



September 30, 2008

To whom it may concern:

Company: The Goodwill Group, Inc.  
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### **Reassignment of Shares from the First Section to the Second Section**

This is to inform you that we have received a notification from the Tokyo Stock Exchange that shares in the company will be reassigned from the First Section to the Second Section of the market effective November 1, 2008, and that under the delisting standards of the exchange we have been designated a "grace period issue" (insolvency). This designation was the result of confirmation in the securities report for FYE June 2008 submitted today that the group was in a state of insolvency in its consolidated financial statements.

As already disclosed on March 11, we plan to execute a 15.5 billion yen capital increase by third-party allotment on December 25, and the execution of this capital increase is expected to alleviate the insolvency on the consolidated financial statements. The designation as a grace period issue (insolvency) under the delisting standards is expected to be terminated in the event that alleviation of the insolvency is confirmed in the securities report for FYE June 2009.

We wish to express our deepest apologies to our shareholders and all other stakeholders for the anxiety and pain this causes.

We are working to restore confidence in the company and rebuild its operations, and we are certain that we can achieve stable growth over the medium and long terms by strengthening and expanding our core operations and earnings pillars of domestic engineer referrals and international services.

We are also in the process of formulating a "medium-term business plan" under which all executives and employees of the group will work together to achieve an early restoration to the First Section of the market.

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