



December 17, 2015

Company name: Japan Airport Terminal Co., Ltd.
Representative: Isao Takashiro, President
(Stock Code: 9706, First Section, Tokyo Stock Exchange)

Company name: BIC CAMERA INC.
Representative: Hiroyuki Miyajima,
Representative Director & President
(Stock Code: 3048, First Section, Tokyo Stock Exchange)

Basic Agreement Reached on Establishment of Joint Venture Company

Japan Airport Terminal Co., Ltd. (hereinafter referred to as “Japan Airport Terminal”), after its Board of Directors’ meeting held on December 16, 2015, and BIC CAMERA INC. (hereinafter referred to as “Bic Camera”), after its Board of Directors’ meeting held on December 17, 2015, hereby announce that they have reached a basic agreement on establishing a new joint venture company. This company will facilitate duty-free sales of home appliances, etc. and other possible joint venture businesses at the Haneda Airport, airports in Japan and overseas, and other locations.

1. Reasons for Establishing the Joint Venture Company

The Japan Airport Terminal Group (includes Japan Airport Terminal and its affiliates) carries out the construction, management and operation of the domestic terminal facilities at the Haneda Airport. Furthermore, as a pioneer of tax-free business in Japan, the Japan Airport Terminal Group has a long history of dealing in the duty-free business, with its operations centered on airports, including the Haneda Airport, Narita International Airport, and Kansai International Airport. Throughout the years, it has striven to increase profitability and enhance convenience for flight passengers.

In recent years, the number of inbound visitors has been steadily increasing. Companies such as mass merchandisers are opening many duty-free stores in urban areas, spurred in part by the expansion of the consumption tax exemption system. Amid this trend, in view of the 2020 Tokyo Olympics and Paralympics Games and the years beyond, using the know-how it has accumulated, Japan Airport Terminal plans to open Japan’s first (excluding Okinawa) airport duty-free stores (bonded stores) in urban areas during this fiscal year as part of its scheme to further develop the duty-free business and promote Japan as a tourist destination.

Bic Camera operates megastores at prime locations close to stations in the major cities of Japan. It sells home appliances such as televisions, PCs, white goods and digital cameras, as well as watches, medicine, daily goods, toys, sporting goods, glasses and contact lenses, liquors, etc.—it handles a wide range of merchandise. With its abundant selection of goods, Bic Camera stores can satisfy the needs of inbound visitors. Coupled with its good service and tax exemption, which have won the support of customers, sales to inbound visitors continue to steadily increase.

Using the know-how accumulated from both companies’ duty-free businesses and their product procurement capabilities, as well as by consolidating their management resources, the two companies aim to capture more of domestic consumption by inbound visitors, which is set to continue growing, and will work to fulfill a diverse range of customer needs. Also, with the

aim of differentiation from other airports and increasing the convenience of flight passengers, on top of the duty-free business in domestic airports (Haneda Airport, etc.), foreign expansion is also being considered, where the focus will be on airport-style stores with select items that mainly sell home appliances. This led to the decision to set up a joint venture company, with capital contributions by both companies.

2. Overview of the Joint Venture Company

Japan Airport Terminal and Bic Camera have reached an agreement on the items stated below. However, with regard to specific details such as the name of the new company, decisions will be made going forward based on discussions between the two companies.

- (1) Name: TBD
- (2) Location: TBD
- (3) Main business: Sales of goods
- (4) Representative: To be elected from Japan Airport Terminal
- (5) Paid-in capital: ¥100 million - ¥500 million
- (6) Capital contribution: Japan Airport Terminal: 51%; Bic Camera: 49%

3. Parties to the Basic Agreement

(1) Overview of Japan Airport Terminal Co., Ltd.

1) Trade name	Japan Airport Terminal Co., Ltd.
2) Location	Terminal 1, 3-3-2 Haneda Airport, Ohta-ku, Tokyo 144-0041, Japan
3) Representative	Isao Takashiro, President
4) Business	<ul style="list-style-type: none"> • Construction, management and operation of the Haneda Airport terminal facilities • Sales of goods • Provision of other services
5) Paid-in capital	¥17.4 billion
6) Established	July 20, 1953
7) Major shareholders and shareholding ratios	Japan Airlines Co., Ltd. 5.20% ANA HOLDINGS INC. 5.20% Japan Trustee Services Bank, Ltd. (Trust Account) 4.12%

(2) Overview of BIC CAMERA INC.

1) Trade name	BIC CAMERA INC.
2) Location	3-23-23, Takada, Toshima-ku, Tokyo, 171-0033, Japan
3) Representative	Hiroyuki Miyajima, Representative Director and President
4) Business	Sales of home appliances such as televisions, PCs, white goods and digital cameras, as well as watches, medicine, daily goods, toys, sporting goods, glasses and contact lenses, liquors, bedding, etc.
5) Paid-in capital	¥23.2 billion
6) Established	November 21, 1980
7) Major shareholders and shareholding ratios	Japan Trustee Services Bank, Ltd. (Trust Account) 10.56% Ra · Holdings Co, Ltd. 10.23% Mizuho Trust & Banking Co., Ltd. Securities Management Trust0700026 7.26%

4. Schedule of the Establishment

December 17, 2015

Sign the basic agreement on establishment of joint venture company (Scheduled)

Spring 2016

Establish the joint venture company (Scheduled)

5. Outlook for the Future

If the establishment of the joint venture company will have an impact on our business performance, such effects will be announced promptly after they have been confirmed.