



December 4, 2025

Press release

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Stock code	7984, TSE Prime
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## **Kokuyo to Fully Acquire Six Equity-Method Affiliates and Absorb Them Into Kokuyo Subsidiary**

On December 4, 2025, the board of directors of Kokuyo Co. Ltd. approved a plan for Kokuyo to acquire six Japan-based sales companies that are currently equity-method affiliates of Kokuyo, such that they become wholly owned subsidiaries of Kokuyo, and to then absorb the companies into Kokuyo Marketing Co. Ltd., a wholly owned subsidiary of Kokuyo.

### **1 Purpose of Corporate Reorganization**

Under CCC 2030, a long-term vision with an endpoint of 2030, Kokuyo has defined its role as that of a “work and lifestyle company” that helps build a self-directed, collaborative society. Accordingly, Kokuyo strives to be an organization that generates ideas for enriching people’s lives in the field of work and in the field of learning and living.

As part of this vision, Kokuyo will invest in projects to further its future growth prospects, particularly in overseas businesses. Such investments will depend upon a stable, recurring source of profit from Kokuyo’s core businesses in Japan.

Kokuyo’s sales operations in Japan are undertaken by Kokuyo Marketing Co. Ltd., a wholly owned subsidiary of Kokuyo, and by regional sales companies that are equity-method affiliates of Kokuyo. These regional sales companies play a crucial role: They procure products and services from Kokuyo business units or from other companies and then distribute them to retailers or sell them directly to end-users.

In the planned corporate reorganization, the six sales companies will be absorbed into Kokuyo Marketing to consolidate Kokuyo’s resources and fortify the competitive advantage of Kokuyo’s sales network in Japan, so that Kokuyo’s B2B operations in Japan can unlock further growth and improve its resilience.

This corporate reorganization will unify business operations across Japan, improving

knowledge-sharing and coordination in sales pitching, so that Kokuyo can offer and deliver value to customers more effectively. Such coordination will enable Kokuyo to close more leads for office relocation and office renovation and also for its purchasing solutions systems, including Benri Net. In this way, Kokuyo will gain a greater competitive edge in a changing market. These business activities will be underpinned by a robust and flexible assets and structures. That is, they will be underpinned by a unified approach to acquiring and nurturing talent, by the dissemination across the corporate group of Kokuyo's corporate governance standards and risk management structures.

## **2 Acquisition of Equity-method Affiliates**

### **2.1 Reason for Acquisition**

The acquisition will involve Kokuyo buying additional shares in the equity-method affiliates described below such that the affiliates will become wholly owned subsidiaries of Kokuyo. The reason for the acquisition is to improve Kokuyo's sales operations in Japan as described in 1 above.

Kokuyo will negotiate with the shareholders of the six sales companies to confirm the exact method by which the companies will become wholly owned subsidiaries.

The acquisitions are contingent upon the parties completing all processes stipulated in the Act on Prohibition of Private Monopolization and Maintenance of Fair Trade and those stipulated in other relevant legislation.

### **2.2 Overview of Acquirees (six sales companies to be acquired by Kokuyo)**

#### **Kokuyo Hokkaido Sales Co. Ltd.**

Location	5-1-7, Higashi Sapporo Gojo, Shiroishi-ku, Sapporo City, Hokkaido
Representative	Yasushi Yamakawa (Representative Director and Chairperson) Jun Masuda (Representative Director and President)
Business description	<p>Selling the following products, mainly under the Kokuyo brand: stationery, furniture, construction materials, interior goods, computer hardware, computer software, peripheral devices, and office equipment</p> <p>Maintenance services for computer hardware, computer software, peripheral devices, and office equipment</p> <p>Developing and selling software</p> <p>Designing, supervising, and delivering implementation contracts for civil engineering and construction work</p> <p>Interior finishing services</p> <p>Delivering joinery contracts and implementing work related to such</p> <p>Delivering paintwork contracts and implementing work related</p>

	<p>to such</p> <p>Tiling, brickwork, and block-wall construction services</p> <p>Selling medical devices and cooking utensils</p> <p>Delivering removals contracts</p> <p>Any service related to the above</p>
Capital	¥100 million
Date founded	August 2003
Major shareholders: % of total shares held	Daimaru Inc: 66% Kokuyo: 34%
Significant shared interests with Kokuyo	Capital relations: Kokuyo owns 34% of the company's common stock.
	Personal relations: One of the company's directors and two of its auditor/supervisors (all three are part-time) are from Kokuyo.
	Business relations: Kokuyo and the company trade in products and services.

