

October 22, 2018

Listed company:	LIFULL Co., Ltd.
Representative:	Takashi Inoue President & CEO (Code: 2120, First Section of the Tokyo Stock Exchange)
Contact:	Kazuhiko Abe, Managing Officer Head of Group Company Business Development Department (Phone: 03-6774-1603)

**Announcement Concerning Amendment to Deed for
Implementation of Friendly Acquisition of 100% Ownership of Mitula Group Limited**

The Company hereby announces that with regard to the transaction to acquire all outstanding shares (the “Mitula Shares”) in Mitula Group Limited (“Mitula”), a company organized under the *Corporations Act* of Australia (the “Australian Corporations Act”) and listed on the Australian Securities Exchange, and to make Mitula a wholly-owned subsidiary of the Company (the “Acquisition”) by means of a scheme of arrangement under the Australian Corporations Act, as disclosed in the “Announcement of the Agreement for Commencement of Friendly Acquisition of 100% Ownership of Mitula Group Limited and the Decision to Hold a Special Meeting of Shareholders” dated May 9, 2018 (the “May 9 Publication”), today, the Company entered into a deed to amend the scheme implementation deed (the “SID”), which was entered into on May 9, 2018 in order to implement the Acquisition.

As disclosed in the May 9 Publication, the consideration for the Acquisition will be the common shares in the Company (the “Stock Consideration”) and cash (the “Cash Consideration”). In accordance with the discussions with the Australian Securities and Investments Commission (ASIC) during its review of the draft scheme booklet, the original SID has been amended as follows.

While under the original SID, the Mitula shareholder listed in the final shareholder register (the “Final Mitula Shareholder”) on the record date when the Mitula shareholders entitled to receive the consideration for the scheme of arrangement will be determined (the “Final Mitula Shareholder Record Date”) would (unless it elects to receive the Stock Consideration) receive the Cash Consideration for first 20,000 Mitula Shares held on the Final Mitula Shareholder Record Date and the Stock Consideration for the balance, a cut-off date as at 7.00 pm on October 24, 2018 (Melbourne, Victoria time) (the “Cut-off Date for Cash Consideration”) has been newly set in order to limit the payment of Cash Consideration to those Mitula shareholders on the register (which also extends to Mitula Shares held through nominees) at the Cut-off Date for Cash Consideration. As a result, the Final Mitula Shareholder will receive the Stock Consideration for any Mitula Shares acquired after the Cut-off Date for Cash Consideration. Also, in the amending deed for the SID, it is agreed that the deadline of satisfying the conditions precedent (including second hearing and scheme approval by an Australian court) in the SID is December 14, 2018.

The Material Terms of Issue including the maximum number of shares for subscription set out in the May 9 Publication has not been changed due to the execution of this amending deed for the SID.

The key dates for the Acquisition are set out below:

Scheme Booklet registered with ASIC	October 26, 2018
Meeting of Mitula shareholders	December 11, 2018 (expected)
Approval date (second hearing and scheme approval by an Australian court)	December 13, 2018 (expected)
Final trading day for Mitula Shares	
Scheme Record Date for Scheme of Arrangement	December 18, 2018 (expected)
Implementation Date	January 8, 2019 (expected)
Settlement Completion Date	January 18, 2019 (expected)

(Note) All dates following the date of the meeting of Mitula shareholders are indicative only and may change pursuant to the coordination of schedules with an Australian court. After fixing the Implementation Date mentioned above, the Company's Board of Directors will decide the same date as the date when the in-kind contribution will be provided.