

*August 21, 2012*

**Notice Concerning Issuance of Stock Acquisition Rights (Paid-in Stock Options)**

Shinoken Group Co., Ltd. (the "Company") announced that it resolved at its board of directors meeting held on August 21, 2012 to issue stock acquisition rights as stock options to the members of the board of directors and auditors of the Company, along with the directors of subsidiaries of the Company. These stock options will be issued based on the stipulations of Articles 236, 238 and 240 of the Corporate Act. Since the aforementioned paid-in stock acquisition rights are not being issued at favorable terms to the recipients, their issuance does not require approval of shareholders.

**I . Purpose and reasons for issuing stock acquisition rights**

The purpose of issuing these paid-in stock acquisition rights is to provide the Company's directors and auditors, along with the directors of subsidiaries of the Company, with further incentive and motivation to contribute to the improvement of the Group's solidarity, its business results and corporate value over the medium to long term. The paid-in stock acquisition rights can be exercised only if the Group's audited consolidated ordinary income exceeds 1.3 billion yen for two consecutive fiscal years (fiscal years ending December 2013 and December 2014).

**II . Summary of issuance of stock acquisition rights**

**1. Number of stock acquisition rights**

4,000 rights

**2. Amount to be paid for stock acquisition rights**

549 yen per stock acquisition rights

**3. Description of stock acquisition rights**

**(1) Type and number of shares to be issued under stock acquisition rights**

Type and number of shares to be issued under stock acquisition rights ("number of shares granted") shall be one share of the Company's common stock.

**(2) Amount of assets to be invested upon exercise of stock acquisition rights**

The amount of assets to be invested upon exercise of stock acquisition rights shall be the amount paid per share ("exercise price") multiplied by the number of shares granted.

The exercise price shall be 32,400 yen.

**(3) Exercise period of stock acquisition rights**

The stock acquisition rights can be exercised ("exercise period") from April 1, 2015 through September 4, 2022.

**4. Date of allocation of stock acquisition rights**

September 5, 2012