Note: The company's performance and financial status have not been disclosed here.

#### **Kokuyo Tohoku Sales Co. Ltd.**

Location	10F, Centore Tohoku, 2-9-10, Chuo, Aoba-ku, Sendai City, Miyagi
Representative	Hiroaki Okatake (Representative Director and President)
Business description	<p>Selling stationery, paper, and office equipment</p> <p>Selling furniture and fittings</p> <p>Selling household goods, everyday goods, food, and toys</p> <p>Selling computer devices, office-automation devices, and telecommunications devices</p> <p>Selling equipment for people with long-term care needs (e.g. assistive devices, adjustable electric beds, wheelchairs)</p> <p>Delivering interior finishing contracts</p> <p>Designing and managing office projects and delivering implementation contracts for such</p> <p>Engaging in woodworking, interior carpentry, joinery work for architectural fittings and furniture, and delivering implementation contracts for such</p> <p>Delivering building maintenance and building cleaning contracts</p> <p>Delivering contracts related to electric power, telephony, and LAN</p>

	Delivering removals contracts
Capital	¥95 million
Date founded	July 2003
Major shareholders: % of total shares held	Kita Nihon Office Engineering: 66% Kokuyo: 34%
Significant shared interests with Kokuyo	Capital relations: Kokuyo owns 34% of the company's common stock.
	Personal relations: One of the company's directors and two of its auditor/supervisors (all three are part-time) are from Kokuyo.
	Business relations: Kokuyo and the company trade in products and services.

Note: The company's performance and financial status have not been disclosed here.

### **Kokuyo Kitakanto Sales Co. Ltd.**

Location	3172-48, Tonya-machi, Utsunomiya City, Tochigi
Representative	Masahiro Funada (Representative Director and President)
Business description	<p>Selling paper products, paper, and stationery</p> <p>Printing and duplicating</p> <p>Selling furniture, office equipment, telecommunications devices, measuring equipment, and ancillary products for such</p> <p>Selling self-defense tools, bags, interior decoration, and textile products</p> <p>Selling everyday items, food, medical products, and quasi-prescription drugs</p> <p>Selling retail fittings</p> <p>Selling health-and-fitness equipment and products for people with long-term care needs</p> <p>Selling and leasing computer hardware and other computer products, developing software, providing training services and consultative services</p> <p>Designing, implementing, and selling interiors and furnishings</p>
Capital	¥50 million
Date founded	May 1961
Major shareholders: % of total shares held	STM Partners Limited: 61.4% Kokuyo: 38.6%
Significant shared interests with Kokuyo	Capital relations: Kokuyo owns 38.6% of the company's common stock.
	Personal relations: One of the company's directors and two of its auditor/supervisors (all three are part-time) are from Kokuyo.

	Business relations: Kokuyo and the company trade in products and services.
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Note: The company's performance and financial status have not been disclosed here.

### **Kokuyo Hokuriku-Niigata Sales Co. Ltd.**

Location	2-17-2, Kurose Kita-machi, Toyama City, Toyama
Representative	Yasuyuki Mohara (Representative Director, Chairperson, and President)
Business description	<p>Selling paper products, paper, and stationery for office-use and study</p> <p>Selling furniture, office equipment, telecommunications devices, measuring equipment, and ancillary products for such</p> <p>Selling fashion accessories, bags, interior decoration, clothing, and everyday goods</p> <p>Selling health-and-fitness equipment, medical equipment, assistive devices, and products for people with long-term care needs</p> <p>Selling, and developing and maintaining systems for, computer hardware and peripheral devices</p> <p>Designing and implementing construction work, interiors, and furnishings</p> <p>Delivering design and implementation contracts for joinery work and steel structure work</p> <p>Cleaning office furnishings and fittings</p>
Capital	¥96 million
Date founded	November 2004
Major shareholders: % of total shares held	Kokuyo: 34% Hozai: 33%
Significant shared interests with Kokuyo	Capital relations: Kokuyo owns 34% of the company's common stock.
	Personal relations: One of the company's directors and two of its auditor/supervisors (all three are part-time) are from Kokuyo.
	Business relations: Kokuyo and the company trade in products and services.

Note: The company's performance and financial status have not been disclosed here.

