



February 27, 2019

FISCO Ltd.
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Notice of Absorption of Consolidated Subsidiaries (Simplified, Short Form Amalgamation)

FISCO, Co. Ltd. hereby announces that its Board of Directors passed a resolution today to absorb by amalgamation two consolidated subsidiaries, Fisco Diamond Agency Inc. and FISCO IR., LTD., on July 1, 2019 for the objective of maintaining the Company's standalone capital adequacy and improving management efficiency, which are prerequisites for rapid returns to shareholders.

As the merger will be a simplified merger involving consolidated subsidiaries, some items of disclosure and content have been omitted.

Overview of the Merger

(1) Merger Schedule

February 27, 2019 Board of Directors merger meeting

Merger agreement

Scheduled merger date July 1, 2019 (effective date)

As the merger is a simple merger as defined under Article 796, Paragraph 2 of the Companies Act, and Fisco Diamond Agency Inc. and FISCO IR., LTD. fall under a short form amalgamation under Article 784, Paragraph 1 of the Companies Act, a General Meeting of Shareholders will not be convened to approve the mergers.

(2) Merger Method

FISCO Co., Ltd. will be the surviving company and Fisco Diamond Agency Inc. and FISCO IR., LTD. will be dissolved under the amalgamation by absorption method

Situation After Merger

There will be no changes in FISCO Co., Ltd.'s name, address, representative directors, business type and fiscal year will remain unchanged. Forecast increases in equity capital, net assets and total assets are not current confirmed, but will be disclosed in a timely manner as soon as they have been confirmed.