

To all parties concerned:

FIELDS CORPORATINON  
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### **Execution of Basic Sale and Purchase Agreement and Transfer (Assignment) of Equity Method Affiliate**

FIELDS CORPORATION hereby announces that it reached a decision at the board of directors meeting held on June 20, 2017 to execute a Basic Sale and Purchase Agreement with Sammy Corporation (hereinafter, “Sammy”).

The company also announces that a decision was reached to transfer the shares of RODEO Co., Ltd. (hereinafter, “RODEO”), a consolidated subsidiary of Sammy and equity method affiliate of Fields, to RODEO. With this transfer of shares, RODEO will no longer be an equity method affiliate of Fields.

#### **1. Reason behind the Execution of a Basic Sale and Purchase Agreement and Transfer of the shares**

In May 2017, Fields announced its 3-year Medium-Term Management Plan (hereinafter, “this medium-term plan”), commencing this fiscal year. In this medium-term plan, the company set out to work as a group to earnestly advance its efforts, with the following three points of focus; (1) In parallel with executing medium- to long-term business strategies, concentrate on the short-term recovery of business results, (2) Restructure business value chain based on core planning/production capabilities, (3) Evolve the [IP × business platform] business model.

Essentially, with the uncertain market conditions in the pachinko/pachislot business, the company will aim for the achievement of this medium-term plan by advancing various measures, requiring selection and focus, such as the reinforcement of the company’s established strengths in its distribution base.

Since its establishment, the company has grown in the pachinko/pachislot machine industry with business centered on planning, IP, and production capabilities. Over this period, Sammy has been an important business partner with whom we have built a variety of collaborative initiatives.

Given this background, we have held numerous discussions with Sammy regarding the future of our collaborative relationship. Thus, we have now reached agreement on the following points; (1) We will execute a new Basic Sale and Purchase Agreement, whereby we will undertake sales of a portion of pachinko/pachislot machines developed and manufactured by Sammy Group, as agreed to by the two parties, in the role of exclusive distributor, (2) RODEO will acquire 35% of RODEO shares currently held by Fields.

Consequently, as described above, we reached agreement to execute a Basic Sale and Purchase Agreement and also to transfer the shares of RODEO.

## 2. Contractual coverage

### [1] Overview of the company to contract a Basic Sale and Purchase Agreement

(1) Company name	Sammy Corporation	
(2) Location of head office	Sun Shine 60, 3-1-1 Higashiikebukuro, Toshima-ku, Tokyo	
(3) Representative	President and CEO Haruki Satomi	
(4) Main business activities	Development, manufacture, and marketing of pachinko, pachislot, arranged-ball, and jankyu machines	
(5) Paid-in capital	18,221 million yen	
(6) Establishment	November 1, 1975	
(7) Major shareholders/ shareholding ratio	SEGA SAMMY HOLDINGS INC./ 100%	
(8) Relationship with FIELDS CORPORATION	Capital relationships	Not applicable
	Personal relationships	Not applicable
	Transactional relationships	Not applicable
	Relevant conditions regarding related parties	Not applicable

### [2] Schedule

June 20, 2017	Approval of the board of directors
June 20, 2017	Contract day of a Basic Sale and Purchase Agreement (tentative)

## 3. Details of the share transfer

### [1] Overview of equity-method affiliate to sell shares

(1) Company name	RODEO Co., Ltd.	
(2) Location of head office	Sun Shine 60, 3-1-1 Higashiikebukuro, Toshima-ku, Tokyo	
(3) Representative	President Yasushi Shuto	
(4) Main business activities	Development, manufacture, and marketing of pachislot machines	
(5) Paid-in capital	100 million yen	
(6) Establishment	November 10, 1994	
(7) Major shareholders/ shareholding ratio	Sammy Corporation/ 65% FIELDS CORPORATION/ 35%	
(8) Relationship with FIELDS CORPORATION	Capital relationships	FIELDS CORPORATION owns 35% interest in RODEO Co., Ltd.
	Personal relationships	Not applicable
	Transactional relationships	FIELDS CORPORATION purchases pachislot machines from RODEO Co., Ltd.
	Relevant conditions regarding related parties	Equity-method affiliate of Fields

\* The recipient company of the share transfer is RODEO, the equity method affiliate outlined above, whose shares we will transfer.

### [2] Number of shares to be transferred, transfer status of shares held before and after transfer

(1) Number of shares held before transfer	700 shares (Shareholding ratio: 35%)
(2) Number of shares to be transferred	700 shares (Shareholding ratio: 35%)
(3) Number of shares held after transfer	0 shares (Shareholding ratio: 0%)

### [3] Schedule

June 20, 2017	Approval of the board of directors
June 30, 2017	Date of share transfer (tentative)

## 4. Impact on business results and outlook for the future

The impact of this transfer of the shares on the business results will be insignificant. And the impact of contracting a Basic Sale and Purchase Agreement on the outlook for the year ending March 31, 2018 will be insignificant though we are currently under discussion concerning sales titles.

**For inquiries or further information please contact:**

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