



[Translation]

February 13, 2020

Company Name	Sapporo Holdings Limited
Representative	Masaki Oga President and Representative Director
Securities code	2501
Listed on	Tokyo Stock Exchange Sapporo Securities Exchange
Inquiries	Yuru Kobayashi Director of Corporate Communication Department Tel: 81-3-5423-7407

Notice Concerning Company Split (Simplified Absorption-Type Company Split)

At the meeting of the Board of Directors held today, Sapporo Holdings Limited (the “Company”) resolved to transfer a portion of the rights and obligations of the Company in relation to its alcoholic beverages business in North America to Sapporo Breweries Limited, a wholly owned subsidiary of the Company, by way of a company split (the “Company Split”) with an effective date of April 1, 2020 (scheduled), details of which are as shown below.

Because the Company Split is a simplified absorption-type company split to which Article 784, Paragraph 2 of the Companies Act applies for the Company, the matters to be disclosed and their contents have been partially omitted in this announcement.

1. Purpose of the Company Split

The Company will, according to the Group Management Plan 2024 announced today, accelerate its global expansion under the consistent global brand strategy, which will be achieved through the operating company’s directly managing the business of manufacture and sale of overseas alcoholic beverages.

2. Outline of the Company Split

(1) Schedule for the Company Split

Date of Board of Directors’ resolution	February 13, 2020
Date of execution of absorption-type company split agreement	February 13, 2020
Scheduled Date of the Company Split (Effective Date)	April 1, 2020 (Scheduled)

* The Company Split falls under “simplified absorption-type company split” as provided under Article 784, Paragraph 2 of the Companies Act for the Company, and also falls under “informal absorption-type company split” as provided under Article 796, Paragraph 1 of the Companies Act for Sapporo Breweries Limited. Accordingly, both companies will implement the Company Split without the approval of a General Meeting of Shareholders.

(2) Method of the Company Split

The Company Split is an absorption-type company split by which the Company shall be the splitting company and Sapporo Breweries Limited shall be the successor company.

(3) Details of allocation related to the Company Split

The Company will not allocate any shares or deliver any other consideration upon implementation of the Company Split because the Company Split is by and between the Company and its wholly owned subsidiary.

(4) Treatment of the stock acquisition rights and the bonds with stock acquisition rights of the splitting company

Not applicable.

(5) Increase or decrease in stated capital as a result of the Company Split

There will be no change in the stated capital of the Company as a result of the Company Split.

(6) Rights and obligations to be transferred to the successor company

Among the assets and liabilities, and the rights and obligations, including the contractual status, which are related to the Company Split, those stipulated in the absorption-type company split agreement shall be transferred to Sapporo Breweries Limited.

(7) Prospects for performance of liabilities

The Company believes that, upon the Company Split, there will be no issues concerning the prospects with respect to performance of the liabilities to be borne by the Company and Sapporo Breweries Limited.

3. Overview of the Companies that are Parties to the Company Split (as of December 31, 2019)

	Splitting company		Successor company	
(1) Name	Sapporo Holdings Limited		Sapporo Breweries Limited	
(2) Location	20-1, Ebisu 4-chome, Shibuya-ku, Tokyo		20-1, Ebisu 4-chome, Shibuya-ku, Tokyo	
(3) Job title and name of representative	Masaki Oga President and Representative Director		Hideya Takashima President & representative director	
(4) Business	Formulation of group management strategy and management control		Manufacture and sale of alcoholic beverages, etc.	
(5) Capital stock	53,887 million yen		10,000 million yen	
(6) Date of establishment	September 1, 1949		July 1, 2003	
(7) Number of shares issued and outstanding	78,794,298 shares		200,000 shares	
(8) Settlement Date	December 31		December 31	
(9) Major shareholders and shareholding ratios	The Master Trust Bank of Japan, Ltd. (Trust Account)	8.36%	Sapporo Holdings Limited	100%
	Japan Trustee Service Bank, Ltd. (Trust Account)	3.97%		
	Trust & Custody Services bank, Ltd., as retirement benefit trust assets Mizuho Trust and banking Co., Ltd.	3.13%		
	Nippon Life Insurance Company	2.87%		
	Meiji Yasuda Life Insurance Company	2.87%		

(10) Operating Results and Financial Position for the Previous Fiscal Year

	Sapporo Holdings Limited (Consolidated)
Fiscal Year	FY Ended December 31, 2019
Total equity	173,798 million yen
Total assets	638,722 million yen
Equity attributable to owners of parent per share	2,225.33 yen
Revenue	491,896 million yen
Operating income	12,208 million yen
Profit before tax	11,588 million yen
Profit attributable to owners of parent	4,356 million yen
Basic earnings per share	55.92 yen

	Sapporo Breweries Limited (Non-consolidated)
Fiscal Year	FY Ended December 31, 2019
Net assets	53,133 million yen
Total assets	212,591 million yen
Net assets per share	265,669 yen
Sales	247,895 million yen
Operating income	5,048 million yen
Net Profit	5,087 million yen
Earnings per share	25,438 yen

4. Items and book value of assets and liabilities to be split off or transferred (as of December 31, 2019)

Current assets	0 million yen	Current liabilities	0 million yen
Fixed assets	37,294 million yen	Fixed liabilities	0 million yen
Total assets	37,294 million yen	Total liabilities	0 million yen

* The above amounts will be fixed after the increase or decrease by the effective date.

5. Status after the Company Split

There will be no change in the name, location, scope of business, stated capital, or settlement date of the Company and Sapporo Breweries Limited as a result of the Company Split.

6. Future outlook

The effect of the Company Split on the Company's consolidated operating results will be minor.

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