
DEFINITIONS

In this Prospectus, the following terms have the following meanings set out below unless the context otherwise requires.

“AGM(s)”	the annual general meeting(s)* (定時株主総会) of our Company
“AML”	anti-money laundering
“AML Consultant”	PricewaterhouseCoopers Limited, our independent consultant regarding anti-money laundering
“Amusement Business Law”	the Act on Control and Improvement of Amusement Business etc.* (風俗営業等の規制及び業務の適正化等に関する法律) of Japan (Act No. 122 of 1948)
“Application Form(s)”	WHITE, YELLOW and GREEN applications form(s), or where the context so requires, any of them
“Articles” or “Articles of Incorporation”	the articles of incorporation* (定款) of our Company that were adopted on 16 March 2015 and will take effect on the Listing Date, a summary of which is included in “Appendix V – Summary of our Articles of Incorporation and Japan Corporation Law”
“Audit Committee”	the audit committee* (監査委員会) of our Company established on 25 June 2014 pursuant to the Japan Companies Act, the written rules of which were amended and adopted on 16 March 2015 in compliance with the Listing Rules
“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Board” or “Board of Directors”	our board of Directors
“business day”	any day (other than a Saturday, Sunday or public holiday) on which banks in Hong Kong are generally open for normal banking business
“CAGR”	compound annual growth rate
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC
“CCASS Beneficial Owner(s)”	beneficial owners of our Shares who hold pecuniary interests and voting rights in our Company attached to the Shares deposited into CCASS and held in the name of HKSCC Nominees

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“CCASS Clearing Participant”	a person admitted to participate in CCASS as a direct clearing participant or general clearing participant
“CCASS Custodian Participant”	a person admitted to participate in CCASS as a custodian participant
“CCASS Investor Participant”	a person admitted to participate in CCASS as an investor participant who may be an individual or joint individuals or a corporation
“CCASS Participant”	a CCASS Clearing Participant or a CCASS Custodian Participant or a CCASS Investor Participant
“Chairman” or “Mr. Taniguchi”	Mr. Hisanori TANIGUCHI (谷口久徳) [#] (also known as Mr. JEONG Seonggi), a Controlling Shareholder, an Executive Director, our Chief Executive Officer and our Chairman of the Board
“Chief Executive Officer”	the chief executive officer* (代表執行役) of our Company, the functions of whom are set out in “Directors and Senior Management — Senior Management — Executive Officers”. Our current Chief Executive Officer is our Chairman
“Civil Code”	the Civil Code* (民法) of Japan (Act No. 89 of 1896)
“close associate(s)”	has the meaning ascribed to it under the Listing Rules
“Companies Act” or “Japan Companies Act”	the Companies Act* (会社法) of Japan (Act No. 86 of 2005)
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong)
“Companies (Winding Up and Miscellaneous Provisions) Ordinance”	the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong)
“Company”	NIRAKU GC HOLDINGS, INC.* (株式会社ニラク・ジー・シー・ホールディングス) (formerly known as Niraku Global Community Holdings Inc.* (株式会社ニラク・グローバル・コミュニティ・ホールディングス) from 10 January 2013 to 20 October 2014), the holding company of our Group and the proposed listing vehicle for the Listing, which is a stock company* (株式会社) incorporated in Japan with limited liability on 10 January 2013 (registration number 3800-01-022352)
“connected person(s)”	has the meaning ascribed to it under the Listing Rules

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“Controlling Shareholder(s)”	has the meaning ascribed to it under the Listing Rules and, for the purpose of this Prospectus, refers to the members of the Taniguchi Consortium
“core connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Corporate Governance Code”	the Corporate Governance Code and Corporate Governance Report as set out in Appendix 14 to the Listing Rules
“Country Guide”	the Country Guide — Japan published by the Stock Exchange on 20 December 2013 and updated in April 2014
“Deed of Indemnity”	the deed of indemnity dated 16 March 2015 executed by our Controlling Shareholders (as indemnifiers) in favour of our Company (for itself and as trustee for each of our subsidiaries), particulars of which are set out in “Appendix VI — Statutory and General Information — F. Other Information — 10. Taxation of holders of our Shares”
“Deed of Non-Competition”	the deed of non-competition dated 16 March 2015 executed by our Controlling Shareholders (as covenantors) and our Company, particulars of which are set out in “Relationship with our Controlling Shareholders — Deed of Non-Competition”
“Director(s)”	director*(s) (取締役) of our Company, who are designated as a Director* (取締役) or an external Director* (社外取締役) in accordance with the requirements under the Japan Companies Act, or an Executive Director or an Independent Non-executive Director in accordance with the criteria under the Listing Rules
“Distributable Amount”	the retained earning* (剰余金) recorded in our financial statements prepared in accordance with JGAAP, with certain adjustments (including the deduction of the book value of any treasury stock* (自己株式) of our Company) as explained further in “Appendix V — Summary of our Articles of Incorporation and Japan Corporation Law — 6. Dividends and Distributions”
“EBI”	Entertainment Business Institute* (株式会社エンタテインメントビジネス総合研究所), a private research and consulting firm specialising in the gaming industry in Japan, and an independent industry consultant commissioned by us to prepare an industry report