### **Kokuyo Tokai Sales Co. Ltd.**

Location	Katoken Building, 1-4-10, Kamimaezu, Naka-ku, Nagoya City, Aichi
Representative	Junzo Kato (Representative Director and Chairperson) Haruyuki Goto (Representative Director and President)

Business description	<p>Constructing office spaces, selling furniture to clients relocating offices, delivering interior design and layout services</p> <p>Selling stationery, office goods, office equipment, and delivering customer-support services to users of a purchasing system</p>
Capital	¥90 million
Date founded	May 2004
Major shareholders: % of total shares held	Katoken Holdings Co. Ltd.: 66% Kokuyo: 34%
Significant shared interests with Kokuyo	Capital relations: Kokuyo owns 34% of the company's common stock.
	Personal relations: One of the company's directors and two of its auditor/supervisors (all three are part-time) are from Kokuyo.
	Business relations: Kokuyo and the company trade in products and services.

Note: The company's performance and financial status have not been disclosed here.

### **Kokuyo Sanyo-Shikoku Sales Co. Ltd.**

Location	6F, Sumitomo Seimei Okayama New City Building, 3-10, Togiya-cho, Kita-ku, Okayama City, Okayama
Representative	Shirahige Chiharu (Representative Director and President)
Business description	<p>Selling stationery, paper products for office use, paper products for general use and study, and novelty/tie-in merchandise</p> <p>Selling office equipment, telecommunications devices, measuring equipment, and ancillary products for such</p> <p>Selling everyday goods, appliances for households and offices, and food</p> <p>Selling steel and wooden furniture and fittings, room dividers, and racks</p> <p>Delivering design contracts for construction work, interior work, furnishings, and retail fittings</p> <p>Selling computer hardware and software and ancillary products for such</p> <p>Delivering information processing services and information provision services</p>
Capital	¥29 million
Date founded	February 1948
Major shareholders: % of total shares held	Kokuyo: 34% Office Partner Co. Ltd.: 16.5% Murakami Bunbodo: 16.5%

	Santan Business Machine Corporation: 16.5% Shikoku Trustec: 16.5%
Significant shared interests with Kokuyo	Capital relations: Kokuyo owns 34% of the company's common stock.
	Personal relations: One of the company's directors and two of its auditor/supervisors (all three are part-time) are from Kokuyo.
	Business relations: Kokuyo and the company trade in products and services.

Note: The company's performance and financial status have not been disclosed here.

Reference: Performance and financial status of six sales companies combined

Disclosed below are the amounts for all six sales companies combined, rather than the amounts for each of the six companies. The latter is not disclosed because doing so would reveal details about Kokuyo Group's specific areas of business activity, potentially affecting competitive advantage in the context of Kokuyo Group's business strategy.

Note also that the figures below represent the amounts before intercompany eliminations.

Performance and financial status in past three years			
Year ended	September 2022	September 2023	September 2024
Net assets	¥4,748 million	¥5,220 million	¥5,812 million
Total assets	¥13,958 million	¥15,980 million	¥14,847 million
Net sales	¥40,376 million	¥39,543 million	¥41,367 million
Operating income	¥762 million	¥575 million	¥816 million
Ordinary income	¥775 million	¥666 million	¥903 million
Net income	¥529 million	¥451 million	¥621 million

## 2.3 Overview of Transferring Parties

### Daimaru Inc.

Location	Minami 1-jo, Nishi 3-chome 2, Chuo-ku, Sapporo City, Hokkaido
Representative	Keiichi Fujii (Representative Director) Akihiko Serita (Representative Director)
Business description	Selling Western-style paper, paper boards, stationery, office goods, paper products, IT devices, office furniture, interior goods, cosmetics, packaging materials, and factory-automation devices; delivering retail store layout services and environment planning services
Capital	¥480 million
Date founded	May 1922
Significant shared interests with Kokuyo	Capital relations: N/A
	Personal relations: N/A
	Business relations: N/A
	Related-party relationships: N/A

Note: The company's performance and financial status have not been disclosed here.

### Kita Nihon Office Engineering

Location	4-7-7 Oroshimachi, Akita City, Akita
Representative	Hiroaki Okatake (Representative Director)
Business description	Selling paper products and office goods
Capital	¥10 million
Date founded	July 1968
Significant shared interests with Kokuyo	Capital relations: N/A
	Personal relations: N/A
	Business relations: N/A
	Related-party relationships: N/A

Note: The company's performance and financial status have not been disclosed here.

### STM Partners Limited

Location	3172-48 Tonyamachi, Utsunomiya City, Tochigi
Representative	Masahiro Funada (Representative Director)
Business description	Providing capital to companies, selling and leasing land and properties
Capital	¥3 million
Date founded	April 2006
Significant shared interests with Kokuyo	Capital relations: N/A
	Personal relations: N/A
	Business relations: N/A
	Related-party relationships: N/A

Note: The company's performance and financial status have not been disclosed here.

