

June 6, 2018

Head office: 2-21-1 Kita-Shinjuku, Shinjuku-ku, Tokyo, Japan
Company name: RIZAP GROUP, Inc.
Representative: Takeshi Seto, President
(2928, Sapporo Securities Exchange's Ambitious market)
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Announcement of the Pricing for the Issuance of New Shares and Secondary Offering of Shares of RIZAP GROUP, Inc.

RIZAP GROUP, Inc. (the "Company") hereby announces its decision on the issue price, selling price and other conditions as given below at the Board of Directors' meeting held June 6, 2018, relating to the issuance of its new shares and the secondary offering of the shares which was resolved at the Board of Directors' meeting held on May 28, 2018:

1. Issuance of New Shares through Public Offering

- | | | |
|-----|---|--------------------------|
| (1) | Issue Price (offering price) | JPY 1,637 per share |
| (2) | Total amount of Issue Price
(offering price) | JPY 33,181,990,000 |
| (3) | Amount to be Paid (issue value) | JPY 1,532.00 per share |
| (4) | Total amount to be Paid
(issue value) | JPY 31,053,640,000 |
| (5) | Payment Date | Wednesday, June 13, 2018 |
| (6) | Delivery Date | Thursday, June 14, 2018 |

Note: The underwriters shall underwrite and purchase the shares at the amount to be paid in (issue value) and offer them at the issue price (offering price).

2. Secondary Offering of Shares through Over-Allotment

- | | | |
|-----|-------------------------------|---|
| (1) | Number of shares to be sold | 3,030,000 shares of common stock of the Company |
| (2) | Selling Price | JPY 1,637 per share |
| (3) | Total amount of Selling Price | JPY 4,960,110,000 |
| (4) | Delivery Date | Thursday, June 14, 2018 |

Note: This press release is solely for the purpose of announcing the issuance of new shares and the secondary offering of RIZAP GROUP, Inc. and not for the purpose of soliciting investment or engaging in any other similar activities within or outside Japan. This press release does not constitute or form a part of any offer to sell, offer to purchase, solicitation to sell or solicitation to purchase or subscribe for securities in any jurisdiction in which such offer or solicitation or sale would be unlawful. Securities may not be offered or sold within the United States absent registration or an exemption from registration under the U.S. Securities Act of 1933, as amended (the "Securities Act"), and the rules and regulations thereunder. Any public offering of securities to be made in the United States will be made by means of a prospectus. Such prospectus will contain detailed information about the company making the offer and its management and financial statements. There will be no public offering of the Company's shares in the United States.

<Reference>

1. Computation of Issue Price and Selling Price

(1) Determination date and price (Wednesday, June 6, 2018)	JPY 1,750
(2) Discount rate	6.46%

2. Number of shares to be offered through the issuance of new shares (Public Offering)

20,270,000 shares of common stock of the Company

Of the above shares offered, 4,349,800 shares will be sold to foreign investors in foreign markets primarily in Europe and Asia (except the United States and Canada)

3. Syndicate covering transaction period

Saturday, June 9, 2018 - Friday, July 6, 2018

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