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(TSE First Section, Code: 9449)
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GMO CLICK Holdings Executes Capital Alliance for Joint Venture Internet Bank with Aozora Trust Bank

GMO Internet, Inc. (CEO and Representative Director Masatoshi Kumagai; Head Office: Tokyo) ('GMO Internet'), Aozora Bank, Ltd. (President and CEO: Shinsuke Baba; Head Office: Tokyo) ('Aozora') and, Aozora Trust Bank, Ltd. ('Aozora Trust') entered into a capital and business alliance (the 'Initial Alliance') on June 24, 2016, regarding a joint venture Internet bank to be operated by Aozora Trust.

In accordance with the initial alliance announced in the June 24, 2016 press release, GMO CLICK Holdings, Inc. ('GMO CLICK HD') has executed a share transfer agreement with GMO, acquiring a portion of the latter's Aozora Trust common shares. To ensure the smooth operation of Aozora Trust, GMO CLICK HD, Aozora and GMO Internet have also executed a succession of contractual status agreement, amending the June 24, 2016 shareholders' agreement between Aozora and GMO Internet to include GMO CLICK HD (the 'New Alliance').

1. Objectives of the New Alliance

Technological advancements in the IT industry have led to growing interest in 'FinTech' within the finance industry. FinTech services leverage information technology to provide enhanced convenience in finance-related businesses.

The Aozora Bank and GMO Internet groups executed the Initial Alliance with the aim of leveraging their respective expertise to jointly operate a next-generation Internet bank which responds to the changing needs of customers.

By including GMO CLICK HD as a party to the New Alliance, the parties aim to take full advantage of GMO CLICK HD's system development capabilities in order to enhance the joint venture Internet bank, as well as collaborate with GMO CLICK Securities, Inc. to offer services integrating banking and securities. The parties will also strive to further enhance each group's

business and corporate value, and contribute to the creation of added social value.

2. Details of the New Alliance

GMO will transfer to GMO CLICK HD 10,290 shares of the 20,580 common shares acquired from Aozora Trust's 6.6 billion yen capital increase, implemented through a third party allocation of new shares on June 29, 2016.

In addition, the succession of contractual status agreement provides for the transfer to GMO Internet and/or GMO CLICK HD ('GMO group companies') of all Class A and Class B shares acquired by Aozora on either the date on which the GMO group companies obtain necessary authorization from the relevant authority to become a major shareholder of Aozora Trust, or 5 years from the official launch date of the Internet bank, whichever comes first. Subject only to obtaining the aforementioned authorization from the relevant authority, the GMO group companies may convert any class shares acquired to common shares.

Aozora Trust issued the following 3 types of shares on June 29, 2016.

I. Common shares

No. of shares: 20,580 shares

Issuance amount : 1,160,917,800 yen

Underwriter: GMO Internet

II. Class A shares

No. of shares: 96,430 shares

Issuance amount: 5,439,616,300 yen

Underwriter: Aozora Bank

III. Class B shares

No. of shares: 490 shares

Issuance amount: 27,640,900 yen

Underwriter: Aozora Bank

The ratio of voting rights at Aozora Trust following the New Alliance will be as follows, assuming that the GMO group companies acquire all relevant class shares from Aozora and exercise their right to convert said shares to common shares.

	Current	Following New Alliance	After GMO group companies acquire Class A shares and convert to common shares	After GMO group companies acquire Class A and Class B shares and convert to common

				shares
Aozora	85.1%	85.1%	50.1%	50.0%
GMO Internet	14.9%	7.45%	Combined total 49.9%	Combined total 50.0%
GMO CLICK HD	0.0%	7.45%		

3. Please refer to the attachment for an overview of each alliance partner.

4. Schedule

July 21, 2016	Signing of share transfer agreement between GMO Internet and GMO CLICK HD; Execution of share transfer
	Signing of succession of contractual status agreement between Aozora and GMO group companies
FY2017	Internet bank launch (scheduled)

5. Outlook

GMO Internet will immediately announce any projected impact the New Alliance may have on GMO Internet or GMO CLICK HD's consolidated results.