### Hozai

Location	1-33 Toiyacho, Fukui City, Fukui
Representative	Yasuyuki Mohara (Representative Director)
Business description	Selling food packaging materials, manufacturing machinery, and office goods
Capital	¥30 million
Date founded	August 1968
Significant shared interests with Kokuyo	Capital relations: N/A
	Personal relations: N/A
	Business relations: N/A
	Related-party relationships: N/A

Note: The company's performance and financial status have not been disclosed here.

### Katoken Holdings Co. Ltd

Location	1-4-10 Kamimaezu, Naka-ku, Nagoya City, Aichi
Representative	Kenzo Kato (Representative Director)

Business description	Selling stationery, office goods, and office-automation devices
Capital	¥457 million
Date founded	December 1968
Significant shared interests with Kokuyo	Capital relations: Kokuyo owns 14.86% of the company's common stock.
	Personal relations: N/A
	Business relations: N/A
	Related-party relationships: N/A

Note: The company's performance and financial status have not been disclosed here.

### Office Partner Co. Ltd.

Location	3-10 Togiya-cho, Kita-ku, Okayama City, Okayama
Representative	Natsuki Maruyama (Representative Director)
Business description	Selling paper products for offices, paper products for general use, paper products for study, stationery, and novelty/tie-in merchandise
Capital	¥3 million
Date founded	December 2000
Significant shared interests with Kokuyo	Capital relations: N/A
	Personal relations: N/A
	Business relations: N/A
	Related-party relationships: N/A

Note: The company's performance and financial status have not been disclosed here.

### Murakami Bunbodo

Location	151-1 Choda, Himeji City, Hyogo
Representative	Kenichi Murakami (Representative Director) Koji Murakami (Representative Director)
Business description	Selling stationery, office products, office devices, telecommunications devices, measuring apparatus, and musical instruments
Capital	¥45 million
Date founded	December 1949
Significant shared interests with Kokuyo	Capital relations: N/A
	Personal relations: N/A
	Business relations: N/A
	Related-party relationships: N/A

Note: The company's performance and financial status have not been disclosed here.

### Santan Business Machine Corporation

Location	376-5 Nakakage, Toyooka City, Hyogo
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Representative	Masayuki Ishida (Representative Director)
Business description	Selling stationery, paper products, and office products
Capital	¥30 million
Date founded	August 1987
Significant shared interests with Kokuyo	Capital relations: N/A
	Personal relations: N/A
	Business relations: N/A
	Related-party relationships: N/A

Note: The company's performance and financial status have not been disclosed here.

### Shikoku Trustec

Location	24-20 Asahishinmachi, Takamatsu City, Kagawa
Representative	Naoki Kamoda (Representative Director)
Business description	Selling stationery, office products, office devices, and furniture
Capital	¥40 million
Date founded	December 1966
Significant shared interests with Kokuyo	Capital relations: N/A
	Personal relations: N/A
	Business relations: N/A
	Related-party relationships: N/A

Note: The company's performance and financial status have not been disclosed here.

### 2.4 Number of Shares to be Acquired by Kokuyo, Purchase Price, Ownership Before and After Acquisition

	No. of shares (% of voting rights) before acquisition	No. of shares (% of voting rights) to be acquired	No. of shares (% of voting rights) after acquisition	Purchase price
Kokuyo Hokkaido Co. Ltd.	680 (34%)	1,320 (66%)	2,000 (100%)	Approximately ¥4,000 million
Kokuyo Tohoku Sales Co. Ltd.	1,020 (34%)	1,980 (66%)	3,000 (100%)	
Kokuyo Kitakanto Sales Co. Ltd.	19,086 (38.6%)	30,372 (61.4%)	49,458 (100%)	
Kokuyo Hokuriku-Niigata Sales Co. Ltd.	45,560 (34%)	88,440 (66%)	134,000 (100%)	
Kokuyo Tokai Sales Co. Ltd.	612 (34%)	1,188 (66%)	1,800 (100%)	
Kokuyo Sanyo-Shikoku Sales Co. Ltd.	195,500 (34%)	379,500 (66%)	575,000 (100%)	

Note 1: The figures stated above (no. of shares and purchase price) do not represent finalized figures. Negotiations remain underway concerning the exact method by which the sales companies will become wholly owned subsidiaries of Kokuyo and whether the sales companies will repurchase their shares. The

stated purchase price is what Kokuyo expects, on the basis of assumptions that are reasonable at the time, to be the upper limit of the total purchase price in the case of a simple acquisition of the six sales companies' shares. The actual number of shares and purchase price will differ from the amounts stated above.