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“ electronic application instruction(s) ”	Instruction(s) given by a CCASS Participant electronically via CCASS to HKSCC, being one of the methods to apply for the Hong Kong Offer Shares
“Enforcement Ordinance”	the Ordinance for Enforcement of the Amusement Business Law* (風俗営業等の規制及び業務の適正化等に関する法律施行規則) of Japan (National Public Safety Commission Regulation No. 1 on 11 January 1985)
“ESOA”	Niraku Employee Stock Ownership Association* (ニラク従業員持株会), a partnership* (組合) established under Civil Code on 16 January 2001 in Japan. The ESOA grants entitlement rights attached to our Shares to the current employees of our Group. ESOA is a Shareholder of our Company
“Excluded Group”	NI and NUSA, which are engaged in business activities that are unrelated to and clearly delineated from our core business of pachinko and pachislot hall operations and were excluded from our Group as a result of our Reorganisation
“Executive Director(s)”	the executive Director(s) of our Company
“Executive Officer(s)”	the executive officer(s)* (執行役) of our Company, the functions of whom are set out in “Directors and Senior Management – Senior Management – Executive Officers”
“GDP”	gross domestic product
“Global Offering”	the Hong Kong Public Offering and the International Offering
“ GREEN Application Form(s)”	the application form(s) to be completed by the White Form eIPO Service Provider, Computershare Hong Kong Investor Services Limited
“Group”, “we” or “us”	our Company and its subsidiaries or, where the context so requires, in respect of the period before our Company became the holding company of our present subsidiaries, such subsidiaries as if they were subsidiaries of our Company at the relevant time
“HK\$”	Hong Kong dollars and cents, the lawful currency of Hong Kong
“HKSCC”	Hong Kong Securities Clearing Company Limited

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“HKSCC Nominees”	HKSCC Nominees Limited, a wholly-owned subsidiary of HKSCC
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong-Japan Tax Treaty”	the Agreement between the Government of the Hong Kong Special Administrative Region of the People’s Republic of China and the Government of Japan for the Avoidance of Double Taxation and the Prevention of Fiscal Evasion with respect to Taxes on Income dated 9 November 2010
“Hong Kong Offer Shares”	the 30,000,000 Shares initially being offered by our Company for subscription at the Offer Price under the Hong Kong Public Offering (subject to adjustment as described in “Structure of the Global Offering”)
“Hong Kong Public Offering”	the offer by our Company of the Hong Kong Offer Shares for subscription by the public in Hong Kong at the Offer Price (subject to the terms and conditions described in this Prospectus and the Application Forms)
“Hong Kong Share Registrar”	Computershare Hong Kong Investor Services Limited
“Hong Kong Underwriter”	the underwriter of the Hong Kong Public Offering named in “Underwriting – Hong Kong Underwriter”
“Hong Kong Underwriting Agreement”	the conditional Hong Kong Underwriting Agreement dated 23 March 2015 relating to the Hong Kong Public Offering entered into by our Company, our Controlling Shareholders, our Executive Director, the Sole Global Coordinator and the Hong Kong Underwriter, as described in “Underwriting”
“IFRS”	International Financial Reporting Standards which include standards and interpretations promulgated by the International Accounting Standards Board (IASB)
“Independent Non-executive Director(s)”	the independent non-executive Director(s) of our Company
“independent third party(ies)”	entity(ies) or person(s) that are not a core connected person of our Company or any of their respective close associate(s)
“International Offer Shares”	the 270,000,000 Shares initially being offered by our Company for subscription at the Offer Price under the International Offering (subject to adjustment as described in “Structure of the Global Offering”), and where relevant, together with any Shares issued pursuant to any exercise of the Over-allotment Option

