



July 7, 2015

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Notice Concerning Conclusion of Definitive Agreement Regarding the Acquisition of the Shares of JT's Subsidiaries Conducting Vending Machine Operation Business and Their Beverage Brands

In the press release issued on May 25, 2015, Suntory Beverage & Food Limited (SBF) announced that SBF had concluded a basic agreement regarding the acquisition of the shares and beverage brands of Japan Beverage Holdings Inc. (JB) and JT-A Star Co., Ltd. (JTA), Japan Tobacco Inc. (JT)'s subsidiaries involved in the vending machine operation business. Today, we would like to announce that we concluded a definitive agreement concerning this acquisition agreement with JT.

1. Subject of the acquisition

- (1) Shares of JB (JT's equity interest 70.5%), all the shares of JTA, and shares of Japan Beverage Ecology Inc. (JT's equity interest 49.7%).
- (2) *Roots* and *Momo no Tennensui* brands

2. Acquisition price

Approx. 150 billion yen

3. Schedule

(1) Date of Definitive Agreement	July 7, 2015
(2) Transfer date	July 31, 2015 (planned) It is assumed that there are no factors that will hinder the Acquisition including a cease and desist order as a result of Japan Fair Trade Commission's corporate merger review in relation to a notification based on Antimonopoly Act.

4. Effects on Business Performance

We are in the process of evaluating the effects of the Acquisition on SBF's consolidated performance for the fiscal year ending December 31, 2015. We plan to release this information on November 4 with the release of third quarter earnings for FY2015.

5. Other

It is assumed that there are no factors that will hinder the Acquisition including a cease and desist order as a result of Japan Fair Trade Commission's corporate merger review in relation to a notification based on Antimonopoly Act.