



November 9, 2012  
For immediate release

Registered Company Name: AEON Credit Service Co., Ltd.  
President and CEO: Kazuhide Kamitani  
Stock Listing: Tokyo Stock Exchange, First Section  
(Code No.: 8570)  
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**Payment of Dividend from Retained Earnings  
(Management Integration Commemorative Dividend) and  
Revision of Dividend Forecast for Fiscal 2012**

AEON Credit Service Co., Ltd. (the “Company”) resolved at a meeting of its Board of Directors held today to pay a management integration commemorative dividend from retained earnings with a record date of January 4, 2013, and to revise its dividend forecast for fiscal 2012.

**1. Details of the Management Integration Commemorative Dividend**

	Matters Resolved	Interim Period Dividend for Fiscal 2012
Record date	January 4, 2013	August 20, 2012
Dividend per share	¥5	¥20
Total dividend	¥936 million (Note 1)	¥2,891 million
Payment date	March 18, 2013	October 22, 2012
Dividend source	Retained earnings	Retained earnings

**2. Details of Revision of Dividend Forecast for Fiscal 2012**

	Full-year Dividend (Yen)					
Record date	First Quarter	Interim	Third Quarter	Jan. 4, 2013	Year End	Total
Previous forecast	—	—	—	—	¥25.00	¥45.00
Revised forecast	—	—	—	¥5.00 Commemorative dividend	¥25.00	¥50.00 (Ordinary dividend: ¥45.00) (Commemorative dividend: ¥5.00)
Fiscal 2012	—	¥20.00	—	—	—	—
Fiscal 2011 (Ended February 20, 2012)	—	¥15.00	¥5.00 Commemorative dividend	—	¥25.00	¥45.00 (Ordinary dividend ¥40.00) (Commemorative dividend: ¥5.00)

Note: The management integration (hereafter, “Management Integration”) between the Company and AEON Bank described in the Management Integration news release is subject to approval by the general shareholders meetings of the Company and AEON Bank, respectively, and the necessary legal approvals from the concerned authorities.

### **3. Reason for Payment of the Management Integration Commemorative Dividend and Revision of the Dividend Forecast**

As announced in the Management Integration news release, the Company has concluded a management integration agreement (hereafter, “Management Integration Agreement”) with AEON Bank, Ltd. As part of the Management Integration Agreement, the two companies concluded a share exchange agreement with January 1, 2013 as the effective date (scheduled) in which the Company will be the wholly owning parent company and AEON Bank will be the wholly owned subsidiary company. Under the Management Integration Agreement, the Company and AEON Bank also agreed to conduct a company split with April 1, 2013 as the effective date (scheduled) whereby, in summary, the Company will give the rights and obligations related to its credit card business to AEON Bank (excluding any rights and obligations under separate agreement between the parties), and to conduct another company split under which a new wholly owned subsidiary to be established by the Company will take over all of the Company’s other rights and obligations (excluding any rights and obligations under separate agreement between the parties) (hereafter, the “Absorption-type Splits”). Through the share exchange and the Absorption-type Splits, the Company will change into a holding company (a bank holding company) which will own subsidiaries that conduct the banking business, credit card business, and other businesses, and will change its name to AEON Financial Service Co., Ltd. Through this Management Integration, the Company will work to maximize customer satisfaction by providing safe, secure, economical, and convenient financial products and services as a member of a financial group that began from the retail industry, and increase its enterprise value by creating synergies utilizing the strengths of both companies. (Please refer to the Management Integration news release for further details about the Management Integration.)

Therefore, the Company will pay a management integration commemorative dividend of ¥5 per share to express its appreciation for the support of shareholders and to commemorate the Management Integration.

Accordingly, the Company will add the commemorative dividend of ¥5.00 per share to its dividend forecast for fiscal 2012, and will revise its dividend forecast for the full fiscal year (total) to ¥50.00 per share, an increase of ¥5.00 from the previous forecast.

#### **Notes:**

1. The total dividend in “Details of the Management Integration Commemorative Dividend” is calculated using the 187,357,208 shares outstanding (planned) after the share exchange with AEON Bank, described in the news release entitled “AEON Credit Service and AEON Bank Conclude Share Exchange Agreement and Management Integration Agreement for Transition to a Holding Company System” issued on September 12, 2012 by the Company and AEON Bank, as the number of shares eligible for dividends. The total dividend may change as dividends are actually paid only on the shares after subtracting treasury stock from the number of outstanding shares as of the record date.
2. The Company does not plan to pay a dividend for the third quarter of fiscal 2012.