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“International Offering”	the conditional placing of the International Offer Shares at the Offer Price outside the United States in offshore transactions in reliance on Regulation S, subject to the terms and conditions described in this Prospectus and the International Underwriting Agreement
“International Underwriter”	the underwriter of the International Offering named in “Underwriting — International Underwriter”
“International Underwriting Agreement”	the conditional underwriting agreement expected to be entered into on or around the Price Determination Date by our Company, our Controlling Shareholders, our Executive Director, the Sole Global Coordinator and the International Underwriter
“Issuing Mandate”	the general unconditional mandate given to our Board by our Shareholders relating to the issue, allotment and dealings of our Shares, as further described in “Share Capital”
“Japan Legal Adviser”	Soga Law Office, our legal adviser as to Japan law
“Japanese Yen”, “¥” or “Yen”	Japanese Yen, the lawful currency of Japan
“JCA Amendments”	Certain amendments made to the Japan Companies Act in June 2014 which will take effect on 1 May 2015
“JGAAP”	Japanese Generally Accepted Accounting Principles
“Joint Policy Statement”	the Joint Policy Statement Regarding the Listing of Overseas Companies jointly issued by the Stock Exchange and the SFC on 27 September 2013
“Las Vegas Property”	a piece land and the premise of hotel and casino located in downtown Las Vegas, Nevada, the U.S. owned by a company incorporated in the State of Delaware, the U.S. NUSA acquired a 10% interest in the Las Vegas Property in February 2015 as further described in “Relationship with our Controlling Shareholders — Independence from our Controlling Shareholders — 1. No competition and clear delineation of business — Las Vegas Property”. We do not have, and are not expected to have, any interest in the Las Vegas Property
“Latest Practicable Date”	15 March 2015, being the latest practicable date prior to the printing of this Prospectus for the purpose of ascertaining certain information contained in this Prospectus

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“Leases Act”	the Act on Land and Building Leases* (借地借家法) of Japan (Act No. 90 of 1991)
“Listing”	the listing of the Shares on the Main Board of the Stock Exchange
“Listing Committee”	the listing sub-committee of the board of directors of the Stock Exchange
“Listing Date”	the date, expected to be on or around 8 April 2015, on which the Shares become listed on the Stock Exchange and from which dealings in the Shares are permitted to commence on the Stock Exchange
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Merrist”	Niraku Merrist Corporation* (株式会社ニラク・メリスト), a stock company* (株式会社) incorporated in Japan with limited liability on 24 February 2010 (registration number 3800-01-019392). Merrist is an indirectly wholly-owned subsidiary of our Company
“MT Family Trust”	a family trust established pursuant to a trust agreement dated 21 October 2014 for which SMBC Trust Bank Ltd.* (株式会社SMBC信託銀行) acts as the assignee* (受託者) and the assignors and beneficiaries* (委託者兼受益者) are Mr. Tatsunari TANIGUCHI (谷口辰成)# (also known as Mr. CHONG Jinsong), Mr. Takanari TANIGUCHI (谷口喆成)# (also known as Mr. JEONG Cheolseong) and Mr. Toshinari TANIGUCHI (谷口才成)# (also known as Mr. CHUNG Jaeseong), each being a child of Mr. Masataka TANIGUCHI (谷口晶貴), a Controlling Shareholder, and a nephew of our Chairman. As at the date of this Prospectus, the MT Family Trust is the registered Shareholder of approximately 15.0% of our total number of issued Shares. Mr. Masataka TANIGUCHI (谷口晶貴) is entitled to exercise the voting rights in respect of the Shares held by the MT Family Trust. See “History and Corporate Development — Shareholding Structure — Taniguchi Consortium — Family Trust Arrangements”
“National Police Agency”	the National Police Agency* (警察庁) of Japan, an agency administered by the National Public Safety Commission of the Cabinet Office* (内閣府) in the Cabinet of Japan* (内閣), and is the central coordinating agency of the Japanese police system