Overview of Aozora Bank

1. Name	Aozora Bank, Ltd.		
2. Location	3-1 Kudan-Minami 1-chome, Chiyoda-ku, Tokyo		
3. Representative	Shinsuke Baba, President and CEO		
4. Operations	Banking services		
5. Capital	100 billion yen (As of March 31, 2016)		
6. Established	April 1, 1957		
7. Major shareholders; Percentage of outstanding shares (As of March 31, 2016)	The Master Trust Bank of Japan, Ltd.(Trust Account)		5.72%
	Japan Trustee Service Bank, Ltd.(Trust Account)		5.44%
	ORIX Bank Corporation(Trust Account 5200011)		2.31%
	STATE STREET BANK WEST CLIENT-TREATY 505234		2.18%
	Japan Trustee Service Bank, Ltd.(Trust Account 9)		2.11%
	STATE STREET BANK AND TRUST COMPANY 505225		1.58%
	JP MORGAN CHASE BANK 380055		1.39%
	Japan Trustee Service Bank, Ltd.(Trust Account 7)		1.34%
	Japan Trustee Service Bank, Ltd.(Trust Account 4)		1.22%
	Japan Trustee Service Bank, Ltd.(Trust Account 1)		1.11%
8. Relationship with Aozora Trust, GMO Internet, and GMO CLICK HD	Capital	Aozora and GMO hold 85.1% and 14.9%, respectively, of Aozora Trust shares (As of July 20, 2016)	
	Personnel	An executive officer and an employee of Aozora serve concurrently as directors of Aozora Trust, and an Aozora employee serves concurrently as Audit and Supervisory Board member (As of July 20, 2016)	
	Transactions	Aozora conducts banking transactions with GMO Internet, GMO CLICK HD, and Aozora Trust	
	Related party	Aozora Trust is a subsidiary of Aozora, and a related party	
⑨ Earnings results & financial condition (consolidated; million yen)			
Fiscal Year	FY2013	FY2014	FY2015
Ordinary income	131,834	130,035	124,054
Ordinary profit	52,186	59,671	55,721
Net income	42,328	43,689	43,499
Basic net income per share (yen)	34.87	36.19	37.29
Dividends per share (yen)	14.50	14.90	18.60
Net assets	516,038	567,414	405,498
Total equity per share (yen)	292.83	336.83	346.83
Total assets	4,805,439	4,924,472	4,592,921

(Note) 1. 'Percentage of outstanding shares' is rounded down to two decimal places.

2. 'Percentage of outstanding shares' is calculated excluding shares owned by the Bank (16,501 thousand shares).

3. In the above table, we have calculated the number of common shares and the percentage held by each shareholder based upon the Bank's Shareholder Registry as of March 31, 2016.

4. From FY2015 onward, consolidated net income represents 'profit attributable to owners of parent' in accordance with the Revised Accounting Standard for Business Combinations and related standards and implementation guidance.

Overview of Aozora Trust Bank

1	Name	Aozora Trust Bank, Ltd.	
2	Location	3-1 Kudan-Minami 1-chome, Chiyoda-ku, Tokyo	
3	Representative	Masaki Yamagata, Director and President	
4	Operations	Banking, trust services	
5	Capital	5.4 billion yen (As of March 31, 2016)	
6	Established	February 28, 1994	
7	Major shareholders; Percentage of outstanding shares (As of June 30, 2016)	Aozora Bank	85.1%
		GMO Internet	14.9%
8	Relationship with Aozora, GMO Internet, and GMO CLICK HD	Capital	Aozora and GMO Internet hold 85.1% and 14.9%, respectively, of Aozora Trust shares (As of July 20, 2016)
		Personnel	An executive officer and an employee of Aozora serve concurrently as directors of Aozora Trust, and an Aozora employee serves concurrently as Audit and Supervisory Board member. A GMO CLICK HD employee serves concurrently as director of Aozora Trust. GMO Internet's deputy CEO/director of GMO CLICK HD serves concurrently as Audit and Supervisory Board member of Aozora Trust, and GMO CLICK HD's director/executive officer also serves concurrently as Audit and Supervisory Board member (As of July 20, 2016)
		Transactions	Aozora Trust conducts banking transactions with Aozora
		Related party	Aozora Trust is a subsidiary of Aozora, and a related party
9	Earnings results & financial condition (consolidated; million yen)		

Fiscal Year	FY2013	FY2014	FY2015
Ordinary income	358	318	443
Ordinary profit	13	-21	100
Net income	10	-33	69
Basic net income per share (yen)	91.23	-280.88	587.69
Dividends per share (yen)	-	-	-
Net assets	6,584	6,555	6,626
Total equity per share (yen)	56,037.03	55,791.33	56,394.69
Total assets	6,673	6,634	6,759

(Note) 1. Capital is 8.8 billion yen (as of July 20, 2016), following Aozora Trust's third party allocation of new shares on June 29, 2016.

