

July 17, 2009

For Immediate Release:

Fullcast Holdings Co., Ltd.  
Representative: Hiroyuki Urushizaki  
President and Representative Director  
(Stock code: 4848; Stock Exchange listing:  
First Section of the Tokyo Stock Exchange)  
(ADR information: Symbol: FULCY, CUSIP: 35968P100)  
Contact: Futoshi Kitagawa Executive Officer  
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## Notice of Change in Subsidiary (Transfer of Shares)

Fullcast Holdings Co., Ltd. is pleased to announce the transfer of shares it has held in Net it works, Inc. in accordance with a resolution at a meeting of the Board of Directors held today. Details of the share transfer are as follows.

### 1. Reason for Share Transfer

The Fullcast Group is taking steps to rebuild its foundations by reforming its business model in the short-term labor market, with a focus on compliance as the basis for management, and by emphasizing its core competencies in the short-term human resources outsourcing business and in the sales outsourcing business.

As part of these reforms, the Company resolved to transfer the shares of Net It Works, Inc., which has operated an IT solution business and a network solution business.

### 2. Overview of the subsidiary undergoing the ownership change (Net it works, Inc.)

- (1) Corporate name: Net it works, Inc.  
(2) Address: 2-18-4 Kamimeguro, Meguro-ku, Tokyo (Registered head office)  
2-20-16 Yanagibashi, Taitou-ku, Tokyo (Head office)  
(3) Title & name of representative: President and Representative Director Masami Kitada  
(4) Businesses: IT solution business and network solution business  
(5) Capital: 494 million yen  
(6) Established: March 20, 1967  
(7) Major shareholders and their shareholding ratios: Fullcast Holdings Co., Ltd. 67.00%  
Masami Kitada 17.85%

### (8) Financial conditions and management results in the last three years (Unit: million yen)

	Year ended February 2007	Year ended February 2008	Year ended February 2009
Sales	5,813	6,698	7,718
Operating income	329	423	554
Ordinary income	354	421	560
Net income	446	128	367
Net assets	1,427	1,510	1,826
Total assets	3,255	3,121	3,387
Net assets per share (Yen)	329.91	349.08	442.33
Net income per share (Yen)	103.21	29.51	84.96
Dividend per share (yen)	10.00	10.00	10.00

### 3. Transferee

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|--|--|
| (1) Corporate name:                      | Kyocera Communication Systems Co., Ltd.                          |
| (2) Address:                             | 6 Takeda Tobadono-cho, Fushimi-ku, Kyoto-city, Kyoto             |
| (3) Title & name of representative:      | President Motoo Kobayashi  |
| (4) Businesses:                          | ICT-related business and telecommunications engineering business |
| (5) Capital:                             | 2,986 million yen  |
| (6) Established:                         | September 22, 1995   |
| (7) Net assets:                          | 24,499 million yen   |
| (8) Total assets:                        | 41,592 million yen   |
| (7) Relationship with Fullcast Holdings: | n/a  |

### 4. The number of shares to be transferred, transfer price, and share ownership before and after the transfer

- (1) Number of shares held before the transfer: 2,897,295 shares (shareholding ratio: 67.00%)
- (2) Number of shares being transferred: 2,897,295 shares (transfer price: 1,999 million yen)
- (3) Number of shares held after the transfer: 0 (shareholding ratio: 0%)

### 5. Schedule

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|----------------|---|
| July 17, 2009  | Resolution at a meeting of the Board of Directors |
| July 17, 2009  | Conclusion of the Share Transfer Agreement        |
| August 3, 2009 | Execution date of the transfer of shares (Plan)   |

### 6. Outlook for the Future

Associated with this transfer of shares, extraordinary profit of 319 million yen is expected to be posted.

The consolidated business forecast for the fiscal year ending September 30, 2009 will be announced as soon as it is determined.

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