



June 29, 2015

Company name: Universal Entertainment Corporation  
Representative: Jun Fujimoto  
Representative Director and President  
JASDAQ code: 6425  
Contact: PR & IR Office  
Tel: +81 3 5530 3055 (switchboard)

## Announcement Regarding Matters Pertaining to Controlling Shareholders, Etc.

Universal Entertainment Corporation (hereinafter referred to as the “Company”) hereby announces the following matters pertaining to controlling shareholders, etc. as they apply to Okada Holdings Limited, the parent company of the Company as of March 31, 2015.

### 1. Trade Name, Etc. of Parent Company

(As of March 31, 2015)

Name	Class	Ratio of voting rights held (%)			Financial instruments exchange, etc. where issued shares are listed
		Ratio of directly-held shares	Ratio of jointly-calculated shares	Total	
Okada Holdings Limited	Parent company	74.20	—	74.20	None

\*The above ratio of voting rights held has been rounded off to the first two decimal places.

### 2. Positioning of Listed Company within Corporate Group under Parent Company, Etc. and Other Relationships between Listed Company and Parent Company, Etc.

Kazuo Okada, the Chairman of the Board of Directors of the Company, and Takako Okada, a Member of the Board of Directors of the Company, are shareholders of Okada Holdings Limited. Kazuo Okada also serves in the capacity of First Director at Okada Holdings Limited.

There are no business-based restrictions, risks or disadvantages or anything that would impede the business activities of the Company that would presumably result from the Company belonging to the corporate group under the parent company, etc. Moreover, in addition to designating three outside directors and two outside auditors as independent officers, the policy of the Company dictates that should it be necessary, it will obtain opinions from persons with no conflict of interest with controlling shareholders, etc., consult with attorneys, etc., and request third-party agency assessments. The Company has thereby concluded that its system for

protecting minority shareholders is being maintained.

### 3. Matters Pertaining to Transactions with Controlling Shareholders, Etc.

(Units: Million yen)

Class	Name of company, etc.	Percentage of voting rights held by (in) Company	Relationship with related parties	Description of transactions	Transaction amount	Account item	Year-end balance
Parent company	Okada Holdings Limited	74.2% directly held in Company	Provision of security	Acceptance of provision of security (Note 2)	—	—	—
— (Note 3)	Okada Holdings GK	—	Leasing of property	Deposit of guarantees	—	Guarantee deposits	141
				Payment of rent, etc. (Note 4)	141	Prepaid expenses	12

Note 1: “Transaction amount” does not include consumption taxes. Consumption taxes are included in “Year-end balance.”

Note 2: As security for borrowings taken by the Company from certain financial institutions, Okada Holdings Limited has accepted the provision of Company shares (54,452 thousand shares). No payments of guarantees have been made.

Note 3: Okada Holdings Limited, the parent company of the Company, possesses 99.9% of the voting rights of Okada Holdings GK.

Note 4: “Payment of rent, etc.” is determined through discussion between the two parties following consideration of the nature of the business involved.

### 4. Status of Execution of Policies for Protecting Minority Shareholders in Transactions Conducted with Controlling Shareholders, Etc.

When engaging in transactions with controlling shareholders, etc., after taking market prices into consideration, the Company shall carefully review and deal with said transactions so that the interests of minority shareholders are not harmed. The policy of the Company also dictates that it will conduct transactions with controlling shareholders, etc. in a fair and appropriate manner akin to general transactions by obtaining opinions from persons with no conflict of interest with controlling shareholders, etc., consulting with attorneys, and requesting third-party agency assessments as the situation requires.

5. Whether the Parent Company, Etc. Constitutes Company Subject to Continuous Disclosure, etc.  
The parent company, etc. does not constitute a company subject to continuous disclosure, etc.

6. Future Positioning of Parent Company, Etc. within Corporate Group and Other Future Relationships with Parent Company, Etc.

There are no scheduled changes in the future positioning of the parent company, etc. within the corporate group or in other relationships with the parent company, etc.