

May 11, 2016

To whom it may concern:

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| Company Name | TOHO HOLDINGS CO., LTD. |
| Corporate Representative | Norio Hamada, President and Representative Director (First Section of Tokyo Stock Exchange Securities Code:8129) |
| Contact: | Makoto Kawamura, Joint General Manager, Corporate Planning Division and General Manager, Public and Investor Relations Office (TEL: 03-6838-2803) |

Announcement about the Change to a Company with Audit and Supervisory Committee

TOHO HOLDINGS CO., LTD. (Headquarters: Tokyo; President and Representative Director: Norio Hamada) hereby announces that it resolved at the Board of Directors' meeting which was held today, its change to a company with audit and supervisory committee, on the premise of approval at the 68th annual meeting of stockholders to be held in late June, 2016.

1. Purposes of the change

- (1) More Outside Directors and enhancement of the supervisory function of the Board of Directors
Our company has appointed three Outside Directors and has addressed enhancement of the supervisory function of the Board of Directors for a certain period of time in order to enhance the corporate governance structure. This time, in order to implement a structure which can more adequately meet the expectations of domestic and foreign stakeholders, we are going to further enhance the supervisory function of the Board of Directors, and at the same time, aim for more transparent management, by changing to a company with audit and supervisory committee and by increasing the number of Outside Directors.
- (2) Improvement of managerial efficiency and mobility
Under appropriate supervision from the Board of Directors, by changing to a company with audit and supervisory committee, which can delegate a considerable portion of decision-making power of the Board of Directors regarding execution of the operations to the Directors, we intend to speed up managerial decision-making and execution and are aiming for the further improvement of managerial efficiency and mobility.

2. Date for the change

We are planning to change to a company with audit and supervisory committee after gaining approval for the necessary amendments to the articles of incorporation at the 68th annual meeting of stockholders to be held in late June 2016.

3. Other matters

With reference to the executive appointment after the change to a company with audit and supervisory committee, please see "The New Structure after changing to a Company with Audit and Supervisory Committee," which was disclosed today. In addition to the above, we will inform you of the contents of amendments to the articles of incorporation associated with the change to a company with audit and supervisory committee, as soon as the decision is made.