

To the shareholders of our company

March 3rd, 2017
USEN Corporation

Regarding Inquiries from the Shareholders of our company (Updated)

As for the our release of “Regarding Inquiries from the Shareholders of our company” as of February 27, 2017, please be informed that we hereby further additionally update the new answer (no. 11) for the below issue. It is appreciated if the shareholders of our company examine the following questions and answers and participate in the Tender Offer.

11	If we additionally acquire the Shares during the period of the Tender Offer and hold the Shares more than the number of the Shares held by any of the Remaining Shareholders, will U-NEXT shares be allotted to us as consideration of the squeeze-out procedure?
	<ul style="list-style-type: none">✓ No. Any shareholders of our company other than the Remaining Shareholders are not entitled to receive U-NEXT shares.✓ If you hold the Shares more than the number of the Shares held by any of the Remaining Shareholders after the Tender Offer, the ratio of a consolidation of the Shares to be conducted after the successful completion of the Tender Offer (“Share Consolidation”) will be determined so that such Shares which you hold will be a fraction of one share of the Shares as a result of the Share Consolidation and you will receive an amount of money instead of U-NEXT shares as accordingly.

- Although the Tender Offer will be conducted in accordance with the procedures and information disclosure standards prescribed in the Financial Instruments and Exchange Act, these procedures and information disclosure standards may differ from the procedures and information disclosure standards in the United States. In particular, Sections 13(e) and 14(d) of the U.S. Securities Exchange Act of 1934, as amended, and the rules prescribed thereunder do not apply to the Tender Offer, and the Tender Offer does not conform to those procedures and standards. All financial information contained in this guidance has been prepared in accordance with Japanese accounting standards, and not in accordance with U.S. accounting standards, and may not be comparable to the financial information of U.S. companies. It may be difficult to enforce any right or claim arising under U.S. federal securities laws because Kabushiki Kaisha U-NEXT SPC1 and our company are companies established outside the United States and their directors are non-U.S. residents. Shareholders may not be able to sue a company outside the United States and its directors in a non-U.S. court for violations of the U.S. federal securities laws. There is also no guarantee that shareholders will be able to compel a company outside the United States and its subsidiaries and affiliated companies to subject themselves to a U.S. court's jurisdiction.
- Unless otherwise specified, all procedures relating to the Tender Offer are to be conducted entirely in Japanese. If all or any portion of the documentation relating to the Tender Offer is prepared in English and there is any inconsistency between the English documentation and the Japanese documentation, the Japanese documentation will prevail.
- Each of the financial advisors (including their affiliated companies) to Kabushiki Kaisha U-NEXT SPC1 and to our company may, in its ordinary course of business, purchase shares in our company for its own account or for the account of its clients prior to the Tender Offer or during the period of the Tender Offer outside the Tender Offer in accordance with the requirements of Rule 14e-5(b) of the U.S. Securities Exchange Act of 1934 or take actions for such purchase to the extent permitted by financial instruments and exchange related laws and regulations and other applicable laws and regulations of Japan. If any information concerning such purchase is disclosed in Japan, the relevant financial advisor will disclose such information on its English website (or by any other means of public disclosure).