Overview of GMO Internet

1 Name	GMO Internet, Inc.	
2 Location	26-1 Sakuragaoka-cho, Shibuya-ku, Tokyo	
3 Representative	Masatoshi Kumagai, Founder and Group CEO	
4 Operations	Internet infrastructure, online advertising and media, Internet securities, mobile entertainment	
5 Capital	5 billion yen (As of December 31, 2015)	
6 Established	May 24, 1991	
7 Major shareholders; Percentage of outstanding .. shares (As of March 31, 2016)	Kumagai Masatoshi Office, Ltd. Masatoshi Kumagai Japan Trustee Services Bank, Ltd. (Custodial Account) The Master Trust Bank of Japan, Ltd. The Bank of New York (133524) Trust & Custody Services Bank, Ltd (Account in pension trust) SAJAP	30.80% 9.86% 6.47% 3.27% 2.07% 1.34% 1.20%

		Japan Trustee Service Bank, Ltd. (Trust Account 9)	1.20%	
		The Chase Manhattan Bank	1.05%	
		GOLDMAN, SACHS & CO. REG	0.95%	
8 Relationship with Aozora, Aozora Trust, and GMO CLICK HD	Capital	Aozora and GMO Internet hold 85.1% and 14.9%, respectively, of Aozora Trust shares (As of July 20, 2016). GMO Internet holds 82.05% of GMO CLICK HD shares (As of June 30, 2016)		
	Personnel	Deputy CEO of GMO Internet serves concurrently as Audit and Supervisory Board member of Aozora Trust. Deputy CEO of GMO Internet also serves concurrently as director of GMO CLICK HD (As of July 20, 2016)		
	Transactions	GMO Internet conducts banking transactions with Aozora		
	Related party	GMO CLICK HD is a subsidiary of GMO Internet, and a related party		
9	Earnings results & financial condition (consolidated; million yen)			
	Fiscal Year	FY2013	FY2014	FY2015
	Sales amount	93,704	109,368	126,337
	Operating profit	11,000	12,931	14,803
	Ordinary profit	10,941	12,734	14,857
	Net income	5,244	5,841	13,419
	Basic net income per share (yen)	212.12	248.14	336.50
	Net assets	36,884	43,876	62,156
	Total equity per share (yen)	44.51	49.58	113.91
	Dividends per share (yen)	15.00	17.00	38.00
	Total assets	429,762	483,367	554,626

(Note) 1. 'Percentage of outstanding shares' is rounded down to two decimal places.

2. 'Percentage of outstanding shares' is calculated based upon GMO's Shareholder Registry as of March 31, 2016.

3. From FY2015 onward, consolidated net income represents 'profit attributable to owners of parent' in accordance with the Revised Accounting Standard for Business Combinations and related standards and implementation guidance.

Overview of GMO CLICK Holdings

1	Name	GMO CLICK Holdings, Inc.
2	Location	20-1 Sakuragaoka-cho, Shibuya-ku, Tokyo
3	Representative	Hiroyasu Kito, President and Representative Executive Officer
4	Operations	Financial holding company

5		Capital	393 million yen (As of June 30, 2016)		
6		Established	January 4, 2012		
7		Major shareholders; Percentage of outstanding shares (As of June 30, 2016)	GMO Internet, Inc. Daiwa Securities Group, Inc. Hideyuki Takashima Japan Trustee Services Bank, Ltd. (Custodial Account) Kabu.com Securities Co., Ltd. LUXEMBOURG / JASDEC / HENDERSON HHF SICAV The Master Trust Bank of Japan, Ltd. The Nomura Trust and Banking Co., Ltd. Trust & Custody Services Bank, Ltd. Hiroyasu Kito	82.05% 9.46% 1.01% 0.70% 0.69% 0.20% 0.14% 0.11% 0.11% 0.08%	
8	Relationship with Aozora, Aozora Trust, and GMO Internet	Capital	GMO Internet holds 82.05% of GMO CLICK HD shares (As of June 30, 2016)		
		Personnel	An employee of GMO CLICK HD serves concurrently as director of Aozora Trust. A director/executive officer of GMO CLICK HD serves concurrently as Audit and Supervisory Board member of Aozora Trust. Deputy CEO of GMO Internet serves concurrently as director of GMO CLICK (As of July 20, 2016)		
		Transactions	GMO CLICK HD conducts banking transactions with Aozora		
		Related party	GMO Internet is GMO CLICK HD's parent company, and a related party		
9		Earnings results & financial condition (consolidated; million yen)			
		Fiscal Year	FY2013	FY2014	FY2015
		Sales amount	21,456	24,958	29,017
		Operating profit	5,585	7,747	10,611
		Ordinary profit	5,466	7,707	10,570
		Net income	3,689	4,855	6,453
		Basic net income per share (yen)	32.78	43.13	55.82
		Net assets	19,751	20,312	24,646

Total equity per share (yen)	167.31	171.91	210.48
Dividends per share (yen)	85.17	44.68	22.32
Total assets	353,374	465,709	455,896

(Note) 1. 'Percentage of outstanding shares' is rounded down to two decimal places.

2. 'Percentage of outstanding shares' is calculated based upon GMO CLICK's Shareholder Registry as of June 30, 2016.

3. From FY2015 onward, consolidated net income represents 'profit attributable to owners of parent' in accordance with the Revised Accounting Standard for Business Combinations and related standards and implementation guidance.

4. GMO CLICK executed a 6.25-for-1 stock split on December 24, 2014. Dividends per share for FY2014 are a converted amount following the stock split.