



December 25, 2008

Company: JVC KENWOOD Holdings, Inc.  
 Representative: Haruo Kawahara, Chairman and CEO  
 (Code: 6632; 1st Section of Tokyo Stock Exchange)  
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### Notice on Acquisition of Own Shares Held by Kenwood

At its Board of Directors' meeting on December 25, 2008, JVC KENWOOD Holdings, Inc. ("the Company") decided to acquire its shares held by Kenwood Corporation ("Kenwood"), a wholly-owned subsidiary of the Company, by the end of March 2009, and turn the said shares into treasury stock.

#### 1. Outline of the acquisition of the Company's shares (and their conversion into treasury stock)

On August 10, 2007, Kenwood underwent a capital issue by Victor Company of Japan, Limited ("JVC") through third party allotment of 61,539,000 shares worth 20.0 billion yen. On October 1, 2008, Kenwood and JVC integrated their management by establishing JVC KENWOOD Holdings, Inc., a joint holding company, through a share transfer. As a result, Kenwood became a wholly-owned subsidiary of the Company, and 123,078,000 shares of the Company were allotted to 61,539,000 JVC shares owned by Kenwood.

This time, the Company resolved to acquire the said 123,078,000 shares, 11.29% of its outstanding shares, from Kenwood as property dividends by the end of March 2009, and turn them into treasury stock. Consequently, the number of outstanding shares of the Company will be 966,924,000, excluding the said treasury stock, an 11.29% decrease from the figure posted before the acquisition.

#### 2. Acquisition of the Company's shares and the subsidiary concerned

(1) Subsidiary: Kenwood Corporation

(2) Details of the acquisition

Type of shares to be acquired: Common stock

Total number of shares to be acquired: 123,078,000 shares (11.29% of the Company's outstanding shares)

Acquisition method: Property dividends from Kenwood

Acquisition schedule: Slated to be acquired by the end of March 2009

#### (Reference) Number of the Company's outstanding shares and treasury stock shares

|  | Before the acquisition<br>(1,000 shares) | After the acquisition<br>(1,000 shares) | Change (%) |
|--|--|---|------------|
| Outstanding shares                         | 1,090,002                                | 1,090,002                               | -          |
| Treasury stock                             | 0  | 123,078                                 | -          |
| Outstanding shares<br>minus treasury stock | 1,090,002                                | 966,924                                 | -11.29%    |