

平成 28 年 2 月 23 日

各 位

会 社 名 クレアホールディングス(株)
代表者名 代表取締役社長 黒田 高史
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当社子会社である(株)JPマテリアルと米国AMSOIL INC.との
販売代理店に関する基本合意書締結に関するお知らせ

当社は、本日開催の取締役会において、当社子会社である株式会社JPマテリアル（以下、「JPマテリアル」といいます。）が、米国AMSOIL INC.（本社：米国ウィスコンシン州 スペリオル。以下、「アムズオイル社」といいます。）との間で、販売代理店に関する基本合意書を締結することを決議いたしましたので、下記のとおりお知らせいたします。

記

1. 基本合意の理由

当社子会社JPマテリアルは、自社エンジンオイル「REDSEED」を、大手量販店を軸とした日本国内、韓国、台湾へ販売しており、現在、国内外を合わせて1,000店舗を超える販売店にREDSEED製品を展開しております。現在、販売強化、収益向上に向け、REDSEEDの認知度向上、販売拡大を図っております。

JPマテリアルが出展した「東京オートサロン2016（※1）」を機に、米国のオイルメーカーであるアムズオイル社と関係を構築し、同社製オイル「AMSOIL」を日本でJPマテリアルが販売することについて、アムズオイル社より打診がありました。

米国大手企業のアムズオイル社は、世界で初めて化学合成オイル（※2）を開発したオイル業界のパイオニアであり、世界トップブランドのAMSOILは、近年、世界各地（約52カ国）で販売されているエンジンオイルです。また、開発に非常に注力し常に技術革新が行われている製品は、どれも品質が高いことで有名です。

日本でのAMSOILの展開の強化、再構築を目的とするアムズオイル社は、大手量販店に販路を構築しているJPマテリアルをパートナーとして選定し、日本でのAMSOILの取り扱い販売店の拡大を図り、販売拡大による収益向上を図ります。また、JPマテリアルは、AMSOILを既存販路への取り扱いによる販売店への製品ラインナップ、サービスの拡充、また、新規販売店を開発することによりREDSEEDの販売拡大にもつながることが期待され、販路拡大、収益向上を図ります。

上記のように両社の目的が一致したため、JPマテリアルがアムズオイル社との間で日本における販売代理店に関する基本合意書を締結することといたしました。

※1 平成 28 年 1 月 15 日～17 日に幕張メッセで開催された世界最大級のカスタムカーイベント。昭和 58 年に「東京エキサイティングカーショー」としてスタートした後、毎年開催され、第 34 回目を迎えた今回の来場者数は 3 日間の合計で 32 万人を超えたと発表されている。

※2 原油からガソリン、灯油、軽油、重油等の燃料を取り出した後の重質成分を精製したベースオイルを使用し不純物がある程度含まれる鉱物オイルとは違い、鉱物オイルよりも高度な精製がなされたベースオイルを使用していることから、純度や品質が鉱物オイルよりも高い。

2. 本基本合意の主な内容

- ・ J P マテリアルによるアムズオイル社製品の輸入及び日本国内での販売
- ・ 平成 28 年 3 月 31 日までに正式合意契約を締結する

3. 当該子会社の概要

(1) 名 称	株式会社 J P マテリアル
(2) 所 在 地	東京都港区赤坂八丁目 5 番 28 号
(3) 代表者の役職・氏名	代表取締役 茂 貴恒
(4) 主 な 事 業 内 容	オートモービル関連商品の開発・製造・販売
(5) 資 本 金	300 万円

4. 基本合意先の概要

アムズオイル社は、1972年に世界で初めて A P I（アメリカ石油協会）規格に準ずる化学合成オイルを開発し業界全体に衝撃を与えたオイル業界のパイオニアであり、様々な用途において最高品質のオイルを提供すべく 40 年以上にわたって研究開発を続け、その品質は世界約 52 カ国で高く評価されています。

