

English translation of Japanese press release issued by Solar Japan Holdings G.K., a wholly owned subsidiary of Starbucks Corporation, as bidder. The format follows the TSE requirements for a Japanese tender offer.

October 28, 2014

Solar Japan Holdings G.K.

Results Notice Concerning Tender Offer For Shares of Starbucks Coffee Japan, Ltd.

On September 24, 2014, Solar Japan Holdings G.K. (the “Bidder”), which is indirectly wholly-owned by Starbucks Corporation, determined to acquire all shares (excluding the shares held by SCI Ventures S.L.) and the stock options of Starbucks Coffee Japan, Ltd. (the “Company”) through dual tender offers. A first tender offer (the “First Tender Offer”) was commenced on September 26, 2014 and completed on October 27, 2014. For details of the results of the First Tender Offer, please see Section 2 of this notice.

As disclosed in the announcement captioned “Announcement Concerning Tender Offer For Shares of Starbucks Coffee Japan, Ltd.” dated September 24, 2014, the Bidder will commence a second tender offer (the “Second Tender Offer”) during the tender offer period from November 10, 2014 to December 22, 2014.

The Second Tender Offer will target all of the Company shares (excluding those held by the Bidder and SCI Ventures) and all of the stock options of the Company (the “Stock Options”). The Bidder does not set a minimum or maximum acceptance amount for the Company securities to be tendered in the Second Tender Offer. Thus, the Bidder will acquire all of the tendered securities through the Second Tender Offer. The tender offer price per share for the Second Tender Offer (the “Second Tender Offer Price”) will be 1,465 yen, which will be 500 yen (51.8%) higher than the First Tender Offer Price (i.e., 965 yen). The tender offer price per stock option will be 115,850 yen.

1. Outline of First Tender Offer

(1) Name and Address of Bidder

Solar Japan Holdings G.K.

2-24-22-202 Nishiazabu, Minato-ku, Tokyo, Japan

(2) Name of Target Company

Starbucks Coffee Japan, Ltd.

(3) Class of Securities to be Purchased

(i) Common stock

(ii) Stock options issued pursuant to the resolutions approved at the annual shareholders meeting and the board of directors meeting of the Company respectively held on June 24, 2005

(4) Tender Offer Period

From September 26, 2014 (Friday) through October 27, 2014 (Monday) (21 business days)

- (5) Tender Offer Price
- JPY 965 per common share
 - JPY 65,850 per option

2. Results of First Tender Offer

(1) Completion of First Tender Offer

The Bidder has set the minimum acceptance amount for the Company securities to be tendered in the First Tender Offer as 57,000,000 (the “Floor Number”). The total number of the tendered securities reached the Floor Number. Thus, the Bidder acquires all of the tendered securities through the First Tender Offer.

(2) Date and Method of Results Notice

In accordance with Paragraph 1, Article 27-13 of the Financial Instruments and Exchange Act (Act No. 25 of 1948, as amended), the results of the tender offer has been made public by the method set out in Article 9-4 of the Financial Instruments and Exchange Act Enforcement Order (Cabinet Order No. 321 of 1965, as amended) and Article 30-2 of the Cabinet Ordinance Concerning the Disclosure of Tender Offers for Shares, Etc., by Persons Other Than Issuers (Ministry of Finance Ordinance No. 38 of 1990, as amended).

(3) Number of Securities Tendered in First Tender Offer

Type of Securities	Number of Tendered Securities on a dilutive basis	Number of Securities to be Purchased on a dilutive basis
Shares	57,000,000 shares	57,000,000 shares
Stock Acquisition Rights	—	—
Corporate Bonds with Stock Acquisition Rights	—	—
Trust Beneficiary Securities ()	—	—
Depository Receipts for Securities ()	—	—
Total	57,000,000 shares	57,000,000 shares
(Total Number of Dilutive Securities)	(—)	—

(4) Ownership Percentage After Tender Offer

Number of Voting Rights Represented by Shares Held by Bidder Before First Tender Offer	-	(Percentage of Ownership of Shares Before First Tender Offer: 0%)
Number of Voting Rights Represented by Shares Held by Special Related Parties Before First Tender Offer	1,140,000	(Percentage of Ownership of Shares Before First Tender Offer: 78.96%)
Number of Voting Rights Represented by Shares Held by Bidder After First Tender Offer	570,000	(Percentage of Ownership of Shares After First Tender Offer: 39.48%)

Number of Voting Rights Represented by Shares Held by Special Related Parties After First Tender Offer	570,000	(Percentage of Ownership of Shares After First Tender Offer: 39.48%)
Number of Voting Rights of All Shareholders of Company	1,441,460	

(Note 1) “Number of Voting Rights of All Shareholders of Company” is the total number of voting rights of all shareholders of the Company as of March 31, 2014 as set out in the 20th Term – First Quarter Securities Report filed by the Company on August 8, 2014. The First Tender Offer targets the shares consisting of less than one full unit (*tangen miman kabushiki*) and the Stock Options. Thus, in the calculation of “Percentage of Ownership of Shares Before First Tender Offer” and “Percentage of Ownership of Shares After First Tender Offer”, we use 1,443,765 as the denominator. The number of the shares that represent such number of the voting rights is 144,376,500. Such number of shares is obtained by calculating the sum of (i) the total number of the Company issued shares as of August 8, 2014 (i.e., 144,220,600), as set forth in the 20th Term – First Quarter Securities Report filed by the Company on August 8, 2014 (such total number does not include the number of the shares issued between August 1, 2014 to August 8, 2014 as a result of the exercise of the Stock Options; therefore, the Bidder recognizes that this is the total number as of July 31, 2014) and (ii) the number of shares for which the Stock Options are exercisable as of July 31, 2014 (i.e., 155,900) (the sum of (i) and (ii) is 144,376,500). According to the Company, the number of shares for which the Stock Options are exercisable as of July 31, 2014 is 155,900. The Bidder has also confirmed the relevant information based on the Company’s corporate registry.

