

September 7, 2012

Company Name: Livesense Inc.  
Representative: Taichi Murakami, President and  
Representative Director  
(Code number: 6054 TSE Mothers)  
Contact: Yuichi Iwasaki, Director and General  
Manager of Operations Management  
Department  
Phone: (81) 3-6275-3330

## Notice of Stock Offering and Change in a Major Shareholding

Livesense Inc. wishes to announce the following public offering of the Company's stock, as resolved upon at its Board of Directors meeting on September 7, 2012, together with a change in a major shareholding expected to result from the stock offering.

Furthermore, the Company today received approval from Tokyo Stock Exchange Inc. to move its stock listing to the first section or second section of the Exchange. For more details please refer to today's "Notice of Change in Stock Exchange Section for TSE".

### I. Company Stock Offering

#### 1. Company stock offering through firm commitment underwriting

- |     |                                      |  |   |
|-----|--------------------------------------|--|---|
| (1) | Type and number of shares offered    | Common stock   | 486,600 shares  |
| (2) | Sellers and number of shares offered | Taichi Murakami<br>Daisuke Katsura<br>Misao Akutsu<br>Mitsuru Ozaki  | 407,500 shares<br>74,300 shares<br>2,400 shares<br>2,400 shares |
| (3) | Offering price                       | Pending. (The offering price shall be determined using the formula specified in Article 25 of the Japan Security Dealers Association Regulations Concerning Underwriting, etc. of Securities, after taking the level of demand, etc. into consideration. The offering price range shall be calculated on the basis of the closing price of the Company's common stock on the Tokyo Stock Exchange on one date (hereafter referred to as the offering price determination date) within the period from September 18, 2012 to September 21, 2012 (or, if no closing price is quoted on the relevant dates, the closing price on the nearest preceding date) multiplied by values from 0.90 to 1.00 (ignoring fractions of less than one yen).) |   |
| (4) | Offering method                      | For the purpose of this offering, Daiwa Securities Co. Ltd., SBI Securities Co., Ltd. and Okasan Securities Co., Ltd. (hereafter collectively referred to as "the Underwriters") shall underwrite all the shares through firm commitment. The Underwriters of the offering shall receive as compensation the aggregate amount remaining after they have deducted the underwriting price, which they shall pay to the sellers, from the offering price.   |   |
| (5) | Subscription period                  | From the first business day to the second business day following the offering price determination date.  |   |

- (6) Delivery date Monday, October 1, 2012
- (7) Subscription Same as the offering price per share.  
deposit
- (8) Selling unit 100 shares
- (9) The President and Representative Director of Livesense Inc. shall have authority to determine the offering price and all other matters necessary in respect of this stock offering.
- (10) Pursuant to the Financial Instruments and Exchange Act, Securities Registration Statement concerning this stock offering has been filed today, September 7, 2012.

## 2. Company stock offering through over-allotment method

- (1) Type and number of shares offered Common stock 72,900 shares  
The above number refers to an upper limit for an offering of shares. This number may be reduced according to the level of demand, or there may be no offering of shares at all. After taking the level of demand into consideration, the number of shares to be offered shall be determined on the offering price determination date.
- (2) Seller Daiwa Securities Co. Ltd.
- (3) Offering price Pending. (Shall be determined on the offering price determination date and be the same as the firm commitment underwriting offering price.)
- (4) Offering method After taking the level of demand for the offering through firm commitment underwriting, etc. into consideration, Daiwa Securities Co. Ltd. shall borrow a maximum of 72,900 of the Company's common shares from the Company's shareholders and offer them for sale.
- (5) Subscription period Shall be equal to the subscription period for the offering through firm commitment underwriting.
- (6) Delivery date Monday, October 1, 2012
- (7) Subscription Same as the offering price per share.  
deposit
- (8) Selling unit 100 shares
- (9) The President and Representative Director of Livesense Inc. shall have authority to determine the offering price and all other matters necessary in respect of this stock offering.
- (10) Pursuant to the Financial Instruments and Exchange Act, Securities Registration Statement concerning this stock offering has been filed today, September 7, 2012.

## II. Change in a Major Shareholding

### 1. Background to the change

A change in a major shareholding is expected to result from the offering of the Company's ordinary stock resolved upon at its Board of Directors meeting on September 7, 2012 and described above in "I. Company Stock Offering, 1. Company stock offering through firm commitment underwriting."

### 2. Details of shareholder affected by the change

- (1) Name Daisuke Katsura
- (2) Address Shibuya Ward, Tokyo

3. Number of shares (voting rights) held by the shareholder affected by the change and corresponding percentage of total shareholders' voting rights

	Number of voting rights (number of shares held)	Corresponding percentage of total shareholders' voting rights	Major shareholder ranking
Before change	7,600 units (760,000 shares)	11.01%	Second
After change	6,857 units (685,700 shares)	9.94%	Second

Note: The number of voting rights and shares held, as well as the corresponding percentage of total shareholders' voting rights, has been calculated on the basis of the total shareholders' voting rights (68,992 units) after the stock split on July 1, 2012, on which date two shares were issued for one share of the Company's common stock in the shareholder registry on June 30, 2012.

4. Scheduled date of change

Monday, October 1, 2012

5. Outlook

The change has no effect on the Company's financial results.