



December 22, 2009

T&D Holdings, Inc.  
Naoteru Miyato  
Representative Director and President  
(Security Code: 8795)

## Notice Regarding Result of Third-Party Allotment

T&D Holdings, Inc. (the “Company”) hereby announces that, in connection with the issuance of new shares by way of third-party allotment which was resolved, together with the issuance of new shares by way of offering (Public Offering) and the secondary offering of its shares (Secondary Offering by way of Over-Allotment) at the meeting of its board of directors held on November 27, 2009, it has been notified that Nomura Securities Co., Ltd., the allottee, will subscribe in full for the shares to be issued, as set forth below:

(1) Number of Shares to be Issued	8,710,000 shares (Number of Shares Scheduled to be Issued: 8,710,000 shares)
(2) Amount to be Paid	JPY 1,780.40 per share
(3) Aggregate Amount to be Paid	JPY 15,507,284,000
(4) Amount of Stated Capital to be Increased	JPY 7,753,642,000 (JPY 890.20 per share)
(5) Amount of Additional Paid-in Capital to be Increased	JPY 7,753,642,000 (JPY 890.20 per share)
(6) Subscription Date	Friday, December 25, 2009
(7) Payment Date	Monday, December 28, 2009

Note: This press release is prepared solely for the purpose of public disclosure regarding the issuance of new shares of the Company and does not constitute an offer to sell or the solicitation of an offer to buy any securities within or outside of Japan. This press release may not be published, distributed, diffused or otherwise sent into the United States of America (including its territories and possessions, every State in the United States and the District of Columbia). The securities referenced by this press release have not been and will not be registered under the United States Securities Act of 1933, as amended, and may not be offered or sold in the United States absent applicable exemption from registration requirements.

[For Reference]

1. The issuance of new shares by way of third-party allotment mentioned above was resolved at the meeting of the board of directors held on November 27, 2009, together with the issuance of new shares by way of offering (Public Offering) and secondary offering of its shares (Secondary Offering by way of Over-Allotment).

For detailed information on the relevant issuance of new shares by way of third-party allotment, please refer to the press releases entitled “Notice Regarding Issuance of New Shares and Secondary Offering of Shares, and Withdrawal of Shelf Registration for Future Issuances of Shares of Common Stock” dated November 27, 2009, and “Notice Regarding Determination of Issue Price and Selling Price and Other Matters” dated December 9, 2009.

2. Change in the number of outstanding shares as a result of this Third-Party Allotment

- (1) Total number of outstanding shares at present: 332,030,000 shares
- (2) Increase in number of shares as a result of the third-party allotment: 8,710,000 shares
- (3) Total number of outstanding shares after the third-party allotment: 340,740,000 shares

3. Use of proceeds from the Third-Party Allotment

Proceeds from this third-party allotment, which are estimated to be JPY 15,409,284,000, together with the proceeds from the Public Offering estimated to be JPY 102,806,240,000, which were resolved at the meeting of the board of directors held on the same day as this third-party allotment (the total amount of proceeds is estimated to be JPY 118,215,524,000), are scheduled to be used for the repayment of the Company’s outstanding loans of JPY 112,700,000,000 as of the end of October 2009. The remaining amount is scheduled to be invested in low-risk financial products, etc. until specific demands for funds arise.

**For inquiries regarding the above, please contact:**

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