

Press Release

Company Name: ITOCHU Techno-Solutions Corporation  
 Representative: Satoshi Kikuchi, President & CEO  
 (Code No.: 4739 TSE 1<sup>st</sup> Section)  
 Contact: Hiroyuki Okumura  
 General Manager, PR&IR Department  
 (TEL +81-3-6203-5000)

### CTC Announces Matters Concerning Controlling Shareholders, Etc.

ITOCHU Techno-Solutions Corporation (headquartered in Chiyoda-ku, Tokyo; Satoshi Kikuchi, President & CEO; hereinafter “CTC”) hereby provides information on “matters concerning controlling shareholders” with regard to its parent company Itochu Corporation. Details are as follows.

#### 1. Parent company, controlling shareholders (excluding parent company) and related details

(As of March 31, 2013)

Business Name	Relationship	Ownership (%)			Stock exchanges on which shares are listed
		Direct	Indirect	Total	
Itochu Corporation	Parent company	56.6	0.0	56.6	<ul style="list-style-type: none"> <li>• Tokyo Stock Exchange (1<sup>st</sup> section)</li> <li>• Osaka Securities Exchange (1<sup>st</sup> section)</li> <li>• Nagoya Stock Exchange (1<sup>st</sup> section)</li> <li>• Securities Membership Corporation Fukuoka Stock Exchange</li> <li>• Securities Membership Corporation Sapporo Stock Exchange</li> </ul>

#### 2. Position of the listed company within the parent company or group and other relationships with parent company

CTC’s parent company Itochu Corporation holds 56.6% of CTC’s voting rights, and CTC is Itochu’s consolidated subsidiary.

In actual business operations, CTC and Itochu Group companies leverage each other’s strengths and CTC contributes to enhancement of the Itochu Group’s corporate value and expansion of its earnings in the information services sector while at the same time maintaining independence and autonomy.

Two out of CTC’s twelve directors and five corporate auditors (one director and one corporate auditor) concurrently serve as officers of the parent company, with the aim of sharing management information and expertise with the parent company. In addition, twenty-four employees are seconded to CTC Group sales and administration departments from the parent company.

(Officers of CTC, etc. concurrently serving as officers of the parent company)

Title	Name	Position at parent company, etc.	Reason for assumption of post
Director (Part-time)	Shunsuke Noda	Chief Operating Officer of ICT, Insurance & Logistics Division, Itochu Corporation	CTC requested the appointment of Mr. Noda, judging that he could contribute to CTC's management as a director based on his experience and knowledge developed during a long career in the IT industry.
Corporate Auditor	Minoru Nishiyama	CFO, ICT, General Products & Realty Company, Itochu Corporation	CTC requested the appointment of Mr. Nishiyama as outside corporate auditor on the strength of his experience and knowledge of finance and accounting accumulated over many years.

### 3. Transactions with the parent company, etc.

CTC purchases hardware, software and other products its handles from the parent company. CTC judges and determines the purchasing route independently, in view of individual product characteristics, its ability to negotiate with manufacturers and vendors, and other factors, but, regarding product procurement from overseas manufacturers and their Japanese corporations, CTC leverages the parent company's ability to gather information about overseas market trends and its expertise about insurance, logistics and customs clearance, etc. to procure products under more favorable terms, and plans to continue doing so in the future.

Fiscal year ended March 31, 2013 (from April 1, 2013 to March 31, 2013)

(Unit: Millions of yen)

Classification	Name	Location	Capital	Main Business	Parent Company's Percentage Ownership	Relationship		Transactions	Transaction Amount	Account Item	Balance at End of Term
						Concurrent officers, etc.	Business Relationship				
Parent company	Itochu Corporation	Kita-ku, Osaka	202,241	General trading company	Direct 56.6%	2	Purchase of parent company's products and sales of CTC's products	Purchase of servers, etc.	10,312	Accounts payable	498
					Indirect 0.0%			Agreement on deposit of funds	5,000	Deposits	—

(Note) The above transaction amount is net of consumption and other taxes, while the end-of-term balance includes those taxes.

### 4. Implementation of measures to protect minority shareholders in transactions with controlling shareholders, etc.

CTC's policy is to determine terms of transactions between CTC and controlling shareholders through negotiations similar to transactions with companies unrelated with CTC, in view of market prices, and CTC takes appropriate action to avoid harming the interests of minority shareholders.