



MEMBERSHIP

March 27, 2024

Company Name: Ricoh Company, Ltd.

President and CEO: Akira Oyama

Stock code: 7752 (Prime of Tokyo Stock Exchange)

Contact: Takashi Kawaguchi, Executive Corporate Officer and CFO

(Tel. +81-50-3814-2805)

**(Update on Previously Disclosed Transaction) Notice regarding Transfers (Acquisition of Shares) in Consolidated Subsidiaries**

Regarding the “Notice regarding Transfers (Acquisition of Shares) in Consolidated Subsidiaries” announced on May 19, 2023 (including subsequent revisions and additions\*; hereinafter, “Previous Timely Disclosure”), in accordance with the absorption-type company split (the “Absorption-type Company Split”) under) the Absorption-type Company Split Agreement between Toshiba Tec Corporation (“Toshiba Tec”) and Ricoh Technologies Company Ltd. (the “Joint Venture”) which is part of an integration of business regarding the development and manufacturing of multifunction printers and other devices between Ricoh Company, Ltd. (“Ricoh”) and Toshiba Tec (the “Business Integration”), Ricoh announced that (i) its Board of Directors resolved that the Joint Venture will acquire the shares of the five consolidated subsidiaries of Toshiba Tec (the “Acquisition of Shares”), and (ii) it decided to have the Joint Venture acquire the shares of Toshiba Tec Europe Imaging Systems (the “Additional Acquisition of Shares”).

In order to implement the Business Integration, Toshiba Tec resolved today to establish the US Company that would be subject to the Acquisition of Shares. Ricoh hereby announces that matters stated to be determined in the Previous Timely Disclosure were confirmed.

The section numbers herein are in line 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 addition, matters stated to be determined in the Previous Timely Disclosure but have been newly confirmed or changed are underlined, and the parts that have no changes are omitted.

\* (i) The amendments in “(Correction) Notice Regarding Partial Corrections to the ‘Notice regarding Transfers (Acquisition of Shares) in Consolidated Subsidiaries’” disclosed on July 19, 2023; and (ii) Changes and additions disclosed in “Notice regarding Transfers (Acquisition of Shares) in Consolidated Subsidiaries (Update on Previously Disclosed Transaction)” announced on August 24, 2023.

**I. Matters stated to be determined in the Previous Timely Disclosure regarding the Acquisition of Shares but have been newly confirmed**

3. Overview of the subsidiaries to be acquired

(1) ~ (4)

(omitted)

(5) US Company (as of April 1, 2024)

(1)	<u>Name</u>	<u>ETRIA PRODUCTS USA INC.</u>		
(2)	<u>Location</u>	<u>850 New Burton Rd #201, Dover, DE 19904</u>		
(3)	<u>Name and title of representative</u>	<u>Larry White, President and CEO</u>		
(4)	<u>Business description</u>	<u>Manufacture and sale of toners and toner cartridges, etc.</u>		
(5)	<u>Capital</u>	<u>USD 0.01</u>		
(6)	<u>Date of establishment</u>	<u>April 1, 2024</u>		
(7)	<u>Major shareholders and shareholding ratios</u>	<u>Toshiba America Business Solutions: 100% (as of April 1, 2024)</u> <u>Toshiba Tec: 100% (as of the date of the Acquisition of Shares)</u> <u>(Note) As of April 1, 2024, Toshiba Tec does not hold any shares of the US Company. However, Toshiba Tec will hold 100% of the voting rights of the US Company by the date of the Acquisition of Shares by acquiring the shares of the US Company held by Toshiba America Business Solutions.</u>		
(8)	<u>Relationship with the listed company</u>	<u>Capital relationship</u>	<u>N/A</u>	
		<u>Personnel relationship</u>	<u>N/A</u>	
		<u>Business relationship</u>	<u>N/A</u>	
(9)	<u>Results of operations and financial condition of the US Company for the past three years</u>			
		<u>Fiscal year ended</u> <u>March 2021</u>	<u>Fiscal year ended</u> <u>March 2022</u>	<u>Fiscal year ended</u> <u>March 2023</u>
	<u>Net assets</u>			
	<u>Total assets</u>			
	<u>Sales</u>			
	<u>Operating profit</u>			
	<u>Ordinary profit</u>			
	<u>Net profit</u>			

(Note) Since the US Company is scheduled to be established on April 1, 2024, the “Results of operations and financial condition of the US Company for the past three years” cannot be stated. Therefore, (9) in the above table is left blank. The results of operations for the most recent fiscal year of Toshiba

America Business Solutions' business (manufacture and sale of toners and toner cartridges, etc.) that will be succeeded to the US Company are as follows. (Net assets, total assets and net profit are omitted because the relevant business is part of the Toshiba America Business Solutions' businesses and is not incorporated.)

	<u>Fiscal year ended March 2023</u> <u>(in thousands of USD)</u>
<u>Sales</u>	<u>60,240</u>
<u>Operating profit</u>	<u>20,359</u>
<u>Ordinary profit</u>	<u>20,413</u>