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株式会社ダイナムジャパンホールディングス

DYNAM JAPAN HOLDINGS Co., Ltd.*

(Incorporated in Japan with limited liability)

(Stock Code: 6889)

**FINAL DIVIDEND
FOR THE YEAR ENDED 31 MARCH 2013**

SUMMARY

- On 28 May 2013, the board of directors (the “Board”) of 株式会社ダイナムジャパンホールディングス DYNAM JAPAN HOLDINGS Co., Ltd.* (the “Company”) declared a final dividend of ¥7.25 (the “Final Dividend”) per share of the Company (the “Share”), payable on 26 June 2013 to Shareholders whose names appear on the share register of the Company on 31 March 2013.
- All CCASS Beneficial Owners will receive the Final Dividend payments in Hong Kong dollars.
- Final Dividend payments will be subject to Japanese withholding taxes at rates set out in the paragraph headed “Japanese Withholding Tax for Dividend Payments” below.
- Shareholders holding the Shares in their own name(s) and outside CCASS do not have to apply for a refund of withholding tax. Our Company will deduct the withholding tax from the Final Dividend payment at the applicable withholding tax rate.
- CCASS Beneficial Owners may be able to obtain a refund of tax withheld in excess on the Final Dividend payments by following the filing procedures set out in the paragraph headed “Procedures and Documentary Requirements” below and send the application forms and required documents to our Company’s office at 2-27-5 Nishi-Nippori, Arakawa-ku, Tokyo, 116-0013 Japan on or before **30 September 2013**.

- Since the refund application is subject to the approval of the Japan's National Tax Agency (the "NTA"), CCASS Beneficial Owners should note that there may be delays in obtaining the refund or that they may not be able to obtain the refund. The NTA may also request additional information in order to process the refund application.

Unless the context requires otherwise, capitalised terms used herein shall have the same meanings defined in the prospectus of the Company dated 24 July 2012 (the "Prospectus").

FINAL DIVIDEND

On 28 May 2013, the Board of the Company declared the Final Dividend of ¥7.25 per Share, payable on 26 June 2013 to Shareholders.

For illustration purpose only, the Final Dividend, together with the interim dividend for the six months ended 30 September 2012 already paid to the Shareholders on 17 December 2012, gives a total of ¥13 per Share of dividend for the fiscal year ended 31 March 2013.

RECORD DATE FOR DISTRIBUTING DIVIDENDS

As stated in the announcement of the Company dated 14 March 2013, the Final Dividend will be payable to Shareholders whose names appear on the Company's share register on 31 March 2013.

CURRENCY OF DIVIDEND PAYMENTS

The Company has announced the procedure for electing a currency of dividends to shareholders of the Company on 11 April 2013. Shareholders entitled to receive cash dividends from our Company (other than CCASS Beneficial Owners) were provided with a Dividend Election Form. Shareholders had the option of electing to receive their entitlements in either Japanese yen or Hong Kong dollars (to be converted by our Company based on the exchange rate as stated in the paragraph headed "Exchange Rate" below). The Dividend Election Form is available at http://www.dyjh.co.jp/assets/files/ir/EC_20130409_DEF.pdf or http://www.dyjh.co.jp/assets/files/ir/EJ_20130409_DEF.pdf.

CCASS Beneficial Owners are not recognised under the Companies Act as Shareholders unless they withdraw their Shares from CCASS and re-register themselves as Shareholders in our share register. All CCASS Beneficial Owners will receive dividend payments in Hong Kong dollars.

EXCHANGE RATE

The exchange rate for the conversion of Japanese yen to Hong Kong dollars for the dividend distributed to Shareholders in Hong Kong dollars is to be determined based on the average currency rates prevailing five trading days (being 29 to 31 May 2013 and 3 to 4 June 2013) immediately after 28 May 2013. The final exchange rate and the Final Dividend amount in Hong Kong dollars will be announced on 5 June 2013.

JAPANESE WITHHOLDING TAX FOR DIVIDEND PAYMENTS

Set out below are the Japanese withholding tax applicable to the Final Dividend payments for our Shareholders. However, Shareholders are strongly advised to consult their professional advisers as to the application of any valid tax treaty between Japan and their respective tax residence.