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“National Public Safety Commission”	the National Public Safety Commission* (国家公安委員会) of Japan, an administrative commission belonging to the Cabinet Office* (内閣府) in the Cabinet of Japan* (内閣) that, among others, oversees the National Police Agency
“National Tax Agency” or “NTA”	National Tax Agency* (国税庁) of Japan, the official tax collecting agency of Japan
“Nexia”	NEXIA Inc.* (株式会社ネクシア), a stock company* (株式会社) incorporated in Japan with limited liability on 19 June 2009 (registration number 0100-01-126618). Nexia is an indirectly wholly-owned subsidiary of our Company
“Niraku Corporation”	Niraku Corporation* (株式会社ニラク) (formerly known as 二楽商事株式会社 from 27 August 1969 to 9 August 1998), a stock company* (株式会社) incorporated in Japan with limited liability on 27 August 1969 (registration number 3800-01-006170). Niraku Corporation is a directly wholly-owned subsidiary of our Company
“NI”	Niraku Investment Inc.* (ニラクインベストメント株式会社), a stock company* (株式会社) incorporated in Japan with limited liability on 17 September 2014 (registration number 3800-01-024662). As at the date of this Prospectus, NI is collectively directly owned as to approximately 93.2% and controlled by members of the Taniguchi Consortium. NI is not a member of our Group
“Nomination Committee”	the nomination committee* (指名委員会) of our Company established on 25 June 2014 pursuant to the Japan Companies Act, the written rules of which were amended and adopted on 16 March 2015 in compliance with the Listing Rules
“Northeast Honshu (本州島東北)”	the north-eastern area of Honshu (本州島), Japan, which is the largest and most populous island of Japan and in which all of our halls are located
“NUSA”	NIRAKU USA Inc., a close corporation incorporated in the state of Nevada, the U.S. with limited liability on 29 July 2014 which is directly wholly-owned by NI. NUSA is not a member of our Group

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“Offer Price”	the final price per Offer Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%) of not more than HK\$1.28 per Offer Share and is expected to be not less than HK\$1.10, which will be determined by agreement between the Sole Global Coordinator (for itself and on behalf of the Underwriters) and our Company on or around the Price Determination Date
“Offer Share(s)”	the Hong Kong Offer Shares and the International Offer Shares including, where relevant, any additional Shares issued pursuant to any exercise of the Over-allotment Option
“Over-allotment Option”	the option expected to be granted by our Company to the Sole Global Coordinator under the International Underwriting Agreement, exercisable by the Sole Global Coordinator (on behalf of the International Underwriter), pursuant to which our Company may be required to allot and issue up to 45,000,000 additional Shares, representing 15% of the Offer Shares initially available under the Global Offering, at the Offer Price to cover any over-allocations in the International Offering
“Over-allotment Shares”	up to 45,000,000 Shares which our Company may be required to issue at the Offer Price pursuant to the Over-allotment Option
“Patent Act”	the Patent Act* (特許法) of Japan (Act No. 121 of 1959)
“PDPO”	the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong)
“Penal Code”	the Penal Code* (刑法) of Japan (Act No. 45 of 1907)
“Personal Information Protection Act”	the Personal Information Protection Act* (個人情報保護に関する法律) of Japan (Act No.57 of 2003)
“PRC”	the People’s Republic of China
“Prefectural Public Safety Commission”	the various Prefectural Public Safety Commissions* (都道府県公安委員会) of Japan, an administrative commission under the jurisdiction of each prefectural governor and that, among others, oversees the prefectural police agencies of Japan

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“Price Determination Agreement”	the agreement to be entered into between our Company and the Sole Global Coordinator (for itself and on behalf of the Underwriters) on or around the Price Determination Date to fix the Offer Price
“Price Determination Date”	the date on which the Offer Price will be determined under the Price Determination Agreement, which is expected to be on or about Friday, 27 March 2015 and in any event no later than Wednesday, 1 April 2015
“Property Valuer”	DTZ Debenham Tie Leung Limited, our independent property valuer
“Regulation S”	Regulation S under the U.S. Securities Act
“Remuneration Committee”	the remuneration committee* (報酬委員会) of our Company established on 25 June 2014 pursuant to the Japan Companies Act, the written rules of which were amended and adopted on 16 March 2015 in compliance with the Listing Rules
“Repurchase Mandate”	the general unconditional mandate given to our Board by our Shareholders relating to the repurchase of Shares, as further described in “Share Capital”
“Reorganisation”	the restructuring of our Group in preparation for the Listing, details of which are set out in “History and Corporate Development — Corporate Structure and Development — Reorganisation”
“Reporting Accountant”	PricewaterhouseCoopers, our auditor and reporting accountant
“Risk Management Committee”	the risk management committee of our Company established on 19 December 2014 as a sub-committee under our Audit Committee
“SFC”	the Securities and Futures Commission of Hong Kong
“SFO”	the Securities and Futures Ordinance of Hong Kong (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	common share(s)* (普通株式) in the share capital of our Company
“Shareholder(s)”	holder(s) of Share(s) and, for the purpose of this Prospectus, includes our CCASS Beneficial Owners

