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March 31, 2026

**Company Name:** TOYO KANETSU K.K.  
**Representative:** Takashi Owada, President and Representative Director  
**Securities Code:** 6369  
**Listed Market:** TSE Prime Market  
**Contact for Inquiries:** Kenji Nemoto, Managing Executive Officer, Division Manager, Corporate Division  
**Tel:** +81-3-5857-3333

## **Notice Regarding the Transition to a Holding Company Structure through an Absorption-Type Company Split — Establishment of Split Preparation Subsidiaries**

TOYO KANETSU K.K. (the “Company”) hereby announces that its Board of Directors, at a meeting held today, resolved to transition to a holding company structure in order to enhance management agility and to strengthen Group governance. In connection with this, the Board of Directors also resolved (i) to conduct an absorption-type company split, with an effective date of April 1, 2027, pursuant to which the Company will transfer its Plant Business and Logistics Solutions Business to separate companies (the “Company Split”), and (ii) to establish, in early April 2026, two split preparation subsidiaries, each of which will be a wholly owned subsidiary of the Company (100%), one for each business.

Following the transition, the Company intends to remain listed on the TSE Prime Market as a holding company.

The Company intends to implement the transition to a holding company structure through the Company Split as outlined below, subject to approval at the Company’s Annual General Meeting of Shareholders scheduled for late June 2026 and obtaining any required licenses and permits from the relevant authorities.

The Company will promptly disclose further details once determined.

### **1. Purpose of the Transition to a Holding Company Structure**

Under the Group Medium-Term Management Plan for fiscal years 2025 to 2027, the TOYO KANETSU Group has adopted “establishing a growth foundation for the future” as its basic policy and is pursuing the following three initiatives.

- (1) Business growth (restructuring of the business structure (portfolio))
- (2) Productivity improvement (promotion of standardization and labor-saving of products and operations)
- (3) Strengthening human capital (ensuring diversity and proactive investment in development)

In fiscal year 2027, the final year of the Medium-Term Management Plan, the Group targets net sales of JPY 68.0 billion, operating profit of JPY 4.3 billion, and ROE of 8%.

The transition to a holding company structure is intended to further enhance the execution of the Medium-Term Management Plan. The Company also expects that such transition will accelerate growth and strengthen competitiveness toward the sustainable enhancement of corporate value by achieving both (i) optimal decision-making tailored to the characteristics of each business and (ii) more sophisticated capital allocation, governance, and risk management from a Group-wide perspective.

To date, in addition to strengthening its existing businesses, the Group has proactively incorporated new businesses and technologies through M&A, including companies related to the environment and disaster prevention in Business Innovation & Incubation, software development companies in the Logistics Solutions Business, and adjacent-domain companies in the Industrial Machinery Business and Plant Business. As a result, the number of Group companies has steadily increased, and the Company’s role has evolved from a single operating company into the center of group management overseeing multiple operating companies.

Under these circumstances, the Company determined that the transition to a holding company structure is the most appropriate means to facilitate (i) Group-wide strategy formulation, (ii) swift decision-making for each business, and (iii) post-M&A integration and growth support, and to evolve toward an optimal form of Group management.

## 2. Overview of the Transition to a Holding Company Structure

### (1) Method of transition

The Company plans to effect the Company Split as an absorption-type company split, with the Company as the demerging company and each split preparation subsidiary (a wholly owned subsidiary) as the succeeding company, so that each succeeding company will assume the relevant business. The Company will remain listed as a holding company.

### (2) Schedule of the Company Split

Board approval of establishment of split preparation subsidiaries	: March 31, 2026
Establishment of split preparation subsidiaries	: Early April 2026 (planned)
Board approval of the Company Split Agreements	: Early May 2026 (planned)
Execution of the Company Split Agreements	: Early May 2026 (planned)
Approval of the Company Split Agreements at the Annual General Meeting of Shareholders	: Late June 2026 (planned)
Effective date of the Company Split	: April 1, 2027 (planned)

## 3. Outline of the Split Preparation Subsidiaries to Be Established in Connection with the Transition to a Holding Company Structure

Item	Plant Business split preparation subsidiary	Logistics Solutions Business split preparation subsidiary
Name	TOYO KANETSU Plant Business Split Preparation Co., Ltd.	TOYO KANETSU Logistics Business Split Preparation Co., Ltd.
Location	2-11-1 Minamisuna, Koto-ku, Tokyo, Japan	2-11-1 Minamisuna, Koto-ku, Tokyo, Japan
Title and Name of Representative	Representative Director, Takashi Owada	Representative Director, Takashi Owada
Business	Plant Business	Logistics Solutions Business
Capital	JPY 100 million	JPY 100 million
Date of Establishment	Early April 2026 (planned)	Early April 2026 (planned)
Number of Issued Shares	100 shares	100 shares
Fiscal Year-End	March 31	March 31
Shareholder	TOYO KANETSU K.K. (100%)	TOYO KANETSU K.K. (100%)
Relationships between the parties	Capital relationship: The succeeding company is intended to be established as a wholly owned subsidiary of the Company. Personnel relationship: A representative director of the Company concurrently serves as the representative director of the succeeding company. Business relationship: As the succeeding company has not commenced business operations, there are currently no transactions with the Company.	Capital relationship: The succeeding company is intended to be established as a wholly owned subsidiary of the Company. Personnel relationship: A representative director of the Company concurrently serves as the representative director of the succeeding company. Business relationship: As the succeeding company has not commenced business operations, there are currently no transactions with the Company.

## 4. Other Matters

As the split preparation subsidiaries that will assume the relevant businesses through the Company Split will be wholly owned subsidiaries of the Company, the impact on the Company's consolidated financial results is expected to be immaterial. If any matter requiring timely disclosure arises in the future, the Company will promptly make an announcement.