Shareholder holding the Shares in his own name and outside CCASS

	Individual Shareholder that is interested in less than 3% of the entire issued Shares of our Company	Individual Shareholder that is interested in 3% or more of the entire issued Shares of our Company	Corporate Shareholder
Shareholder who is either a resident in Japan or a company incorporated in Japan	10.21%	20.42%	7.147%
Shareholder who is not a resident in Japan or a company incorporated in Japan	7.147%	20.42% or 10.21% ⁽¹⁾	7.147% or 5.105% ⁽¹⁾

⁽¹⁾ Individual and corporate Shareholders in Hong Kong will be subject to a withholding tax in Japan not exceeding 10.21% (or not exceeding 5% for corporate Shareholders who are interested in 10.21% or more of the voting Shares of our Company for the six months ending on the record date for dividend distribution) for dividend payments under the Act on General Rules for National Taxes (国税通則法; the “Tax Act”).

Shareholders holding the Shares in their own name and outside CCASS do not have to apply for a refund of withholding tax. Our Company will deduct the withholding tax from the Final Dividend at the applicable withholding tax rate accordingly.

CCASS Beneficial Owners

Reference is made to the paragraph headed “CCASS Beneficial Owners” in the section headed “Material Shareholders’ Matters under Japanese Law” in the Prospectus. Our Company is unable to apply a rate of withholding tax on an individual basis to CCASS Beneficial Owners in accordance with their identity, shareholding percentage and tax residence due to the inherent characteristics of CCASS. As a consequence, our Company will withhold the highest possible withholding tax under Japanese law on the dividends payable to CCASS Beneficial Owners. However, CCASS Beneficial Owners are strongly advised to consult their professional advisers as to the application of any valid tax treaty between Japan and their respective tax residence.

Hong Kong CCASS Beneficial Owners

CCASS Beneficial Owners who are either resident in Hong Kong or a corporation incorporated in Hong Kong will be subject to a withholding tax rate of 20.42%, which is the highest possible withholding tax rate under Japanese law.

However, Shareholders who (i) are Hong Kong residents or companies incorporated in Hong Kong; and (ii) have no permanent presence in Japan may be able to claim a refund of taxes withheld in excess of the applicable rate under the Tax Act from the NTA after following the applicable filing procedures set out in the paragraph headed “Refund Procedures and Documentary Requirements” below. The table below sets forth the applicable tax rates for Shareholders with different shareholding and the highest possible rate of refund of taxes withheld in excess of the applicable rate.

Shareholding	Highest possible withholding tax rate initially applied by our Company	Applicable tax rate on individual basis	Highest possible rate of refund of taxes withheld in excess of the applicable rate
Individual Shareholder that is interested in less than 3% of the entire issued Shares of our Company	20.42%	7.147%	13.273%
Individual Shareholder that is interested in 3% or more of the entire issued Shares of our Company	20.42%	10.21%	10.21%
Corporate Shareholder that is interested in less than 10.21% of the voting Shares of our Company for the six months ending on the record date for dividend distribution	20.42%	7.147%	13.273%
Corporate Shareholder that is interested in 10.21% or more of the voting Shares of our Company for the six months ending on the record date for dividend distribution	20.42%	5.105%	15.315%

Japanese resident CCASS Beneficial Owners

CCASS Beneficial Owners who are either resident in Japan or a corporation incorporated in Japan will be subject to a withholding tax rate of 20.42%, which is the highest possible withholding tax rate under Japanese law. However, they may be able to claim a refund of taxes withheld in excess of the applicable rate set out in the table below from the NTA after following the applicable filing procedures set out in the paragraph headed “Refund Procedures and Documentary Requirements” below.

Shareholding	Highest possible withholding tax rate initially applied by our Company	Applicable tax rate on individual basis	Highest possible rate of refund of taxes withheld in excess of the applicable rate
Individual Shareholder that is interested in less than 3% of the entire issued Shares of our Company	20.42%	10.21%	10.21%
Individual Shareholder that is interested in 3% or more of the entire issued Shares of our Company	20.42%	20.42%	0%
Corporate Shareholder	20.42%	7.147%	13.273%

Non-Japanese and Non-Hong Kong CCASS Beneficial Owners

CCASS Beneficial Owners who are neither resident in Japan or Hong Kong nor a corporation incorporated in Japan or Hong Kong will be subject to a withholding tax rate of 20.42%, which is the highest possible withholding tax rate under Japanese law. However, they may be able to claim a refund of taxes withheld in excess of the applicable rate set out in the table below as far as the identity of the CCASS Beneficial Owners can be ascertained after following the applicable filing procedures set out in the paragraph headed “Refund Procedures and Documentary Requirements” below. CCASS Beneficial Owners may be able to claim a different rate of refund than that set out in the table below if there is a valid tax treaty between Japan and their respective tax residence.