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“Share Acquisition Right(s)” or “SAR(s)”	share acquisition right(s)* (新株予約権), which entitle the holder(s) to acquire share(s) in a company by exercising such rights against such company under the Japan Companies Act
“Share Register”	the share register* (株主名簿) of our Company which, upon Listing, will be maintained by our Hong Kong Share Registrar in Hong Kong
“Sole Bookrunner”, “Sole Global Coordinator”, “Sole Lead Manager” or “Sole Sponsor”	Shenyin Wanguo Capital (H.K.) Limited
“Stabilising Manager”	Shenyin Wanguo Capital (H.K.) Limited
“Stamp Duty Ordinance”	the Stamp Duty Ordinance (Chapter 117 of the Laws of Hong Kong)
“Standards for the Interpretation and Operation of the Amusement Business Law”	guidelines titled “The Standard for Interpreting and Practicing the Act on Control and Improvement of Amusement Business etc. of Japan etc.* (風俗営業等の規制及び業務の適正化等に関する法律等の解釈運用基準について) dated 17 October 2014 and published by the Chief of the Community Safety Bureau of the National Police Agency
“Stock Borrowing Agreement”	the stock borrowing agreement expected to be entered into between the Stabilising Manager and Mr. Taniguchi on or around the Price Determination Date, pursuant to which the Stabilising Manager may borrow up to 45,000,000 Shares to cover any over-allocations in the International Offering
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“South Korea”	The Republic of Korea
“subsidiary(ies)”	has the meaning ascribed to it under the Listing Rules
“substantial Shareholder(s)”	has the meaning ascribed to it under the Listing Rules
“Supreme Court (最高裁判所)”	the Supreme Court of Japan* (最高裁判所), being the highest court in Japan

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“Taniguchi Consortium”	our Chairman and a group of (1) natural persons, namely Mr. Tatsuo TANIGUCHI (谷口龍雄), Mr. Masataka TANIGUCHI (谷口晶貴), Mr. Yoshihiro TEI (鄭義弘) [#] (also known as Mr. JEONG Jungwung), Mr. Mitsuhiro TEI (鄭允碩), Mr. Motohiro TEI (鄭元碩), Ms. Eijun TEI (鄭盈順), Ms. Rika TEI (鄭理香) and Ms. Noriko KANESHIRO (金城徳子), each being a family member of our Chairman; and (2) corporate entities, namely Jukki Limited* (有限会社十起), Densho Limited* (有限会社伝承), Echo Limited* (有限会社エコー), Daiki Limited* (有限会社大喜), Hokuyo Kanko Limited* (有限会社北陽観光) and KAWASHIMA Co., Ltd.* (株式会社 KAWASHIMA), each being an entity controlled by the family members of our Chairman. Each member of the Taniguchi Consortium is an associate (as defined under the Listing Rules) of, and a person acting in concert (as defined under the Takeovers Code) with, our Chairman and is a Controlling Shareholder. See “History and Corporate Development – Shareholding Structure – Taniguchi Consortium” for details of, and the relationship among, the members of the Taniguchi Consortium
“Takeovers Code”	the Codes on Takeovers and Mergers and Share Buy-backs
“Tax Adviser”	Zeirishi-Hojin PricewaterhouseCoopers* (税理士法人プライスウォーターハウスクーパース), our Japan tax adviser
“The Bank of Japan”	The Bank of Japan* (日本銀行), the central bank of Japan
“Tokyo (東京都)”	Tokyo Metropolis (東京都), a prefecture and the capital of Japan
“Track Record Period”	the three years ended 31 March 2014 and the six months ended 30 September 2014

