## Translation

Notice: This document is a translation of the original Japanese document and is only for reference purposes. In the event of any discrepancy between this translated document and the original Japanese document, the latter shall prevail.

July 26, 2017

To whom it may concern:

Company name:	CRESCO LTD.		
Representative:	President, Operating Officer	Hiroyuki Nemoto	
	(Stock code: 4674 Tokyo Stock Exchange, First Section)		
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# Notice Concerning Results of Tender Offer for Own-Share Repurchase and Termination of Repurchase

CRESCO LTD. (the "Company") hereby announces that it resolved at a meeting of its Board of Directors held on June 26, 2017, to implement an own-share repurchase by means of a tender offer (the "Tender Offer") in accordance with the provisions of Article 156, paragraph 1 of the Companies Act (law No. 86 of 2005, as amended; hereinafter referred to as the "Companies Act") applied by replacing terms pursuant to the provisions of Article 459, paragraph 1 of the same Act and the provisions of the Company's Articles of Incorporation. Implementation of the Tender Offer began on June 27, 2017 and ended on July 25, 2017. Details are set forth below.

With the conclusion of the Tender Offer, the own-share repurchase pursuant to the resolution of the Board of Directors meeting held on June 26, 2017 has been terminated.

#### I. Results of the Tender Offer

### 1. Summary of the Own-Share Repurchase

(1) Name and address of tender offeror

CRESCO LTD. 2-15-1 Kounan, Minato-ku, Tokyo

(2) Type of publicly-traded securities purchased

Common shares

- (3) Tender offer period
  - a. Tender offer period (the "Tender Offer Period")

From June 27, 2017 (Tuesday) to July 25, 2017 (Tuesday) (20 business days)

b. Date of public notice of commencement of the tender offer

June 27, 2017 (Tuesday)

(4) Purchase price

2,994 yen per common share

- (5) Settlement method
  - a. Name of the securities company or bank that will perform settlement relating to the repurchase and address of its main office

Mizuho Securities Co., Ltd. 1-5-1, Otemachi, Chiyoda-ku, Tokyo

b. Settlement commencement date

August 17, 2017 (Thursday)

c. Settlement method

Without delay after the end of the Tender Offer Period, notice of purchase pursuant to the Tender Offer will be sent to shareholders tendered through the Tender Offer (the "Tendering Shareholders") (in the case of a foreign shareholder, the shareholder's standing proxy) at their address or location. Purchases will be made in cash. The amount equal to the purchase proceeds relating to the purchased shares less applicable withholding taxes regarding deemed dividends (see note) will be remitted by the tender offer agent to the location designated by the Tendering Shareholder (in the case of a foreign shareholder, the shareholder, the shareholder's standing proxy) or paid to the account of the Tendering Shareholders opened with

the tender offer agent for the tendered shares, without delay after the settlement commencement date in accordance with instructions from the Tendering Shareholder (in the case of a foreign shareholder, the shareholder's standing proxy).

(Note) Imposition of taxes on shares purchased pursuant to a tender offer

- (\*) Please refer to your tax accountant or other professional concerning specific tax-related questions and make your own determinations.
- i) Individual shareholders

If the amount of money to be delivered for tendering shares pursuant to the Tender Offer exceeds the amount of the portion corresponding to the shares that are the basis of the delivery included in the capital of the tender offeror, the issuer corporation of shares (in the case of a consolidated corporation, the amount of consolidated capital), the amount of the excess portion (the "Amount of Deemed Dividends") is subject to taxation as the amount of dividend income. Furthermore, the amount of the monies to be delivered for tendering shares minus the Amount of Deemed Dividends is deemed to be income from the transfer of shares.

If the Amount of Deemed Dividends does not exist, all of the monies to be delivered for tendering shares are income from the transfer of shares.

The Amount of Deemed Dividends is in principle subject to withholding equal to 20.315% (15.315% in income taxes and the Special Reconstruction Corporation Tax under the Act on Special Measures concerning Securing Financial Resources Necessary to Implement Measures for Reconstruction in Response to the Great East Japan Earthquake (Law No. 117 of 2011; hereinafter referred to as the "Special Reconstruction Corporation Tax") and 5% in resident taxes (non-residents are exempt from the resident tax); provided, however, that in the case where an individual shareholder is a large shareholder specified in Article 4-6-2, paragraph 12 of the Order for Enforcement of the Act on Special Measures Concerning Taxation, 20.42% of the payment is withheld (income tax and Special Reconstruction Corporation Tax only). In addition, the amount of income from the transfer of shares minus acquisition cost relating to the shares, etc. is in principle subject to separate self-assessment taxation (non-residents without a permanent domestic establishment are in principle not subject to the taxation). In the case where shares in a tax-free account specified in Article 37-14 of the Act on Special Measures Concerning Taxation (Tax-free status of income from transfers relating to small amounts of publicly-traded shares in tax-free account was opened is Mizuho Securities Co., Ltd., income from the transfer of shares pursuant to the Tender Offer is in principle tax free.

If the tax-free account was opened with a financial instruments business operator other than Mizuho Securities Co., Ltd., the treatment described above may not apply.

ii) Corporate shareholders

The Amount of Deemed Dividends is in principle subject to 15.315% withholding (income tax and Special Reconstruction Corporation Tax) as dividends. The amount of the monies to be delivered for tendering shares minus the Amount of Deemed Dividends is the amount of consideration for the transfer of securities.

#### 2. Results of the Own-Share Repurchase

(1) Number of shares purchased

As the total number of shares tendered (refers to shares tendered to the Tender Offer; hereinafter the same) did not exceed the planned number of shares to be purchased (660,000 shares), the Company purchased all tendered shares.

Class of shares	Planned number of shares to be purchased	Expected number of excess shares	Number of shares tendered	Number of shares purchased
Common share	660,000 shares	- shares	600,000 shares	600,000 shares

(2) Calculation in cases of proportional allocation method purchase

Not applicable.

#### 3. Locations for Examination of Copies of the Tender Offer Report

CRESCO LTD.	2-15-1 Kounan, Minato-ku, Tokyo
Tokyo Stock Exchange, Inc.	2-1 Nihombashi Kabutocho, Chuo-ku, Tokyo

### II. Termination of the Own-Share Repurchase

### 1. Details of the Repurchase

(1) Type of shares purchased

Common shares

(2) Total number of shares purchased

600,000 shares

(Note) Ratio to the total number of issued shares: 5.00%

(3) Aggregate purchase amount of shares

1,796,400,000 yen

(Note) The above amount does not include fees paid to the tender offer agent and other expenses.

(4) Acquisition period

From June 27, 2017 (Tuesday) to July 25, 2017 (Tuesday)

(5) Acquisition method

Tender offer

The own-share repurchase implemented by means of the Tender Offer pursuant to a Board of Directors resolution adopted on June 26, 2017 in accordance with the provisions of Article 156, paragraph 1 of the Companies Act applied by replacing terms pursuant to the provisions of Article 459, paragraph 1 of the same Act and the Company's Articles of Incorporation has been terminated.

## (Reference)

Details of the resolution of the Board of Directors meeting held on June 26, 2017 concerning the own-share repurchase

(1) Type of shares to be purchased

Common shares

(2) Total number of shares to be purchased

660,100 shares (maximum)

(Note) Ratio to the total number of issued shares: 5.50% (rounded off to the second decimal places)

(3) Aggregate purchase amount of shares

1,976,339,400 yen (maximum)

(4) Acquisition period

From June 27, 2017 (Tuesday) to August 25, 2017 (Friday)