



December 17, 2025

Company name: World Co., Ltd.
Representative: Nobuteru Suzuki
Representative Director of the Board, President and
Executive Officer
(Securities code: 3612; Prime Market of TSE)
Contact: Keiichi Nakabayashi
Member of the Board, Executive Vice President and
Executive Officer
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Notice about the change of our business segment system and the group reorganization (absorption-type split with consolidated subsidiaries (simplified/summary absorption-type split))

At the Meeting of Board of Directors held today, we passed a resolution on the reorganization of our business segment system and reorganization of our group to be in effect on March 1, 2026, aiming at realizing the plan for next-term business management of the group, concerning which we would like to inform you as follows:

Given that the group reorganization referred to in this notice represents a reorganization within a group, that is, reorganization either between our wholly-owned subsidiaries or between our wholly-owned subsidiary and us, part of the items or contents to be disclosed have been omitted accordingly.

1. Purpose of the reorganization

In order to further strengthen the corporate governance of our group and accelerate the optimal distribution of managerial resources and investment for growth aiming to establish and deepen our corporate statement “Always creating, sharing value. Always striving for more.” as well as our group’s medium- and long-term vision “World Fashion Ecosystem,” we have been promoting the “Quest for the fashion industry world without losses or wastes (advanced stage of the SPARCS Plan),” making best use of our brand creativity, digital platform and engagement in the circular domain.

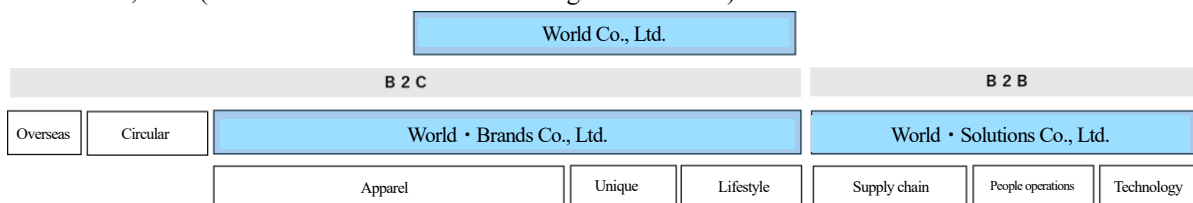
By the projected reorganization, following the pronounced growth of the non-apparel businesses, we intend to shift the business management into two major segments of B2C and B2B in anticipation of the completion of the business structure not dependent only on the apparel business and, subsequently, to reorganize the subsections according to the markets and the business models. For achieving the next medium-term business plan that will start in the next fiscal year, we intend to further increase the structural productivity of the entire group by fully making use of our group’s strength and, at the same time, through value creation that is sustainable for medium- and long-terms, which is a structural measure for realization of more clearly defined business responsibilities and prompt distribution of resources and, simultaneously, to concentrate more energy to the portfolio management for the entire group, so that we will continue living up to our stakeholders’ expectations through well balancing the shareholders’ value and social value.

2. Perspective of the reorganization

(1) As of December 17, 2025 (refer to Attachment 1 for detailed organization chart)



(2) As of March 1, 2026 (refer to Attachment 2 for detailed organization chart)



With regard to the business execution system as of March 1, 2026, we will inform you of it immediately after it is determined.

*Note: Three principles pertaining to the next-term management plan

- | | | |
|------|---|---|
| i) | Reconstruction of the business management potential | Reconstruction of the management structure
World Co., Ltd. will endeavor to promote the group governance, optimization of resources and strategic initiative. |
| ii) | Reconstruction of competitiveness | Reorganization of it to the segments so as to be adapted for the markets and business models which they will confront.
Business style being improved in streamlined organizations. |
| iii) | Reconstruction of productivity | Reinforcement of cost competitiveness and eradication of business redundancy in which the scale unique to the group is made use of, for winning the competition. |

3. Details of the reorganization in the B2C business

(1) Transfer of the stock management faculty and the coordination business between World Co., Ltd. and our subsidiary (absorption type split)

(i) Purpose of the transfer

Shares of a B2C-related subsidiary held by us (parent company) will be transferred to the intermediate holding company in the relevant domain, World • Brands Co., Ltd. ^{*1}. At the same time, integration of the managerial administration businesses we have up to now been engaged in, such as personnel affairs, planning administration and business management, to World Brands will integrate “capital (shares)” and “faculty (managerial guidance)” in the B2C business by which we intend to speed up our decision-making and strengthen business competitiveness.

*1) Outline of World • Brands Co., Ltd.

