issued Shares Regarding the Issuance of New Shares by way of Public Offering This Time

Total Number of Issued Shares at Present:	640,830,974 shares (As of October 25, 2018)
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Increase in Number of Shares Regarding the Issuance of New Shares by way of Public Offering:	71,158,000 shares
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Total Number of Issued Shares After the Issuance of New Shares by way of Public Offering:	711,988,974 shares
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In addition to the above, up to 7,842,000 shares of common stock of the Company may be issued on November 27, 2018 (Tue), by way of third-party allotment that sets one of the Japanese joint lead managers as an allottee (the “Capital Increase Through Third-Party Allotment”) in connection with the secondary offering by way of over-allotment.

3. Use of Proceeds from Current Fund Raising

The net proceeds from the Japanese public offering and the international offering and the disposition of treasury shares through third-party allotment to Tokyu Corporation as an allottee and the net proceeds from the Capital Increase Through Third-Party Allotment are expected to be used primarily to fund certain of capital expenditures of the Company and its consolidated subsidiaries, in particular existing real estate development projects, by the end of September 2020. Amounts not applied thereto are expected to be used to repay certain outstanding interest bearing liabilities by the end of September 2020.

End.

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