

(English Translation)

Attention: This document is an unofficial translation of a press release announced on August 5, 2011 by Daiwa Securities Group Inc. and Daiwa Corporate Investment Co., Ltd. The original press release is in Japanese.

August 5, 2011

Daiwa Securities Group Inc.
Daiwa Corporate Investment Co., Ltd.

**Notice regarding Entry into with Nichii Gakkan Company of
Tender Agreement with respect to Shares of GABA Corporation and
Share Purchase Agreement with respect to Preferred Shares of GABA Corporation**

Daiwa Corporate Investment Co., Ltd. (hereafter, **DCI**) has announced, as outlined below, that DCI has entered into with Nichii Gakkan Company (Head office at Chiyoda, Tokyo; and Representative Director and President being Mr. Masatoshi Saito) (hereafter, **Nichii Gakkan**) as of today certain agreement under which DCI has agreed to tender common shares of GABA Corporation (Head office at Shibuya, Tokyo; and Representative Director and President being Mr. Kenji Kamiyama) (hereafter, **GABA**) owned by DCI in a tender offer to be conducted by Nichii Gakkan (hereafter, the **Tender Offer**). In addition, Daiwa Securities Group Inc. (hereafter, **DSGI**) is pleased to announce, as outlined below, that DSGI has entered into with Nichii Gakkan as of today certain agreement under which DSGI has agreed to tender Series 4 Share Subscription Rights of GABA (hereafter, the **Series 4 Share Subscription Rights**) owned by DSGI in the Tender Offer and certain agreement under which DSGI has agreed to sell Class A Preferred Shares of GABA (hereafter, the **Preferred Shares**) owned by DSGI to Nichii Gakkan (those three agreements being collectively referred to as the **Agreements**).

1. Outline of Agreements

(1) Numbers of shares to be tendered and number of shares to be sold

(i) Common Shares (owned by DCI)

Number of shares owned by DCI before tender	26,390	shares
Number of shares to be tendered	26,390	shares
Number of shares owned by DCI after tender	0	shares

(ii) Series 4 Share Subscription Rights (owned by DSGI)

Number of rights owned by DSGI before tender	1,066	rights
Number of rights to be tendered	1,066	rights
Number of rights owned by DSGI after tender	0	rights

(iii) Class A Preferred Shares (owned by DSGI)

Number of shares owned by DSGI before sale	43	shares
Number of shares to be sold	43	shares
Number of shares owned by DSGI after sale	0	shares

(Note 1) DSGI may tender common shares acquired upon exercise of the Series 4 Share Subscription Rights, instead of all or a part of the Series 4 Share Subscription

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Rights.

(Note 2) The Class A Preferred Shares will not be subject to the Tender Offer because Class A Preferred Shares have no voting rights and are not convertible into common shares,

(2) Sales Price

Common Shares	JPY200,000 per share
Series 4 Share Subscription Rights	JPY250,000 per right
Class A Preferred Shares	JPY10,072,925 per share

(Note 3) If the settlement date of the sale of the Class A Preferred Shares (which is scheduled for September 30, 2011) is to be changed, the sales price of the Class A Preferred Shares will be changed in accordance with certain calculation formula.

2. Schedule of Tender Offer

August 5, 2011 (Fri)	Announcement of the Tender Offer Signing of the Agreements
August 8, 2011 (Mon)	Public notice of commencement of the Tender Offer
September 21, 2011 (Wed)	End of offer period of the Tender Offer
September 29, 2011 (Thu)	Commencement date of settlement

3. Reason for Execution of Agreements

Considering that it is expected for GABA to lead to an increase in the corporate value in the future to become a member of Nichii Gakkan group to develop its business further, DSGI and DCI have decided to apply for the Tender Offer and the sales of the Preferred Shares.

End.

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