Corporate name	World • Brands Co., Ltd.
Location	6-8-1, Minatojima-Nakamachi, Chuo-ku, Kobe 650-8585, Japan
Name and title of the representative	Nobuteru Suzuki, President and Representative Director
Business lines	To carry out, as an operating holding company, managerial administration of the entire group of the companies under its wings, as well as businesses incident to it.
Capital	5 million yen
Date of foundation	November 19, 2025
Number of shares issued	500
Major shareholder and percentage ownership	World Co., Ltd, 100%

(ii) Outline of the transfer (absorption-type split)

The outline of the relevant absorption-type split is shown in the following table:

i. Schedule of the absorption-type split

Date of resolution by the Board of Directors	December 17, 2025
Date of conclusion of the absorption-type split agreement	December 17, 2025
Effective date of the absorption-type split	March 1, 2026 (planned)

Note: Since the relevant absorption-type split is projected to fall under the category of simplified split provided for by Article 784-2 of the Company Law for World Co., Ltd., the split company, and under the category of summary split provided for by Article 796-1 of the Company Law for World • Brands Co., Ltd., the succeeding company, neither of the companies will hold general meetings of shareholders.

ii. Method of the absorption-type split

This is a case of a company split (absorption-type split) with World Co., Ltd. as the split company and World • Brands Co., Ltd. as the succeeding company.

iii. Details of the allocation arising from the relevant absorption-type split

The absorption-type split will entail no allocation of shares or other pecuniary allocation, etc.

iv. Handling of the subscription rights to shares or the bonds with subscription rights to shares related to the absorption-type split

Not applicable.

v. Increase or decrease of the capital stock resulting from the absorption-type split

No increase or decrease of capital stock will be entailed by the absorption-type split.

vi. Rights and obligations the succeeding company will succeed

On the occasion of the absorption-type split, out of the assets, liabilities as well as other rights and obligations World Co., Ltd. possesses on the date of the absorption-type split taking effect in connection to the relevant business along with the status relative to the agreement, those defined by the absorption-type split agreement will be succeeded by World • Brands Co., Ltd.

vii. Expectations of fulfillment of obligation

There is no problem about the expectation of fulfillment of obligation which World • Brands, Co., Ltd., the succeeding company, should assume on the day the absorption-type split taking effect and after.

(3) Outline of the parties involving in the reorganization

	Split company	Succeeding company
Corporate name	World Co., Ltd.	World • Brands Co., Ltd.
Location	6-8-1, Minatojima-Nakamachi, Chuo-ku, Kobe City, Hyogo Prefecture, Japan	6-8-1, Minatojima-Nakamachi, Chuo-ku, Kobe City, Hyogo Prefecture, Japan
Name and title of the representative	Nobuteru Suzuki, President & Representative Director of the Board	Nobuteru Suzuki, President & Representative Director
Line of business	To carry out, as an operating holding company, managerial administration of the entire group of the companies under its wings, as well as businesses incident to it.	To carry out, as an operating holding company, managerial administration of the entire group of the companies under its wings engaging in the B2C business, as well as businesses incident to it.
Capital	6,000 million yen	5 million yen
Date of foundation	January 13, 1959	November 19, 2025
Number of shares	36,858,633 (as of the end of November	500 (as of the end of November 2025)

issued	2025)	
Business year ends	End of February	End of February
Major shareholder and percentage ownership (as of the end of August 2025 for World Co., Ltd.)	Master Trust Bank of Japan 11.1% (trust account) Hidezo Teraï 6.6% Custody Bank of Japan (trust 3.9% account)	World Co., Ltd. 100%

Business results and financial standings in the most recent business year

World Co., Ltd. (consolidated, International Financial Reporting Standards (IFRS))	
Fiscal year ends	February 2025
Equity attributable to the parent	81,200 million yen
Total assets	273,826 million yen
Per-share equity attributable to the parent	2,383.31 yen
Revenue	225,658million yen
Operating profit	16,742 million yen
Net profit for the term before adjustment for taxes, etc.	15,452 million yen
Net profit for the term attributable to the parent	11,051 million yen
Basic earnings per share	317.58 yen

*Note: Since World • Brands Co., Ltd. was established on November 19, 2025, no data for the most recent business year is available.