Shareholding	Highest possible withholding tax rate initially applied by our Company	Applicable tax rate on individual basis	Highest possible rate of refund of taxes withheld in excess of the applicable rate
Individual Shareholder that is interested in less than 3% of the entire issued Shares of our Company	20.42%	7.147%	13.273%
Individual Shareholder that is interested in 3% or more of the entire issued Shares of our Company	20.42%	20.42%	0%
Corporate Shareholder	20.42%	7.147%	13.273%

REFUND PROCEDURES AND DOCUMENTARY REQUIREMENTS

The Company has confirmed with the NTA that the documents set out below will be required for tax refund purpose. Please note that the requirements set out below would only be applicable to the Final Dividend and may vary for subsequent dividends and distributions declared by the Company.

CCASS Beneficial Owners who wish to claim a refund of withholding tax withheld in excess on the Final Dividend must prepare the following documents (the "Application Documents"):

1. Application form for tax refund (the "Application Form"), which is available at http://www.dyjh.co.jp/assets/files/ir/0130301_traf.pdf; and
2. Notices or statements issued by CCASS Beneficial Owners' respective CCASS Participants indicating the receipt of the Final Dividend which qualify the CCASS Beneficial Owners as Shareholders of the Company as at 31 March 2013;

CCASS Beneficial Owners residing outside Hong Kong with their respective CCASS Participants incorporated outside Hong Kong must also prepare:

3. Notices or statements issued by CCASS Beneficial Owners' respective brokers under CCASS Participants indicating the receipt of the Final Dividend which qualify the CCASS Beneficial Owners as Shareholders of the Company as at 31 March 2013.

Hard copies of the Application Form are available at the following addresses, until 30 September 2013 from 26 June 2013.

(1) The Company's office in Hong Kong

Unit A1, 32nd Floor, United Centre, 95 Queensway, Admiralty, Hong Kong

(2) Computershare Hong Kong Investor Services Limited, the share registrar of the Company

17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong

In addition, unofficial Chinese translations of the aforementioned documents are also available at http://www.dyjh.co.jp/assets/files/ir/0130301_trafch.pdf and the addresses above for CCASS Beneficial Owners' reference.

CCASS Beneficial Owners should note that, in order to process the refund applications, the NTA also requires a register of CCASS Beneficial Owners from each CCASS Participant (containing such details as the name(s), address(es) of, and number of Shares held by, the CCASS Beneficial Owners), which the Company will directly obtain from the CCASS Participants.

SUBMISSION AND DEADLINE

CCASS Beneficial Owners can make tax refund applications directly or through their respective designated agents (such as their respective CCASS Participants) to the Company. In both cases, the Company will collect the Application Documents and submit them to the NTA.

CCASS Beneficial Owners who wish to claim a refund of taxes withheld in excess on the Final Dividend shall send the Application Documents to the Company's office in Japan at **2-27-5 Nishi-Nippori, Arakawa-ku, Tokyo 116-0013, Japan (attention: Hiroaki AKARU and Koji TAKESHITA).**

The last date on which such applications would be accepted is 30 September 2013.

PAYMENT OF REFUNDS

CCASS Beneficial Owners will have to fill in the details of their bank accounts for receiving the refunds (the "Refund Accounts") in the Application Form. In case a CCASS Beneficial Owner submits the Application Documents to the Company through its agent, the refunds will be directly transferred to the Refund Account designated by such agent. Refunds of withholding tax will be paid in Japanese yen and, if applicable, automatically converted into the denominated currencies of the Refund Accounts at an exchange rate specified by the CCASS Beneficial Owners' own banks.

The refund applications are subject to the approval of the NTA. CCASS Beneficial Owners should note that there may be delays in obtaining the refunds and those they may not be able to obtain the refunds, both of which are subject to the discretion of the NTA.

Please contact the following persons if you have any queries in relation to the application for refund of withholding tax or other relevant matters.

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By order of the Board
株式会社ダイナムジャパンホールディングス
(DYNAM JAPAN HOLDINGS Co., Ltd.*)
Yoji SATO
Chairman

Tokyo, Japan, 28 May 2013

As of the date of this announcement, the executive director of the Company is Mr. Yoji SATO, the non-executive director of the Company is Mr. Noriaki USHIJIMA and the independent non-executive directors of the Company are Mr. Katsuhide HORIBA, Mr. Ichiro TAKANO, Mr. Yukio YOSHIDA, Mr. Mitsutoshi KATO and Mr. Thomas Chun Kee YIP.

** for identification purpose only*