Note 2: Kokuyo Hokuriku-Niigata Sales Co. Ltd. plans to repurchase shares in January 2026, ahead of the acquisition. Such an action would alter the company's shareholder composition and the percentage of voting rights held by each shareholder.

## **2.5 Schedule**

Date when transactions were approved by Kokuyo's board of directors	December 4, 2025
Date when share acquisition agreements are to be concluded	End of March 2026
Date when shares are to be acquired	January 1, 2027

## **3 Absorption of Subsidiaries into Kokuyo Marketing Co. Ltd**

Some details about this corporate action have not been disclosed here because the action involves a merger between wholly owned subsidiaries of Kokuyo.

### **3.1 Purpose of Merger**

The merger will be between Kokuyo Marketing Co. Ltd., a wholly owned subsidiary of Kokuyo, and the six sales companies after they have become wholly owned subsidiaries of Kokuyo. The surviving entity will be Kokuyo Marketing Co. Ltd. and the non-surviving entities will be the six sales companies.

The merger will be conducted for the purpose of the corporate reorganization described in 1. That is, by consolidating the six sales companies' resources into Kokuyo Marketing, Kokuyo will be able to unify business operations, generating synergy.

### **3.2 Overview of Merger**

Merger schedule	Date when merger was approved by Kokuyo's board of directors	December 4, 2025
	Date when merger agreement is to be concluded	November 2026
	Date merger to take effect	January 2027
Merger method	It will be an absorption merger with the surviving entity being Kokuyo Marketing Co. Ltd. and the non-surviving entities being the six sales companies.	
Allocations resulting from merger	The merger will not involve the issuance of new stocks or any monetary allocations, as it will be between wholly owned subsidiaries.	
Policy for non-surviving entities' stock acquisition rights or bonds with stock acquisition rights	N/A	

Note: Regarding the date when the merger was approved by Kokuyo's board of directors (December 4,

2025), on this date, the board of directors approved the plan whereby Kokuyo Marketing Co. Ltd. will absorb the six Japanese-based sales companies after the fulfilment of the condition precedent, namely that the six sales companies become wholly owned subsidiaries of Kokuyo as described in “2 Acquisition of Equity-method Affiliates.” However, the plan may also require approval at each company’s AGM.

### 3.3 Overview of Entities in Merger

	Surviving entity	Non-surviving entity
Name	Kokuyo Marketing Co. Ltd.	The six sales companies listed in 2.2
Location	18F, Kasumigaseki Building, 3-2-5, Kasumigaseki, Chiyoda-ku, Tokyo 100-6018, Japan	Same as above
Representative	Kenichi Ishii (Representative Director and President)	Same as above
Business description	Constructing office spaces, selling furniture to clients relocating offices, delivering interior design and layout services  Selling stationery, office goods, office equipment, and delivering customer-support services to users of a purchasing system	Same as above
Capital	¥530 million	Same as above
Date founded	October 1970	Same as above
Number of outstanding shares	215,352	Same as stated in “No. of shares after acquisition” in 2.4
Business year end date	December 31	September 30
Major shareholders: % of total shares held	Kokuyo: 100%	Kokuyo: 100%
Latest performance and financial status		
Net assets	¥9,116 million	Same as stated in 2.2
Total assets	¥30,788 million	Same as above
Net sales	¥72,218 million	Same as above
Operating income	¥2,950 million	Same as above
Ordinary income	¥3,092 million	Same as above
Net profit	¥2,087 million	Same as above

Note: The performance and financial status of the surviving entity is that of the year ended December 2024.

### 4 Kokuyo Marketing Co. Ltd. After the Merger

Name	Tentative new name: Kokuyo Marketing Japan Co. Ltd.
Location	18F, Kasumigaseki Building, 3-2-5, Kasumigaseki, Chiyoda-ku, Tokyo 100-6018, Japan
Business description	Constructing office spaces, selling furniture to clients relocating offices, delivering interior design and layout services  Selling stationery, office goods, office equipment, and

	delivering customer-support services to users of a purchasing system
Business year end date	December 31

Note: The representative and amount of capital remain undetermined.

## 5 Outlook

Because the merger will take effect in January 2027, it will have no significant effect on Kokuyo's consolidated performance in the years ending December 2025 and December 2026.

Kokuyo will disclose how the merger may affect its consolidated performance in subsequent fiscal years once this information is known.