



MEMBERSHIP

April 23, 2024

Company Name: Toshiba Tec Corporation
Hironobu Nishikori
Representative: Representative Director
President and Chief Executive Officer
(Securities Code: 6588, Tokyo Stock Exchange Prime Market)
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(Progress and changes in disclosure matters) Notice Regarding the Conclusion of the Absorption-Type Company Split Agreement with RISO Technologies Corporation

Toshiba Tec Corporation (the “Company”) issued an announcement called the “Notice of Transfer of Inkjet Head Business to RISO KAGAKU CORPORATION via Company Split (Simplified Absorption-Type Company Split)” dated December 22, 2023, which was partially updated in the “(Progress of disclosure matters) Notice of Transfer of Inkjet Head Business to RISO KAGAKU CORPORATION via Company Split (Simplified Absorption-Type Company Split)” dated January 30, 2024 (“Previous Timely Disclosure”). The announcement said that the Company concluded an agreement with RISO KAGAKU CORPORATION (“RISO KAGAKU”) to transfer the inkjet head business of the Company and Tec Precision Co., Ltd. (“TPI”), a wholly-owned subsidiary of the Company, from the Company and TPI to RISO Technologies Corporation (the “Succeeding Company”), which was established by RISO KAGAKU as its wholly-owned subsidiary on April 1, 2024, through the method of a company split (a simplified absorption-type company split for the Company) (collectively, the “Absorption-Type Company Split”).

In order to implement the Absorption-Type Company Split, the Company resolved, at its Board of Directors meeting held today, to conclude an absorption-type company split agreement between the Company and the Succeeding Company, and concluded the absorption-type company split agreement effective the date of this notice. Meanwhile, TPI’s General Meeting of Shareholders also resolved today to conclude an absorption-type company split agreement between TPI and the Succeeding Company, and concluded the absorption-type company split agreement effective the date of this notice. As a result, the Company hereby announces that the items that were left undecided in the Previous Timely Disclosure have been confirmed and that changes have been made to some items as described below.

The section numbers in this document are aligned with those in the Previous Timely Disclosure, and each term used but not defined otherwise herein shall have the meaning provided in the Previous Timely Disclosure. In the following, the items newly confirmed that were left undecided in the

Previous Timely Disclosure and the items to which changes have been made are underlined, and the items with no changes are omitted.

I. Items newly confirmed that were left undecided in the Previous Timely Disclosure

2. Summary of the Absorption-Type Company Split

(1) Schedule of the Absorption-Type Company Split

	The Company	TPI
Date of resolution of the Board of Directors concerning the conclusion of the Definitive Agreement	December 22, 2023	December 22, 2023
Date of conclusion of the Definitive Agreement	December 22, 2023	December 22, 2023
Date of resolution of the Board of Directors concerning the conclusion of the Absorption-Type Company Split Agreement	<u>April 23, 2024</u>	<u>April 23, 2024</u>
Date of resolution of the General Meeting of Shareholders concerning the conclusion of the Absorption-Type Company Split Agreement	-	<u>April 23, 2024</u>
Date of conclusion of the Absorption-Type Company Split Agreement	<u>April 23, 2024</u>	<u>April 23, 2024</u>
Date of establishment of the Succeeding Company	April 1, 2024	April 1, 2024
Effective date of the Absorption-Type Company Split	July 1, 2024 (planned)	July 1, 2024 (planned)

(Omitted)

II. Items with changes since the Previous Timely Disclosure

As a result of discussions held between the Company and RISO KAGAKU after the Previous Timely Disclosure, the Company and RISO KAGAKU reached an agreement to change the scope of rights and obligations to be succeeded from the Company and TPI to the Succeeding Company, and in conjunction with such change, to change the amount of consideration that the Company and TPI will receive from the Succeeding Company. As described above, the Company and TPI have concluded an absorption-type company split agreement that reflects these changes with the Succeeding Company effective the date of this notice, respectively. Therefore, some items in the Previous Timely Disclosure, will be changed as follows.

2. Summary of the Absorption-Type Company Split

(3) Details of allotment pertaining to the Absorption-Type Company Split

(Before changes)

The Company and TPI will receive a total amount of JPY 7,120 million in cash from the Succeeding Company as consideration for the rights and obligations to be transferred in the Absorption-Type Company Split.

The amounts to be received in cash by the Company and TPI, respectively, will be promptly disclosed after such amounts are determined in the Absorption-Type Company Split Agreement.

(After changes)

The Company and TPI will receive a total amount of JPY 6,436 million in cash from the Succeeding Company as consideration for the rights and obligations to be transferred in the Absorption-Type Company Split.

The amounts to be received in cash by the Company and TPI will be JPY 6,114 million and JPY 322 million, respectively.

5. Details of the Business to be Split

(3) Asset and liability accounts to be split and the book values thereof (as of June 30, 2023)

(Before changes)

Company

Assets		Liabilities	
Current Assets	JPY <u>2,261</u> million	Current Liabilities	<u>JPY 1,488 million</u>
Non-current Assets	JPY <u>859</u> million	Non-current Liabilities	JPY 507 million
Total	JPY <u>3,121</u> million	Total	JPY <u>1,995</u> million

TPI

Assets		Liabilities	
Current Assets	JPY <u>786</u> million	Current Liabilities	<u>JPY 581 million</u>
Non-current Assets	JPY 101 million	Non-current Liabilities	-
Total	JPY <u>887</u> million	Total	<u>JPY 581 million</u>

(Omitted)

(After changes)

Company

Assets		Liabilities	
Current Assets	JPY <u>252</u> million	Current Liabilities	=
Non-current Assets	JPY <u>895</u> million	Non-current Liabilities	JPY 507 million

Total	JPY <u>1,147</u> million	Total	JPY <u>507</u> million
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TPI

Assets		Liabilities	
Current Assets	JPY <u>39</u> million	Current Liabilities	-
Non-current Assets	JPY 101 million	Non-current Liabilities	-
Total	JPY <u>140</u> million	Total	-

(Omitted)