同社の化学合成オイル「AMSOIL」は、通常の鉱物オイルより約 1.1 倍長持ちする長寿命オイルとされ、オイル消費量とメンテナンス時間を大幅に削減することができます。また、その優れた潤滑性能により金属同士の摩擦を抑制し、エンジン内での摩耗の発生・付着を防ぐことにより、燃料効率が向上して排気ガスが削減されるため、環境保全にも貢献しています。

(1) 名 称	AMSOIL INC.	
(2) 所 在 地	米国ウィスコンシン州 スペリオル	
(3) 代表者の役職・氏名	President and CEO Albert J. Amatuzio	
(4) 主 な 事 業 内 容	化学合成オイルの開発・製造・販売	
(5) 設 立	1972 年	
(6) 上場会社と当該会社との間の関係	資 本 関 係	該当事項はありません。
	人 的 関 係	該当事項はありません。
	取 引 関 係	該当事項はありません。
	関連当事者への該当状況	該当事項はありません。

※資本金、大株主及び当該会社の最近 3 年間の経営成績及び財政状態につきましては、非公開のため記載しておりません。

5. 日程

取締役会決議日	平成28年 2月 23日
基本合意書締結日	平成28年 2月 23日

6. 今後の見通し

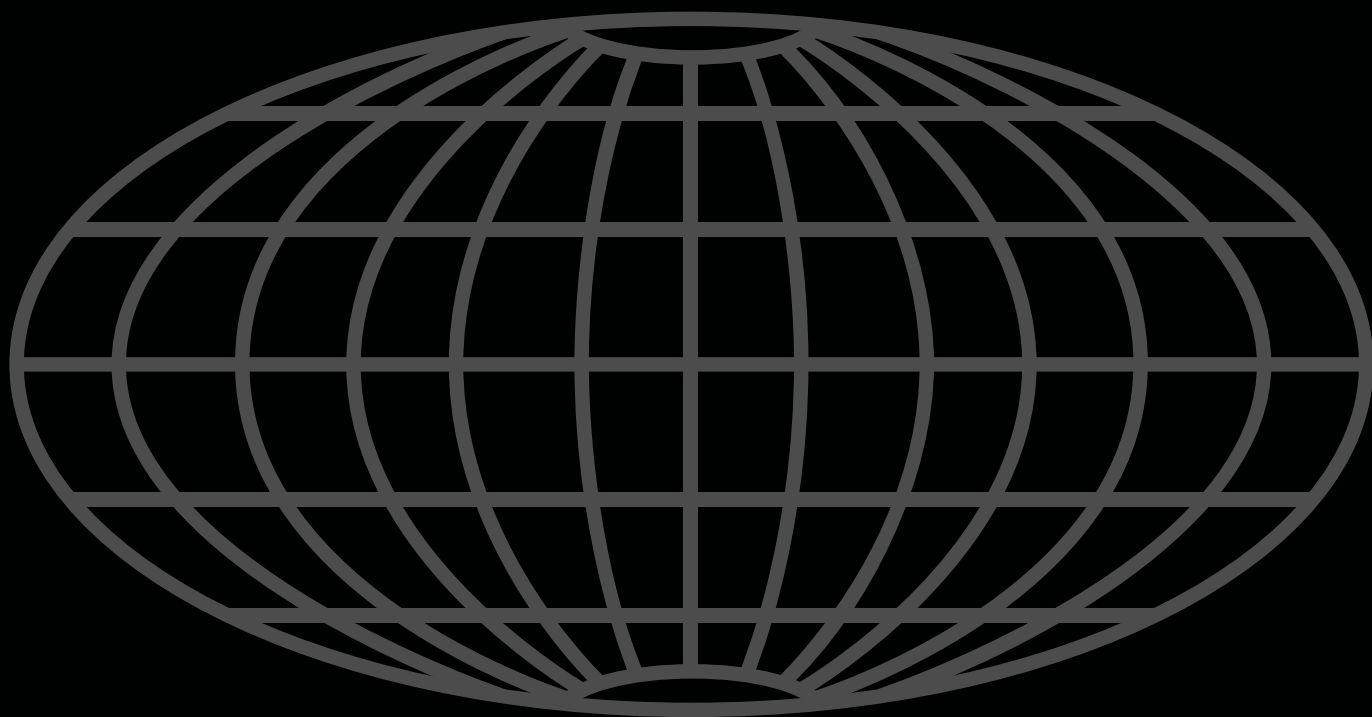
本件による当社業績への影響につきましては、本事業を展開した場合に実績を積み上げた上で当社の業績に重大な影響を与えることが判明次第、お知らせいたします。

