

Gulliver Announces Acquisition of Buick Holdings Pty Ltd ("Buick"), an Australian multi-brand new car dealer

TOKYO, July 13, 2015—Gulliver International Co., Ltd. ("Gulliver"; TSE stock code 7599) has announced that its Board of Directors approved a resolution at a meeting held today, for its wholly owned subsidiary, Gulliver Australia Holdings Pty Ltd to acquire 67.0% of the shares of Buick, a multi-brand new car dealer based in Australia.

1. Reason for Share Acquisition

Buick is a leading and highly regarded multi-brand car dealer in Western Australia, currently representing 25 new car dealerships around 10 locations, and is well known with its corporate brand name DVG Automotive Group. Since its inception as a used car operator, Buick has shown consistent growth with its stable management, and has established long-standing relationships with many customers.

Gulliver, based on its Medium-Term Business Plan, is pursuing a growth strategy that includes the accelerated opening of directly owned domestic retail stores, as well as "New initiatives", which include a renewed focus on the domestic new car dealer business, as well as overseas business.

Since becoming an official BMW and MINI dealership in January 2013, Gulliver has steadily expanded the brand line up and auto sales of domestic new car dealer business through its M&A strategy. In regards to the overseas business, Gulliver has steadily expanded its overseas footprint, opening the first Gulliver dealership in Bangkok Thailand (also first in ASEAN) in March 2014, a directly owned dealership in Oakland, New Zealand in November of the same year, and a direct branch in Sydney, Australia in May 2015.

The Australian economy and new car market has experienced steady growth over the years, and growth in the Australian used car market is also promising, as car manufacturers are expected to slow down their production in the country. Gulliver believes that the decision to welcome Buick into its group will lead to significant growth of overseas business.

2. Profile of Share Acquiring Company

(1)	Name	Gulliver Australia Holdings Pty Ltd
(2)	Address	12 Malcolm Street Narrabeen NSW, Australia
(3)	Representatives	Yusuke Hatori (Director)
(4)	Business activities	Control and management of an operating company by holding the shares or the voting rights of the respective company
(5)	Paid-in capital	10 thousand Australian dollars
(6)	Established	June 2015
(7)	Major shareholders and shareholding	Gulliver International Co., Ltd. 100%

3. Profile of Share Acquisition Target Company

(1)	Name	Buick Holdings Pty Ltd		
(2)	Address	MP24 Market City Commercial Centre 280 Bannister Road Canning Vale Western Australia, Australia		
(3)	Representatives	Luigi DiVirgilio (Managing Director)		
(4)	Business activities	Sales of new and used car as well as business related to new and used cars in Western Australia		
(5)	Paid-in capital	140 Australian dollars		
(6)	Established	September 2000		
(7)	Major shareholders and shareholding	DVG 2015 Pty Ltd 100%		
(8)	Relationship between Gulliver and Buick Holdings Pty Ltd	Capital relationships	There are no relevant capital relationships	
		Personal relationships	There are no relevant personal relationships	
		Business relationships	There are no relevant business relationships	
(9)	Financial performance and position of Buick Holdings Pty Ltd. for the past three years*1 (In millions of Australian dollars, except for per share data)			
	Year ended	June 2012	June 2013	June 2014
	Net assets	27.7	36.9	40.7
	Total assets	142.6	159.0	175.1
	Net assets per share (in Australian dollars)	164,911.89	219,902.77	242,573.17
	Net sales	580.6	658.3	664.7
	Operating income	14.0	16.8	9.2
	Net income before tax	9.4	13.1	5.9
	Net income	6.7	9.7	3.8
	Net income per share (in Australian dollars)	39,814.07	57,647.12	22,672.43
	Dividend per share	-	-	-

4. Profile of Share Selling Company

(1)	Name	DVG 2015 Pty Ltd		
(2)	Address	MP24 Market City Commercial Centre 280 Bannister Road Canning Vale Western Australia, Australia		
(3)	Representatives	Luigi DiVirgilio (CEO)		
(4)	Business Activities	Trustee for the DiVirgilio brothers who are the management of Buick		
(5)	Paid-in capital	56 Australian dollars		
(6)	Established	May 29, 2015		
(7)	Net assets	56 Australian dollars		
(8)	Total assets	56 Australian dollars		
(9)	Major shareholders and shareholding	David DiVirgilio 14.3% Luigi DiVirgilio 14.3% Giovanni DiVirgilio 14.3% Roberto DiVirgilio 14.3% Domenico DiVirgilio 14.3% Stephen DiVirgilio 14.3% Michael DiVirgilio 14.3%		
(10)	Relationship between Gulliver and DVG 2015 Pty Ltd	Capital relationships	There are no capital relationships between Gulliver and DVG 2015 Pty Ltd. Furthermore, there are no notable capital relationships between Gulliver and DVG 2015 Pty Ltd.'s respective related parties and group companies.	
		Personal relationships	There are no personal relationships between Gulliver and DVG 2015 Pty	

		Ltd. Furthermore, there are no notable personal relationships between Gulliver and DVG 2015 Pty Ltd.'s respective related parties and group companies.
	Business relationships	There are no business relationships between Gulliver and DVG 2015 Pty Ltd. Furthermore, there are no notable business relationships between Gulliver and DVG 2015 Pty Ltd.'s respective related parties and group companies.
	Status regarding related parties	Not applicable.

5. Number of Shares to be Acquired, Price of Acquisition, and Shareholding after Acquisition

(1)	Number of shares held before acquisition	0 shares (Number of voting rights : 0) (Percentage of voting rights : 0%)
(2)	Number of shares to be acquired	11,256 shares (Number of voting rights : 11,256)
(3)	Acquisition cost	Common shares of Buick Holdings Pty Ltd. 120.6 million Australian dollars or 11,372 million Japanese yen*2 Estimate of advisory fee and others 400 million Japanese yen Total (Estimate) 11,772 million Japanese yen (Gulliver plans to utilize current cash on hand and bank borrowings to finance the acquisition)
(4)	Number of share held after acquisition	11,256 shares (Number of voting rights : 11,256) (Percentage of voting rights : 67.0%)

6. Schedule

(1)	Board of Directors resolution date	July 13, 2015
(2)	Definitive Agreement contract date	July 13, 2015
(3)	Share transfer contract date	October 14, 2015 (planned)

7. Outlook

The impact of this share acquisition on Gulliver's consolidated business results ending February 29th, 2016 will be under examination after the closing of this transaction, and will be publicly announced in due course.

(*1) Certain items in the financial performance figures presented have been modified from Australian GAAP to JGAAP

(*2) Exchange rate is 1 Australian dollar = 94.3 Japanese yen (As of June 30, 2015)

(Reference)Consolidated full-year results forecast for current fiscal year (disclosed July 13, 2015), and Consolidated full-year results for previous fiscal year (unit: Millions of yen)

	Net sales	Operating income	Ordinary income	Net income
Year ended February 29, 2016(Forecast)	180,000	8,200	8,200	4,900
Year ended February 28, 2015	155,681	5,325	5,345	3,286