- (iv) Outline of the business divisions to be split or succeeded
 - i. Details of the businesses of the divisions to be split or succeeded
Management of the shares of affiliated companies in the B2C business domain
 - ii. Business results of the divisions to be split or succeeded
Sales: — million yen (FY ended February 2025)
 - iii. Items of the assets and liabilities to be split or succeeded and their book value

Assets		Liabilities	
Item	Book value	Item	Book value
Current assets	— million yen	Current liabilities	23,397 million yen
Noncurrent assets	23,397 million yen	Noncurrent liabilities	— million yen
Total	23,397 million yen	Total	23,397 million yen

- (v) Outline of the business divisions to be split or succeeded
There will be no changes in our company's corporate name, location, name and title of the representative, line of business, capital or business year ends, after the absorption-type split.

(2) Integration between subsidiaries (absorption-type merger)

i) Purpose of the integration

We will carry out mergers between subsidiaries (three cases) as mentioned below, targeting at B2C business faculty and eradication of business redundancy.

ii) Outline of the integration (absorption-type merger)

	Subject	Surviving company	Nonsurviving company
i	Integration of	World • Brands Co., Ltd.	World Production Partners Co., Ltd.

	production functions		
ii	Integration of the middle-upper brand businesses	Feels International Co., Ltd.	World Amber Co., Ltd.
iii	Integration of the lifestyle brand businesses	Lifestyle Innovation Co., Ltd.	World Lifestyle Creation Co., Ltd.

*Note: Items common to the above three cases of mergers:

Effective date: March 1, 2026

Consideration: No consideration (as those are reorganization effected within the group)

(3) Liquidation of a subsidiary

In order to integrate the businesses of marketing to children conducted by a B2C-related subsidiary, we will transfer the brand management business conducted by Pink Latte Co., Ltd. to Narumiya International Co., Ltd. and liquidate Pink Latte Co., Ltd.

4. Details of the reorganization in the B2B businesses

(1) Change of the corporate name of intermediary holding company

As of March 1, 2026, we will change the corporate name of World Platform Service Co., Ltd. into World • Solutions Co., Ltd.*2 and position it as the intermediary holding company for the B2B business.

*2) Outline of the World • Solutions Co., Ltd.

Corporate name	World • Solutions Co., Ltd. (corporate name planned to be changed on March 1, 2026)
Location	6-8-1, Minatojima-Nakamachi, Chuo-ku, Kobe 650-8585, Japan
Name and title of the representative	Shinichi Nishikawa, President and Representative Director
Business lines	To carry out, as an operating holding company, managerial administration of the entire group of the companies engaged in the B2B businesses under its wings, as well as businesses incident to it.
Capital	30 million yen
Date of foundation	April 1, 2022
Number of shares issued	51,582
Major shareholder and percentage ownership	World Co., Ltd, 100%

(2) Transfer of the stock management faculty and the coordination business to the intermediary holding company (absorption-type split)

(i) Purpose of the transfer

Shares of B2B-related subsidiaries held by us (parent company) will be transferred to the intermediate holding company in the relevant domain, World • Solutions Co., Ltd. At the same time, integration of the business administration which we have up to now been engaged in, such as personnel affairs and planning administration, to World Solutions will integrate the capital (shares) and faculty (managerial guidance) in the B2B business by which we intend to speed up the decision-making and strengthen business competitiveness.

(ii) Outline of the transfer (absorption-type split)

The outline of the relevant absorption-type split is shown in the following table:

i. Schedule of the absorption-type split

Date of resolution by the Board of Directors	December 17, 2025
Date of conclusion of the absorption-type split agreement	December 17, 2025
Effective date of the absorption-type split	March 1, 2026 (planned)

Note: Since the relevant absorption-type split is projected to fall under the category of simplified split provided for by Article 784-2 of the Company Law for World Co., Ltd., the split company, and under the category of summary split provided for by Article 796-1 of the Company Law for World • Solutions Co., Ltd., the succeeding company, neither of the companies will hold general meetings of shareholders.

ii. Method of the absorption-type split

This is a case of a company split (absorption-type split) with World Co., Ltd. as the split company and World • Solutions Co., Ltd. as the succeeding company.

iii. Details of the allocation arising from the relevant absorption-type split

The absorption-type split will entail no allocation of shares or other pecuniary allocation, etc.

iv. Handling of the subscription rights to shares or the bonds with subscription rights to shares related to the absorption-type split

Not applicable.

v. Increase or decrease of the capital stock resulting from the absorption-type split

No increase or decrease of capital stock will be entailed by the absorption-type split.

vi. Rights and obligations the succeeding company will succeed

On the occasion of the absorption-type split, out of the assets, liabilities as well as other rights and obligations World Co., Ltd. possesses on the date of the absorption-type split taking effect in connection to the relevant business along with the status relative to the agreement, those defined by the absorption-type split agreement will be succeeded by World • Solutions Co., Ltd.

vii. Expectations of fulfillment of obligation

There is no problem about the expectation of fulfillment of obligation which World • Solutions Co., Ltd., the succeeding company, should assume on the day the absorption-type split taking effect and after.