(Note 2) “Percentage of Ownership of Shares Before First Tender Offer” and “Percentage of Ownership of Shares After First Tender Offer” are rounded to the nearest hundredth.

(5) Calculation of Number of Securities to be Purchased on a Pro-rata Basis
Not applicable.

(6) Settlement

(i) Name and Address of Head Office of Securities Firms, Banks, Etc., in Charge of Settlement
SMBC Nikko Securities Inc.

Shin-Marunouchi Building 18F, 1-5-1, Marunouchi, Chiyoda-ku, Tokyo, Japan

(ii) Settlement Date

October 31, 2014 (Friday)

(iii) Method of Settlement

The Tender Offer Agent will promptly mail a notification concerning the purchase of shares through the tender offer to tendering securities holders’ addresses (or their standing proxies’ addresses in the case of foreign securities holders). Purchases will be settled promptly in cash. Following instructions from the tendering securities holders, the proceeds from the sale of securities will be remitted by the Tender Offer Agent to the place designated by the tendering securities holders (or their standing proxies in the cases of the foreign securities holders).

3. Location at Which Results Report is Available to Public
Solar Japan Holdings G.K., 2-24-22-202 Nishiazabu, Minato-ku, Tokyo, Japan
Tokyo Stock Exchange, Inc., 2-1, Nihonbashi, Kabuto-cho, Chuo-ku, Tokyo

Precaution Statements

- This statement is a press release to provide information regarding the First Tender Offer and the Second Tender Offer (the “Dual Tender Offers”) to the public and has not been prepared for the purpose of soliciting an offer to sell, or making an offer to purchase, any securities. If shareholders or stock option holders wish to make an offer to sell their shares or stock options in the Second Tender Offer, they should first read the Tender Offer Explanation Statement for the relevant tender offer and offer their shares or stock options for sale at their own discretion. This press release shall neither be, nor constitute a part of, an offer to sell or purchase, or a solicitation of an offer to sell or purchase, any securities, and neither this press release (or a part thereof) nor its distribution shall be interpreted to be the basis of any agreement in relation to the First Tender Offer or the Second Tender Offer, and this press release may not be relied on at the time of entering into any such agreement.
- The Dual Tender Offers have been, or will be, conducted in accordance with the procedures and information disclosure standards prescribed by Japanese law, which may differ from the procedures and information disclosure standards in the United States. In particular, Section 13(e) and Section 14(d) of the U.S. Securities Exchange Act of 1934 and the rules prescribed thereunder do not apply to the Dual Tender Offers, and the Dual Tender Offers do not conform to those procedures and standards.
- Unless otherwise specified, all procedures relating to either or both of the Dual Tender Offers are to be conducted entirely in Japanese. If all or any part of a document relating to either or both of the Dual Tender Offers is prepared in the English language and there is any inconsistency between the English-language documentation and the Japanese-language documentation, the Japanese-language documentation will prevail.
- The financial information of the Company contained in this press release is based on generally accepted accounting principles in Japan, which may differ materially from generally accepted accounting principles in the United States and other jurisdictions.
- This press release contains forward-looking statements that reflect plans or expectations of Starbucks Corporation, the Bidder or any other affiliates of Starbucks Corporation, or the Company. These forward-looking statements are not guarantees of future performance and involve known and unknown risks, uncertainties and other factors that may cause the actual results, performance, achievements or financial position of any of these entities to be materially different from those expressed or implied by these forward-looking statements. These forward-looking statements may be identified by words such as ‘believes’, ‘expects’, ‘anticipates’, ‘projects’, ‘intends’, ‘should’, ‘seeks’, ‘estimates’, ‘future’ or similar expressions or by discussion of, among other things, ‘strategy’, ‘goals’, ‘plans’ or ‘intentions’. Actual results may differ materially in the future from those reflected in forward-looking statements contained in this press release, due to various factors including but not limited to: failure of the Bidder and the Company to agree on some or all of the terms of the Dual Tender Offers; the parties being unable to complete the Transactions due to failure to obtain the necessary shareholder approval for the Transactions or for other reasons; changes in laws, regulations, government policies or accounting standards, or other changes in the business environment relevant to the parties; challenges in executing business strategies; the effects of financial instability or other changes in general economic or industry conditions; difficulties in realizing the anticipated benefits of the Dual Tender Offers; and other risks related to the consummation of the Dual Tender Offer. Investors are advised to consult any further disclosures by Starbucks Corporation, the Bidder and any other affiliates of Starbucks Corporation, and the Company.
- The financial advisors to the Bidder and the Tender Offer Agent (including their respective affiliates) may engage prior to the commencement of, or during, the tender offer periods in the Dual Tender Offers in the purchase or arrangement to purchase of shares or stock acquisitions rights of the Company for their own account or for their customers’ accounts to the extent permitted under Japanese and U.S. securities laws and regulations. Such purchases may be made at the market price through market transactions, or at a price determined by negotiation outside of the market.