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“TT Family Trust”	a family trust established pursuant to a trust agreement dated 23 October 2014 for which SMBC Trust Bank Ltd.* (株式会社SMBC信託銀行) acts as the assignee* (受託者) and the assignors and beneficiaries* (委託者兼受益者) are Ms. Yoshika TEI (鄭淑佳)# (also known as Ms. JEONG Sukka), Mr. Kousei TEI (鄭光誠)# (also known as Mr. CHONG Gangsong) and Mr. Kiyokazu TANIGUCHI (谷口清和), each being a child of Mr. Tatsuo TANIGUCHI (谷口龍雄), a Controlling Shareholder, and a nephew or niece of the Chairman. As at the date of this Prospectus, the TT Family Trust is the registered Shareholder of approximately 4.6% of our total number of issued Shares. Mr. Tatsuo TANIGUCHI (谷口龍雄) is entitled to exercise the voting rights in respect of the Shares held by the TT Family Trust. See “History and Corporate Development — Shareholding Structure — Taniguchi Consortium — Family Trusts Arrangements” for details
“Underwriters”	the Hong Kong Underwriter and the International Underwriter
“Underwriting Agreements”	the Hong Kong Underwriting Agreement and the International Underwriting Agreement
“United States” or “U.S.”	the United States of America, including its territories and possessions and all areas subject to its jurisdiction
“US\$”	United States dollars, the lawful currency of the United States
“U.S. Securities Act”	the United States Securities Act of 1933, and the rules and regulations promulgated thereunder
“ WHITE Application Form(s)”	the application form(s) for use by the public who require(s) such Hong Kong Offer Shares to be issued in the applicant’s/ applicants’ own name
“ White Form eIPO ”	the application for Hong Kong Offer Shares to be issued in the applicant’s own name by submitting applications online through the designated website of the White Form eIPO Service Provider at www.eipo.com.hk
“ White Form eIPO Service Provider”	Computershare Hong Kong Investor Services Limited
“ YELLOW Application Form(s)”	the application form(s) for use by the public who require(s) such Hong Kong Offer Shares to be deposited directly into CCASS

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“YT Family Trust”	a family trust established pursuant to a trust agreement dated 22 October 2014 for which SMBC Trust Bank Ltd.* (株式会社SMBC信託銀行) acts as the assignee* (受託者) and the assignors and beneficiaries* (委託者兼受益者) are Mr. Akinori TEI (鄭敬憲)# (also known as JEONG Kyeongheon) and Mr. Masahide TEI (鄭將英)# (also known as JEONG Jangyeong), each being a child of Mr. Yoshihiro TEI (鄭義弘)# (also known as JEONG Jungwung), a Controlling Shareholder, and a nephew of our Chairman. As at the date of this Prospectus, the YT Family Trust is the registered Shareholder of approximately 6.0% of our total number of issued Shares. Mr. Yoshihiro TEI (鄭義弘)# (also known as JEONG Jungwung) is entitled to exercise the voting rights in respect of the Shares held by the YT Family Trust. See “History and Corporate Development — Shareholding Structure — Taniguchi Consortium — Family Trust Arrangements” for details
“2014 Tax Reform”	The Act on Partial Revision of the Income Tax Act, etc.* (所得税法等の一部を改正する法律) of Japan (Act No.10 of 2014)
“%”	per cent

* *The English titles marked with “*” are unofficial English translations of the Japanese titles of natural persons, legal persons, governmental authorities, institutions, laws, rules, regulations and other entities for which no official English translation exists. These titles are for identification purpose only.*

The Japanese names marked with “#” are Japanese aliases (通称名) adopted by non-Japanese residents in Japan as a second legal name which, upon registration under the Order for Enforcement of the Residential Basic Book Act* (住民基本台帳法施行規則) (Ministry of Home Affairs Regulation No. 35 of 1999) of Japan, may be used with legal force and recorded in their resident certificate* (住民票) and residential basics book card* (住民基本台帳カード). Unless otherwise marked with “#”, names of natural persons shown in this Prospectus are legal names recorded in their passports or travel documents.*

In this Prospectus, unless expressly stated or the context requires otherwise:

- all data in this Prospectus is as at the date of this Prospectus;
- any reference to shareholdings in our Company upon or after the completion of the Global Offering assumes that the Over-allotment Option has not been exercised; and
- certain amounts and percentage figures have been subject to rounding adjustments, thus, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them.