(iii) Outline of the parties involving in the reorganization

	Split company	Succeeding company
Corporate name	World Co., Ltd.	World • Solutions Co., Ltd. (a change of the corporate name planned on March 1, 2026)
Location	6-8-1, Minatojima-Nakamachi, Chuo-ku, Kobe City, Hyogo Prefecture, Japan	6-8-1, Minatojima-Nakamachi, Chuo-ku, Kobe City, Hyogo Prefecture, Japan
Name and title of the representative	Nobuteru Suzuki, President & Representative Director of the Board	Shinichi Nishikawa, President & Representative Director
Line of business	To carry out, as an operating holding company, managerial administration of the entire group of the companies under its wings, as well as businesses incident to it.	To carry out, as an operating holding company, managerial administration of the entire group engaging in the B2B business, as well as business incident to it.

Capital	6,000 million yen	30 million yen
Date of foundation	January 13, 1959	April 1, 2022
Number of shares issued	36,858,633 (as of the end of November 2025)	51,582 (as of the end of November 2025)
Business year ends	End of February	End of February
Major shareholder and percentage ownership (as of the end of August 2025 for World Co., Ltd.)	Master Trust Bank of Japan 11.1% (trust account) Hidezo Teraï 6.6% Custody Bank of Japan (trust 3.9% account)	World Co., Ltd. 100%

Business results and financial standings in the most recent business year

World Co., Ltd. (consolidated, International Financial Reporting Standards (IFRS))	
Fiscal year ends	February 2025
Equity attributable to the parent	81,200 million yen
Total assets	273,826 million yen
Per-share equity attributable to the parent	2,383.31 yen
Revenue	225,658 million yen
Operating profit	16,742 million yen
Net profit for the term before adjustment for taxes, etc.	15,452 million yen
Net profit for the term attributable to the parent	11,051 million yen
Basic earnings per share	317.58 yen

World • Solutions Co., Ltd. (nonconsolidated, Japanese standards)	
Fiscal year ends	February 2025
Net assets	3,490 million yen
Total assets	3,697 million yen
Net assets per share	67,654.72 yen
Sales	1,369 million yen
Operating profit	658 million yen
Net profit for the term before tax	657 million yen
Net profit for the term	661 million yen
Net profit per share	12,807.77 yen

(iv) Outline of the business divisions to be split or succeeded

i. Details of the businesses of the divisions to be split or succeeded

Management of shares of affiliates in the B2B business domain.

ii. Business results of the divisions to be split or succeeded

Sales — million yen (FY ended February 2025)

iii. Items of the assets and liabilities to be split or succeeded and their book value

Assets		Liabilities	
Item	Book value	Item	Book value
Current assets	— million yen	Current liabilities	9,970 million yen
Noncurrent assets	9,970 million yen	Noncurrent liabilities	— million yen

Total	9,970 million yen	Total	9,970 million yen
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(v) Outline of the business divisions to be split or succeeded

There will be no changes in our company's corporate name, location, name and title of the representative, line of business, capital or business year ends, after the absorption-type split.

5. Details of the organization at World Co., Ltd. (Holdings)

In order to accelerate the growth of our development business (overseas business, regenerative investment business and circular business) which will be the next pillar of the World Group's business, we will place the relevant business, i.e., overseas wholesale business, under the direct control of World (Holdings). Details of the organization that is related to it are stated below.

(1) Transfer of the overseas wholesale business from subsidiary to us (absorption-type split)

(i) Purpose of the transfer

The overseas wholesale business held by a subsidiary will be transferred to World Co., Ltd. Through the integration of overseas businesses in World Co., Ltd., we intend to strengthen business competitiveness which will be the next business pillar.

(ii) Outline of the transfer (absorption-type split)

The outline of the relevant absorption-type split is shown in the following table:

i. Schedule of the absorption-type split

Date of resolution by the Board of Directors	December 17, 2025
Date of conclusion of the absorption-type split agreement	December 17, 2025
Effective date of the absorption-type split	March 1, 2026 (planned)

Note: Since the relevant absorption-type split is projected to fall under the category of simplified split provided for by Article 784-2 of the Company Law for World Platform Service Co., Ltd., the split company, and under the category of summary split provided for by Article 796-1 of the Company Law for World Brands Co., Ltd., the succeeding company, neither of the companies will hold general meetings of shareholders.

