



April 4, 2008

To whom it may concern:

Company: The Goodwill Group, Inc.  
Representative: Shinichi Horii  
Representative Director and President  
(Code No. 4723 TSE 1st Section)  
Contact: Tomoyuki Maeda  
General Manager  
Management Planning Division  
Investor Relations Department  
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## Notice of Change in Subsidiaries

As was already disclosed on December 25, 2007, the group is involved in a process of selection and concentration, and in conjunction with this had decided to sell consolidated subsidiary Premier Medical Care, Inc. ("Premier Medical Care" hereinafter). This is to inform you that all shares in Premier Medical Care were assigned to Autotrading Luft Japan Co., Ltd. on April 4, 2008, resulting in the movement of the subsidiary.

### *Details*

#### 1. Reason for change

In the process of selection and concentration of our operations, the group decided to assign Premier Medical Care to Autotrading Luft Japan Co., Ltd.

#### 2. Profile of assigned subsidiary

- |   |                                    |
|---|------------------------------------|
| (1) Name                                    | Premier Medical Care, Inc.         |
| (2) Representative                          | Masaki Obata                       |
| (3) Address                                 | 9-7-1 Akasaka, Minato-ku, Tokyo    |
| (4) Established                             | December 13, 2002                  |
| (5) Main lines of business                  | Medical and nursing care referrals |
| (6) Settlement                              | March                              |
| (7) Employees                               | 550 (as at March 1, 2008)          |
| (8) Capital                                 | 10 million yen                     |
| (9) Total issued and outstanding shares     | 3,000 shares                       |
| (10) Shareholder structure                  | Goodwill Premier, Inc. (100%)      |
| (11) Results for most recent business years |                                    |

	FYE March 2006	FYE March 2007
Revenues	462 million yen	1,241 million yen
Gross profits	47 million yen	155 million yen
Operating profits	-22 million yen	-0 million yen

Recurring profits	-23 million yen	-4 million yen
Net income	-12 million yen	-4 million yen
Gross assets	506 million yen	327 million yen
Net assets	12 million yen	75 million yen
Dividend per share	0 yen	0 yen

3. Assignee of shares

- (1) Name Autotrading Luft Japan Co., Ltd.  
(2) Representative Tatsuki Nambara  
(3) Address 3-38-15 Chikusa, Chikusa-ku, Nagoya, Aichi  
(4) Established February 1988  
(5) Main lines of business Sales of imported vehicles, new vehicles and used vehicles; vehicle maintenance and repair  
(6) Settlement September  
(7) Employees 7 (as at January 1, 2007)  
(8) Capital 997.71 million yen  
(9) Total issued and outstanding shares 7,560 shares  
(10) Shareholder structure Tatsuki Nambara (66.9%); Autobacs Seven Co., Ltd. (14.9%)

(11) Results for most recent business years

	FYE September 2006	FYE September 2007
Revenues	484 million yen	380 million yen
Gross profits	25 million yen	-11 million yen
Operating profits	-176 million yen	-215 million yen
Recurring profits	-99 million yen	-222 million yen
Net income	-41 million yen	-178 million yen
Gross assets	1,769 million yen	1,158 million yen
Net assets	903 million yen	724 million yen

- (12) Relationship with Goodwill Premier, Inc. There are no financial, personnel or operational relationships.

4. Number of shares assigned, assignment price and ownership before and after assignment

- (1) Our holdings prior to assignment 3,000 shares (ownership ratio: 100%)  
(Number of voting rights: 3000)  
(2) Number of shares assigned 3,000 shares (Assignment price: 120 million yen)  
(3) Our holdings after assignment 0 shares (ownership ratio: 0%)  
(Number of voting rights: 0)

5. Schedule

- April 4, 2008 Signing of Share Assignment Agreement  
April 4, 2008 Assignment of shares

6. Forecast

We are currently calculating the impact on results and will announce it when it is finalized.

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