



April 25, 2016

Company name: Ashikaga Holdings Co., Ltd.
Representative: Masanao Matsushita, President
and Chief Executive Officer
(Code number: 7167 First
Section, Tokyo Stock Exchange)

**Notice Regarding Partial Amendment in the Articles of Incorporation
(The Change of the Trade Name and the Address of the Company,
and the Transition to the Company with Audit and Supervisory Committee)**

Ashikaga Holdings Co., Ltd. (“the Company”) resolved at the meeting of the board of directors held today to change of the trade name and the address of the Company, and to transit to the company with audit and supervisory committee as follows, subject to obtaining approvals of the share exchange agreement with The Joyo Bank, Ltd. (“Joyo”), and of the necessary amendments in the Articles of Incorporation at the annual general meeting of shareholders scheduled to be held on June 28, 2016.

Description

1. Change of the Trade Name and the Address of the Company

(1) Reason for the change

As of today the publication of “Notice Regarding Definitive Agreement Concerning the Business Integration of The Joyo Bank, Ltd. and Ashikaga Holdings, Co., Ltd. through a Share Exchange”, subject to the approval of the general shareholders meeting and the relevant authorities, the Company and Joyo will be integrated through the share exchange, and a new financial group will be established on the effective date of such a share exchange. Along with this, it is proposed to change the Company's trade name and the address.

(2) New trade name and new address

New Trade Name: Mebuki Financial Group, Inc.

New Address: 7-2, Yaesu 2-chome, Chuo-ku, Tokyo

(3) The effective date

October 1, 2016 (subject to the effectiveness of the share exchange agreement with Joyo.)

2. Transition to the Company with Audit and Supervisory Committee

(1) Reason for the transition

A new financial group will be established through the business integration of the Company and Joyo. Through the business integration, the Company will continue to achieve a well-balanced of enhancement of the whole group’s corporate governance and flexible management structure, and will continue to further enhance the corporate value as a new financial group, by ensuring the transparency of management, strengthening the supervisory function, and improving the speed of decision-making and the executive function. To realize the

above, the Company will transit to the Company with Audit and Supervisory Committee.

(2) The effective date

October 1, 2016 (subject to the effectiveness of the share exchange agreement with Joyo.)

(3) The Supplemental Information

The Ashikaga Bank, Ltd., a subsidiary of the Company, is expected to transit to the Company with Audit and Supervisory Committee as well as the Company, subject to approval of the necessary amendments in the Articles of Incorporation at the annual general meeting of shareholders scheduled to be held on June 28, 2016 (the effective date: June 28, 2016).

3. Partial Amendment in the Articles of Incorporation

(1) Reasons for amendments

- Along with the business integration through a share exchange with Joyo, it is proposed to carry out the required changes, such as change of the trade name and the address of the Company, an increase in the total number of shares authorized to be issued, and deletion of provisions to limit the place of the general meeting of shareholders etc.
- In order to transit to the Company with Audit and Supervisory Committee, it is proposed to carry out the required changes, such as the revision of the provisions relating to directors, new provisions relating to the Audit and Supervisory Committee, and deletion of the provisions relating to the Nominating and Compensation Committees and executive officers, etc.
- And other, it is proposed to carry out the required changes, such as maintenance of words, lexical modifications and change of the article numbers, etc.

(2) Details of the amendments

Details of amendments will be disclosed in “Notice of Convocation of the 8th Annual General Meeting of Shareholders” on the Company’s website in June 2016.

(3) Schedule of the amendments

Jun 28, 2016 (planned) General shareholders meeting

October 1, 2016 (planed) Effective date of the amendment in the Articles of Incorporation

End

<Contacts for inquiries regarding this notice>

Ashikaga HD

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