ii. Method of the absorption-type split

This is a case of a company split (absorption-type split) with the World Platform Service Co., Ltd. as the split company and World Co., Ltd. as the succeeding company.

iii. Details of the allocation arising from the relevant absorption-type split

The absorption-type split will entail no allocation of shares or other pecuniary allocation, etc.

iv. Handling of the subscription rights to shares or the bonds with subscription rights to shares related to the absorption-type split

Not applicable.

v. Increase or decrease of the capital stock resulting from the absorption-type split

No increase or decrease of capital stock will be entailed by the absorption-type split.

vi. Rights and obligations the succeeding company will succeed

On the occasion of the absorption-type split, out of the assets, liabilities as well as other rights and obligations World Platform Service Co., Ltd. possesses on the date of the absorption-type split taking effect in connection to the relevant business along with the status relative to the agreement, those defined by the absorption-type split agreement will be succeeded by World Co., Ltd.

vii. Expectations of fulfillment of obligation

There is no problem about the expectation of fulfillment of obligation which World Co., Ltd., the succeeding

company, should assume on the day the absorption-type split taking effect and after.

(iii) Outline of the parties involving in the reorganization

	Split company	Succeeding company
Corporate name	World Platform Service Co., Ltd. (corporate name planned to be changed to World Solutions Co., Ltd. on March 1, 2026)	World Co., Ltd.
Location	6-8-1, Minatojima-Nakamachi, Chuo-ku, Kobe City, Hyogo Prefecture, Japan	6-8-1, Minatojima-Nakamachi, Chuo-ku, Kobe City, Hyogo Prefecture, Japan
Name and title of the representative	Shinichi Nishikawa, President & Representative Director	Nobuteru Suzuki, President & Representative Director of the Board
Line of business	To carry out, as an operating holding company, managerial administration of the entire group of the companies under its wings engaging in the B2C business, as well as businesses incident to it.	To carry out, as an operating holding company, managerial administration of the entire group of the companies under its wings, as well as businesses incident to it.
Capital	30 million yen	6,000 million yen
Date of foundation	April 1, 2022	January 13, 1959
Number of shares issued	51,582 (as of the end of November 2025)	36,858,633 (as of the end of November 2025)
Business year ends	End of February	End of February
Major shareholder and percentage ownership (as of the end of August 2025)	World Co., Ltd. 100%	Master Trust Bank of Japan 11.1% (trust account) Hidezo Terao 6.6% Custody Bank of Japan(trust 3.9% account)

Business results and financial standings in the most recent business year

World Platform Service Co., Ltd. (nonconsolidated, Japanese standards)	
Fiscal year ends	February 2025
Net assets	3,490 million yen
Total assets	3,697 million yen
Net assets per share	67,654.72 yen
Sales	1,369 million yen
Operating profit	658 million yen
Net profit for the term before tax	657 million yen
Net profit	661 million yen
Net profit per share	12,807.77 yen

World Co., Ltd. (consolidated, International Financial Reporting Standards (IFRS))	
Fiscal year ends	February 2025
Equity attributable to the parent	81,200 million yen
Total assets	273,826 million yen

Per-share equity attributable to the parent	2,383.31 yen
Revenue	225,658 million yen
Operating profit	16,742 million yen
Net profit for the term before adjustment for taxes, etc.	15,452 million yen
Net profit for the term attributable to the parent	11,051 million yen
Basic earnings per share	317.58 yen

(iv) Outline of the business divisions to be split or succeeded

i. Details of the businesses of the divisions to be split or succeeded

Overseas wholesale business in the B2B business domain.

ii. Business results of the divisions to be split or succeeded

Sales 62 million yen (FY ended February 2025)

iii. Items of the assets and liabilities to be split or succeeded and their book value

Assets		Liabilities	
Item	Book value	Item	Book value
Current assets	— million yen	Current liabilities	— million yen
Noncurrent assets	— million yen	Noncurrent liabilities	— million yen
Total	— million yen	Total	— million yen

(v) Outline of the business divisions to be split or succeeded

There will be no changes in our company's corporate name, location, name and title of the representative, line of business, capital or business year ends, after the absorption-type split.

6. Outlook for the future

Since this is a reorganization within our group (i.e., between wholly-owned subsidiaries or between the parent and its wholly-owned subsidiary), the effects it will have on the consolidated business performance for the fiscal year ending February 2027 will remain negligible. It, however, is believed that the reorganization will contribute greatly to the increase of our corporate value over medium and long terms, as it will speed up our decision-making and promote optimal distribution of managerial resources in both B2C and B2B business domains.