以上

(以下、アムズオイル社の会社概要を添付)



The First in Synthetics®



GLOBAL LEADER IN SYNTHETIC TECHNOLOGY

A History of Leadership

When AMSOIL introduced the world's first synthetic motor oil to meet American Petroleum Institute service requirements, it set all-new standards for motor oil quality. AMSOIL synthetic motor oil outperformed conventional petroleum motor oils on all counts. It was clear from the start that this innovative product would play a major role in engine performance and engine life.

AMSOIL has remained steadfast in its commitment to quality and precision lubricant engineering, leading the charge over the past four decades with many industry firsts. This quality-first commitment has driven the introduction of numerous synthetic lubricants and fuel additives that provide tangible, real-world value.

Today, virtually every other motor oil manufacturer has recognized the superiority of synthetic lubricants and has followed the AMSOIL lead with introductions of synthetic motor oils of their own. They spend millions of dollars advertising their "new" and "revolutionary" products. No one, however, can match AMSOIL experience.

Accept no substitutes – AMSOIL is "*The First in Synthetics.*"®



The original synthetic in 1972.

- First** API-rated 100 percent synthetic motor oil.
- First** synthetic motor oil for diesel engines.
- First** synthetic motor oil for racing engines.
- First** synthetic motor oil for turbocharged engines.
- First** synthetic motor oil for marine engines.
- First** synthetic gear lube for automotive use.
- First** 100:1 pre-mix synthetic 2-cycle oil.
- First** synthetic automatic transmission fluid for automotive use.



Still leading the way today.

GLOBAL VISION

AMSOIL is recognized throughout the world as the leader in synthetic lubricant technology. The company has established a strong international presence, with great success in Asia, Europe, the South Pacific, South America, Africa and beyond. AMSOIL continues to build its worldwide reputation for cutting-edge synthetic technology through an ever-expanding international distribution network, and continuously seeks and evaluates potential distribution partners to help drive that growth.

GLOBAL HEADQUARTERS

The AMSOIL corporate headquarters and manufacturing facilities are located in Superior, Wisconsin, U.S.A. Product distribution begins at the AMSOIL Center, a state-of-the-art, ISO 9001:2008-certified facility strategically located on a main rail line and the U.S. Interstate highway system for efficient receipt of raw materials and delivery of finished products.

Passenger Car

Unprecedented advancements in engine and equipment technology call for more power and increased efficiency from smaller, tighter component design. Greater stress is forced on lubrication, and lube manufacturers are challenged to keep pace.

AMSOIL sets the pace. AMSOIL synthetic lubricants are engineered to meet the challenges presented by new technologies for years to come. They are shear-stable to withstand the stresses in high-performance engines and their pure, uniform molecular structure lends itself to maximum fuel efficiency. AMSOIL products offer clean, efficient engine operation, excellent cold-temperature performance, outstanding high-temperature deposit control, emissions system protection and superior wear protection.

AMSOIL products deliver a level of performance that satisfies the most discerning consumer.



Motorcycles

Motorcycles and scooters are popular around the world with both pleasure-seekers and daily commuters. From mountainous off-road terrain to jam-packed city streets, these applications operate in a wide variety of extremes and place unique demands on lubricants.

