



September 12, 2012

Registered Company Name: AEON Credit Service Co., Ltd.

President and CEO: Kazuhide Kamitani

Stock Listing: Tokyo Stock Exchange, First Section

(Code No.: 8570)

Contact: Hideki Wakabayashi

Director, Senior Managing Executive Officer

**Notice of Holding an Extraordinary General Shareholders Meeting, Setting the Record Date for Convening
an Extraordinary General Shareholders Meeting,
Changing the Fiscal Year End and Amending the Articles of Incorporation**

At a Board of Directors meeting of AEON Credit Service Co., Ltd. (hereafter, “the Company”) held September 12, 2012 (hereafter, “Board of Directors Meeting”), a resolution was passed to implement a share exchange (hereafter, “Share Exchange”) with the Company as the wholly owning parent company and AEON Bank Ltd. (hereafter, “AEON Bank”) as a wholly owned subsidiary company, and on the same date the Company concluded a share exchange agreement (hereafter, “Share Exchange Agreement”) with AEON Bank. Along with this, the Board of Directors Meeting also resolved to change the Company’s fiscal year end.

Accordingly, the Board of Directors Meeting also resolved to convene an extraordinary general shareholders meeting (hereafter, “Extraordinary General Shareholders Meeting”) to approve the Share Exchange Agreement, amendments to the Articles of Incorporation and the other items listed below, and passed a resolution setting a record date for convening the Extraordinary General Shareholders Meeting, as specified below.

For the details of the Share Exchange, please refer to “AEON Credit Service and AEON Bank Conclude Share Exchange Agreement and Management Integration Agreement for Transition to a Holding Company System” released on September 12, 2012.

1. Regarding the Date, Time, Location and Purposes of the Extraordinary General Shareholders Meeting

(1) Date, time and location of the Extraordinary General Shareholders Meeting

Date and Time: Wednesday, November 21, 2012; 10:00 a.m.

Location: Belle Salle Kanda, Sumitomo Fudosan Kanda Building, 7 Kanda Mitoshiro-cho, Chiyoda Ward, Tokyo

(2) Purposes of the Extraordinary General Shareholders Meeting

Agenda Item 1: Approval of Share Exchange Agreement

Agenda Item 2: Amendments to the Articles of Incorporation

2. Regarding setting the record date for convening the Extraordinary General Shareholders Meeting

The announcement of the record date will be as follows to confirm the parties that can exercise voting rights at the Extraordinary General Shareholders Meeting, set the record date as September 30, 2012, and have the shareholders or registered share pledgees entered or recorded in the final shareholders register on that date as the parties that can exercise said voting rights.

- (1) Record date: September 30, 2012
- (2) Scheduled Public Notice Date: September 13, 2012
- (3) Method: Announcement via electronic notice on the “electronic notice (*denshi kokoku*)” column of the shareholders and investors information site on the Company’s website, at <http://www.aeoncredit.co.jp/aeon/ir/announce/index.html>

3. Regarding Changes to the fiscal year end and amendments to the Articles of Incorporation

(1) Contents of Changes to the fiscal year end

At present	The last day of February each year
After the change	The last day of March each year

Note: The fiscal year which will be the first period after the change of the fiscal year end is scheduled to run for 13 months and 9 days from February 21, 2012 through March 31, 2013.

(2) Future Outlook

Announcements will be made promptly if it becomes necessary to revise the earnings forecast in the future.

(3) Reasons for amendments to the Articles of Incorporation

The Company’s fiscal year currently runs from March 1 each year through the end of February the next year, but because the Company will become a bank holding company through the company split scheduled to occur April 1, 2013, the fiscal year will be changed to the one year from April 1 each year through the end of March the next year in accordance with the provisions of Article 17 of the Banking Act. (The 2012 fiscal year will run from February 21, 2012 through March 31, 2013).

As for the amendments to the Articles of Incorporation, along with the changes to the fiscal year the necessary changes will be made to Article 12 (Record Date), Article 36 (Fiscal Year), Article 38 (Record Date for Surplus Funds Dividends) and to Supplementary Provisions Article 1 (Period of the 2012 Fiscal Year) and Supplementary Provisions Article 3 (Effective Period of Supplementary Provisions).

These amendments to the Articles of Incorporation will take effect from January 1, 2013 subject to Agenda Item 1 at the Extraordinary General Shareholders Meeting is approved and that the Share Exchange comes into effect.

(4) Contents of the amendments to the Articles of Incorporation

As specified on the Attachment.

(5) Schedule for amendments to the Articles of Incorporation

Convene Extraordinary General Shareholders Meeting to approve amendments to the Articles of Incorporation:

November 21, 2012

Date the amendments to the Articles of Incorporation come into effect:

January 1, 2013

Attachment

(Places changed are underlined)

Current Articles of Incorporation	Proposed changes to the Articles of Incorporation
Articles 1–11 (Omitted)	Articles 1–11 (No changes)
Chapter III General Shareholders Meetings (Record Date) Article 12 1. The record date for the exercise of voting rights at the ordinary general shareholders meetings of the Company will be the last day of <u>February</u> each year 2. (Omitted)	Chapter III General Shareholders Meetings (Record Date) Article 12 1. The record date for the exercise of voting rights at the ordinary general shareholders meetings of the Company will be the last day of <u>March</u> each year 2. (No changes)
Articles 13–35 (Omitted)	Articles 13–35 (No changes)
Chapter VI Accounting (Fiscal Year) Article 36 1. The Company's fiscal year will be the one year from <u>March</u> 1 each year through the last day of <u>February</u> the next year, and the last day of the fiscal year will be the fiscal year end.	Chapter VI Accounting (Fiscal Year) Article 36 1. The Company's fiscal year will be the one year from <u>April</u> 1 each year through the last day of <u>March</u> the next year, and the last day of the fiscal year will be the fiscal year end.
Article 37 (Omitted)	Article 37 (No changes)
Record date for Surplus Funds Dividends Article 38 1. The Company's record date for year-end dividends will be the last day of <u>February</u> each year. 2. The Company's record date for interim dividends will be the last day of <u>August</u> each year 3. (Omitted)	Record date for Surplus Funds Dividends Article 38 1. The Company's record date for year-end dividends will be the last day of <u>March</u> each year. 2. The Company's record date for interim dividends will be the last day of <u>September</u> each year 3. (No changes)
Article 39 (Omitted)	Article 39 (No changes)
Supplementary Provisions (Period of the 2012 Fiscal Year) Article 1 Regardless of the provisions of Article 36, the 32nd term fiscal year will be the period from February 21, 2012 through <u>February 28</u> , 2013. (Partially omitted)	Supplementary Provisions (Period of the 2012 Fiscal Year) Article 1 Regardless of the provisions of Article 36, the 32nd term fiscal year will be the period from February 21, 2012 through <u>March 31</u> , 2013. (Partially omitted)

<p>(Effective Period of Supplementary Provisions)</p> <p>Article 3</p> <p>These Supplementary Provisions are effective through <u>February 28</u>, 2013, and these Supplementary Provisions will become invalid and be deleted once that date passes.</p>	<p>(Effective Period of Supplementary Provisions)</p> <p>Article 3</p> <p>These Supplementary Provisions are effective through <u>March 31</u>, 2013, and these Supplementary Provisions will become invalid and be deleted once that date passes.</p>
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