

January 8, 2019

Company name Rakuten, Inc.
Representative Hiroshi Mikitani
Chairman and CEO
(Stock Code: 4755
Tokyo Stock Exchange First Section)

**Announcement Concerning an Agreement to Establish a Joint Venture on the Premise of
Acquiring Approvals etc for a Banking Business in Taiwan**

Rakuten Bank, Ltd. (CEO: Hiroyuki Nagai, hereinafter “Rakuten Bank”) and Rakuten Card Co., Ltd. (CEO: Masayuki Hosaka, hereinafter “Rakuten Card”), wholly owned subsidiaries of Rakuten, Inc. (Chairman and CEO: Hiroshi Mikitani, hereinafter “the Company”) announced today that it has reached an agreement (hereinafter the “Agreement”) with Waterland Financial Holdings Co., Ltd. (hereinafter “WFH”), for the formation of a joint venture to start a banking operation in Taiwan.

1. Purpose and background of the Agreement

Since the launch of an E-Commerce service in 2008, Taiwan Rakuten has expanded its business into areas such as credit cards, a travel, flea market app, and e-books. Taiwan Rakuten has formed a strong ecosystem centered around the E-Commerce and credit card businesses, making it one of the most important regions within our overseas business.

To further strengthen the ecosystem within Taiwan, we have agreed to begin preparation of launching an online banking service in Taiwan together with WFH. On the premise of acquiring approvals etc from the authorities, Rakuten Bank, Rakuten Card, and WFH will follow necessary procedures to provide banking services in Taiwan.

2. Overview of the Joint Venture

(1) Company name	RAKUTEN INTERNATIONAL COMMERCIAL BANK CO., LTD.
(2) Business	Electronic banking services
(3) Capital	TWD 10 billion (approximately JPY 36 billion)
(4) Ownership	Rakuten Bank 50%, Rakuten Card 1%, WFH 49%

(Note) Representative, date of establishment, fiscal year, total assets, net assets are undecided

3. Overview of Rakuten Bank

(1) Company Name	Rakuten Bank, Ltd.
(2) Head Office	1-14-1 Tamagawa, Setagaya-ku, Tokyo
(3) Representative	Hiroyuki Nagai
(4) Description of Business	Electronic banking services
(5) Capital	25,954 million yen
(6) Founded	January 14, 2000

(7)	Major Shareholders and Shareholding Ratio	Rakuten, Inc.	100.00%
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(8)

Relationship with Rakuten, Inc.	
Capital relationship	100% wholly owned subsidiary of the Company
Personnel relationship	One representative director of the Company joined Rakuten Bank as Director and Chairman. One executive officer of the Company joined Rakuten Bank as President and Representative Director.
Trade relationship	There is no highly important operational relationship

(9)

Financial Position and Performance in the Past 3 Fiscal Years (J-GAAP) (Millions of yen)			
Consolidated fiscal year ended	March 31, 2016	March 31, 2017	March 31, 2018
Net assets	80,362	93,660	110,367
Total assets	1,717,470	1,876,770	2,353,510
Net assets per share (yen)	34,204	39,864	46,975
Revenue	64,584	70,591	79,720
Operating Income	15,716	19,083	23,660
Net Income Attributable to Owners of the Company	10,105	13,526	16,433
Earnings per share (yen)	4,300	5,757	6,994
Dividend per share (yen)	-	-	-

(Note) In millions of yen unless specified otherwise

4. Overview of Rakuten Card

(1)	Company Name	Rakuten Card Co., Ltd.
(2)	Head Office	1-14-1 Tamagawa, Setagaya-ku, Tokyo
(3)	Representative	Masayuki Hosaka
(4)	Description of Business	Credit cards, card loans, credit guarantees
(5)	Capital	19,323 million yen
(6)	Founded	December 6, 2001
(7)	Major Shareholders and Shareholding Ratio	Rakuten, Inc. 100.00%
(8)	Relationship with Rakuten, Inc.	
	Capital relationship	100% wholly owned subsidiary of the Company
	Personnel relationship	One representative director of the Company joined Rakuten Card as President and Representative Director. One executive officer of the Company joined Rakuten Card as Vice President and Representative Director. One executive officer of the Company joined Rakuten Card as Outside Director. One auditor and executive officer of the Company joined Rakuten Card as Auditor.

	Trade relationship	There is no highly important operational relationship		
(9)	Financial Position and Performance in the Past 3 Fiscal Years (J-GAAP) (Millions of yen)			
	Non-Consolidated fiscal year ended	December 31, 2015	December 31, 2016	December 31, 2017
	Net assets	65,072	79,255	96,253
	Total assets	995,001	1,182,952	1,412,874
	Net assets per share (yen)	827,380	1,007,715	1,223,836
	Revenue	170,619	201,548	234,580
	Operating Income	16,307	22,531	23,845
	Ordinary Income	16,403	22,599	23,846
	Net Income	10,345	14,237	16,640
	Earnings per share (yen)	131,538	181,024	211,575
	Dividend per share (yen)	-	-	-

(Note) In millions of yen unless specified otherwise

5. Overview of Waterland Financial Holdings

(1)	Company Name	Waterland Financial Holdings Co., Ltd.		
(2)	Head Office	F4&10, No.167 Section 2,Nan-King East Road Taipei Taiwan		
(3)	Representative	Wea Chin-Lin		
(4)	Description of Business	Financial services		
(5)	Capital	TWD 27,800 million (as of December 31, 2017)		
(6)	Founded	March 26, 2002		
(7)	Major Shareholders and Shareholding Ratio	Norwares Overseas Inc.	8.30%	
		Hotel Taipei Miramar Co., Ltd.	5.97%	
(8)	Relationship with Rakuten, Inc.			
	Capital relationship	None		
	Personnel relationship	None		
	Trade relationship	None		
(9)	Financial Position and Performance in the Past 3 Fiscal Years			
	Consolidated fiscal year ended	December 31, 2015	December 31, 2016	December 31, 2017
	Net assets	125,787	126,793	136,169
	Total assets	951,898	927,165	1,022,818
	Net assets per share (yen)	0.05	0.05	0.05
	Revenue	18,072	19,238	24,039
	Ordinary Income	7,214	9,571	11,431
	Net Income Attributable to Owners of the Company	6,707	5,990	10,932

(Note) 1. In millions of yen unless specified otherwise

2. FY2015 1 TWD = 3.66 JPY
FY2016 1 TWD = 3.62 JPY
FY2017 1 TWD = 3.79 JPY

6. Schedule

(1)	Rakuten Card board resolution date	September 25, 2018
(2)	Rakuten Bank board resolution date	January 7, 2019
(3)	WFH board resolution date	January 8, 2019

(Note) Date of establishment of the joint venture is undecided.

7. Impact on business performance

At present, the potential impact on Rakuten Group consolidated financial performance is expected to be limited. We will promptly announce any matters that require disclosure in the future.