AMSOIL products more than meet those demands. AMSOIL Synthetic Motorcycle Oil is a balanced formulation resultant from exhaustive research. It is shear-stable and maintains its viscosity in high-temperature operation for reliable engine protection. It is fortified with a premium additive package to contend with the high sliding pressures, shock-loading and shearing forces in motorcycle transmissions. It contains no friction modifiers for maximum wet-clutch performance. It resists oxidation and foaming and inhibits the formation of rust. In short, AMSOIL Synthetic Motorcycle Oil provides advanced protection for virtually all types of motorcycles.



Powersports

Recreational and powersports equipment is often pushed to the edge and offers a challenge for some lubricants. Two-stroke applications are running on leaner gas-to-oil ratios, leaving less oil to lubricate and protect these hot, powerful motors and inviting deposits and wear. Four-stroke applications pose all the same challenges faced in passenger car applications and amplify them through extended high-rpm operation. Powersports applications range from personal watercraft to snowmobiles and while they all share some common lubrication requirements, each also has unique characteristics the oil must address.

AMSOIL engineers its lubricants using data collected through relationships with professional race teams. Each application's unique demands and failing points are revealed on the track. AMSOIL pinpoints those deficiencies and tailors AMSOIL lubricants accordingly. As a result, AMSOIL lubricants are recognized for their superiority by countless engine builders, racers and enthusiasts.



Industrial

AMSOIL industrial lubricants help extend equipment life and improve efficiency for maximum profitability. They are engineered to withstand the severe environments found in industrial applications.

AMSOIL formulations are designed on the basic premise that each different type of engine and component places its own unique demands on lubrication. Whether it's water resistance in wind turbine gearboxes, oxidation resistance in compressors or deposit control in natural gas engines, AMSOIL technology targets those areas most critical to performance.

But AMSOIL also understands that total value is only gained through a balanced approach to formulation design. AMSOIL doesn't commit to just one area of performance at the expense of performance in others. AMSOIL lubricants make no sacrifices, and AMSOIL industrial customers realize quickly that the deficiencies they accepted as standard with their previous lubricant regimes had been needlessly chewing up profits.



Commercial

AMSOIL products are ideal for commercial applications. AMSOIL dedicates its research to identifying deficiencies and suffering points in equipment, then builds its lubricants molecule by molecule to counter those deficiencies. Precision blends of AMSOIL lubricants are trusted across the globe to maximize efficiency and release the full potential of the most demanding applications.

AMSOIL products are robust, long-lasting and cost-effective. They are built with cutting-edge technology to provide tangible benefits for construction companies, taxi fleets and over-the-road fleets. Their superior wear protection helps reduce maintenance and increase equipment life. Their long service life helps keep equipment in the field working and out of the shop. Their advanced synthetic technology helps maximize fuel efficiency. All of these benefits help commercial operations save money.



Heavy-Duty/Off-Road

Heavy-duty/off-road applications offer a severe environment for lubricants. They generally operate under heavy loads, in dusty, dirty conditions and they're expected to perform in extreme temperatures. Heavy-duty/off-road equipment is critical for completing big jobs and is pushed to the limit in the name of productivity.

With premium synthetic lubricants, specialty greases and effective fuel additives, AMSOIL delivers exactly what heavy-duty/off-road equipment owners need. AMSOIL synthetic base oils are inherently durable and infinitely designable, allowing AMSOIL to engineer products that withstand the severe conditions in off-road applications and directly address the issues plaguing heavy-duty equipment. AMSOIL products are tailored to minimize maintenance and maximize equipment life.



Extensive Product Line

When AMSOIL INC. brought synthetic motor oil to the automotive world in 1972, the most savvy motorists were drawn to its performance. AMSOIL synthetic motor oil was more than a commodity; it performed like none other. And unlike the conventional oils that motorists had been using, AMSOIL synthetic motor oil provided value that actually made a difference.

That value carries even more impact today. With engines and drivetrain components churning out more horsepower and heat, along with regulations dictating greater fuel efficiency and emissions control, synthetic lubrication is becoming more than just a matter of choice. For maximum performance, it is now a need. AMSOIL offers the most extensive line of premium synthetic lubricants in the world. The complete line of AMSOIL products is recognized by countless motorists, powersports enthusiasts and professionals for its quality and performance.

