

Notice on the Share Acquisition in Tesco Japan Co., Ltd.

Aeon Co., Ltd. (hereinafter, “Aeon”) is pleased to announce that it has agreed today with Tesco PLC (hereinafter, “Tesco”) to acquire 50% of the outstanding shares in Tesco Japan Co., Ltd. (hereinafter, “Tesco Japan”) from Tesco.

1. Purpose of the Share Acquisition

Under its Group’s three-year Medium-term Management Plan starting from fiscal 2011 through fiscal 2013, Aeon views the “Shift to urban markets” as one of the key strategic areas to seek growth opportunities. On the back of such strategy, the Group has accelerated its business expansion in Greater Tokyo.

Tesco Japan, with a long history of a wholesaler of processed food, started retail business in 1994. At present, it operates 25 “Tesco” stores, six “Tesco Express” stores, 72 “Tsurukame” stores, 12 “Foodlet Tsurukame” stores and other two stores, totaling 117 stores in the small-scale urban supermarket format mainly in Greater Tokyo.

Aeon and Tesco will take this opportunity of share acquisition to improve competitiveness of Tesco Japan’s business by making the most of management resources and know-how held by both companies.

2. Outline of the Share Acquisition

- (1) Date of share acquisition: Shares will be acquired as quickly as possible upon receipt of approval by the relevant authorities and upon completion of necessary procedures.
- (2) Method for the share acquisition: 50% of shares outstanding in Tesco Japan will be acquired from Tesco for a nominal value.
- (3) Outline of Tesco Japan (As of February 29, 2012)

Trade name:	Tesco Japan Co., Ltd.
Address of the Head Office:	30-3, Kameido 5-chome, Koto-ku, Tokyo
Establishment:	June 3, 1947
Capital stock:	353 million yen
Operating revenue:	55,086 million yen
Representative Director:	Philip James Clarke
Number of employees:	542 full-timers and 1,339 part-timers (Number of employees calculated based on the 8-hour work a day)
Principal business:	Small-scale urban supermarket