



February 5, 2014
SKY Perfect JSAT Holdings Inc.

Merger of Consolidated Subsidiaries

SKY Perfect JSAT Holdings Inc. (“SKY Perfect JSAT Holdings” or “the Company”) today announced that SKY Perfect JSAT Corporation (Head Office: Minato-ku, Tokyo; Representative Director, President & Chief Executive Officer: Shinji Takada; “SKY Perfect JSAT” below), a wholly owned subsidiary of SKY Perfect JSAT Holdings, will conduct an absorption-type merger with OptiCast Inc. (Head Office: Minato-ku, Tokyo; President and CEO: Toshiyuki Ishikawa; “OptiCast” below), a wholly owned subsidiary of SKY Perfect JSAT, based on a resolution taken at a meeting of the Company’s Board of Directors held on February 5, 2014.

1. Purpose of merger

SKY Perfect JSAT Holdings made the decision regarding the merger in order to boost sales and realize increased efficiency in promotion of SKY PerfectTV! services, including the SKY PerfectTV! Premium Service Hikari managed by OptiCast, and to enhance its system towards rapid development of an IP service.

2. Overview of merger

(1) Schedule for merger

Approval of Board of Directors for merger (SKY Perfect JSAT Holdings)	Feb. 5, 2014
Approval of Boards of Directors for conclusion of merger contract (SKY Perfect JSAT/OptiCast)	Feb. 5, 2014
Date of merger (Effective date)	Apr. 1, 2014 (Scheduled)

(Note) This merger will be a small-scale merger as specified by Article 796, Item 3 of the Companies Act for SKY Perfect JSAT and a short-form merger as specified by Article 784, Item 1 of the Companies Act for OptiCast, and will be conducted without seeking the approval of the respective general shareholders’ meetings.

(2) Form of merger

An absorption-type merger, with SKY Perfect JSAT as the surviving company and OptiCast as the absorbed company.



3. Overview of companies involved in merger

	Surviving company	Absorbed company
1. Company Name	SKY Perfect JSAT	OptiCast
2. Address	14-14, Akasaka 1-chome, Minato-ku, Tokyo 107-0052, Japan	14-14, Akasaka 1-chome, Minato-ku, Tokyo 107-0052, Japan
3. Representative	Shinji Takada	Toshiyuki Ishikawa
4. Business Overview	Multi-channel Pay TV Business and Space and Satellite Business	Content distribution through optical fiber networks
5. Capital	50,083Million	100Million
6. Established	November 10, 1994	June 2, 2003
7. Number of Shares Issued	2,270,365	230,400
8. Fiscal Year-End	March 31	March 31
9. Major Shareholder (Shareholding Ratio)	SKY Perfect JSAT Holding Inc. (100.0%)	SKY Perfect JSAT (100.0%)

4. Status following merger

There will be no change in the name, location, representatives or any other aspect of the surviving company of the absorption-type merger (SKY Perfect JSAT).

5. Future outlook

Because the merger will be an absorption-type merger between two consolidated subsidiaries, it will have minimal effect on SKY Perfect JSAT Holdings' consolidated business results.

(Reference) Forecast of Consolidated financial

(Unit: Million)	Net Sales	Operating income	Ordinary income	Net income
Fiscal Year ending March 31, 2014	164,000	17,000	16,500	10,000
Fiscal Year ended March 31, 2013	159,609	16,153	15,698	9,682