Synthetic Passenger Car Motor Oil

AMSOIL synthetic motor oil is engineered to outperform petroleum oils. AMSOIL offers three lines of premium synthetic oil, each designed for optimum fuel economy, outstanding extreme-temperature performance and maximum engine life.

Synthetic Diesel Oil

AMSOIL synthetic diesel oils are engineered to withstand heat and soot better than other oils. They provide exceptional protection for hard-working on- and off-road applications. AMSOIL offers diesel oils for applications equipped with emissions control devices and those without.

Synthetic Racing Oil

AMSOIL builds its products based on research conducted in the lab, in the field and on the track. The same high-quality extreme formulations used by AMSOIL corporately sponsored race teams are available for you. Delivering the durable film strength and enhanced lubricity of AMSOIL synthetic technology, AMSOIL racing oils are engineered to provide a winning edge.

Synthetic 2-Stroke Oil

AMSOIL Synthetic 2-Stroke Oils are engineered to reduce deposit formation and plug fouling in all types of watercraft, ATVs, dirt bikes and other carbureted and fuel-injected equipment. AMSOIL offers a complete line of synthetic motor oils tailored to meet the unique demands of two-stroke applications.

Synthetic Motorcycle Oil

AMSOIL Synthetic Motorcycle Oil is the primary choice for riders who desire maximum protection and performance. Its advanced synthetic formulation is designed to withstand the torturous high temperatures in motorcycles and maintain viscosity better than other motorcycle oils.

Synthetic Gear Oil

AMSOIL Severe Gear® Synthetic Gear Lube is specially designed to protect heavily loaded gears and bearings in vehicles used for towing trailers, hauling heavy loads and 4x4 off-road driving. It contains advanced extreme-pressure additives for added protection. Severe Gear resists high-temperature evaporation.

Synthetic Automatic Transmission Fluid

AMSOIL synthetic automatic transmission fluids resist thermal breakdown and combat sludge and deposit formation for smoother shifts and quicker response times. They maximize fuel efficiency while providing long-lasting, high-quality wear protection.

Synthetic Hydraulic Oil

AMSOIL synthetic hydraulic oils feature high-viscosity-index base oils and performance additives for outstanding all-season protection and reliable operation in most types of hydraulic systems. They provide proven wear resistance and varnish control, and they're further tailored to promote energy efficiency and long component life.

Synthetic Compressor Oil

AMSOIL synthetic compressor oils feature long-life, premium formulations based on proprietary technology. They are designed to reduce heat, lower energy consumption and limit carbon build-up. AMSOIL compressor oils can help reduce maintenance costs through exceptional wear protection, reduced oil consumption and outstanding resistance to water contamination.



GLOBAL TECHNOLOGY LEADER

AMSOIL engineering remains at the forefront of a competitive global industry. Researching global specifications and pursuing the most advanced technology keep AMSOIL products on the cutting edge. A versatile, independent supply chain and a global supply network keep AMSOIL nimble. Efficient processes and diligence keep AMSOIL moving forward. All of this together solidifies AMSOIL as the industry leader. The company's unwavering commitment to quality and relentless drive for improvement ensure it stays there.

AMSOIL INC. is the leader in synthetic lubrication technology. The company's reputation for extreme product quality and strong North American foundation have driven worldwide demand for AMSOIL products. AMSOIL stands prepared to meet that demand and further build its global presence with staff dedicated to international business and the capability to custom-design products according to international market demands. AMSOIL is poised for continued international growth.



International Distribution Opportunities

AMSOIL is seeking new partners to help further expand the company's international presence. Serious inquiries from potential long-term AMSOIL international distributors should be sent to the address listed below. Please describe the business opportunity you wish to pursue and geographic area to be served.



AMSOIL INC.
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international@amsoil.com
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