

To whom it may concern:

Company Name TOHO HOLDINGS CO., LTD.
 Corporate Representative Atsushi Udoh, Representative Director, CEO
 (Prime Market of Tokyo Stock Exchange Securities Code: 8129)
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Notice Regarding a Merger of Wholly-owned Subsidiaries

TOHO HOLDINGS CO., LTD. (Headquarters: Tokyo; Representative Director, CEO: Atsushi Udoh; hereinafter “TOHO HOLDINGS”) is pleased to announce that an absorption-type merger will be conducted between two wholly-owned subsidiaries, with TOHO PHARMACEUTICAL CO., LTD. (Headquarters: Tokyo; President and Representative Director: Akira Umada; hereinafter “TOHO PHARMACEUTICAL”) as the surviving company and Hokuriku Toho Co., Ltd. (Headquarters: Toyama; President and Representative Director: Shoji Yoshiura; hereinafter “Hokuriku Toho”) as the absorbed company.

Some disclosure items and details are omitted since the internal reorganization of the Group is undertaken between the Company’s wholly owned subsidiaries.

1. Purpose of merger

As a corporate group engaged in the medical, health and nursing care sector and under the corporate slogan, “Total commitment to good health”, TOHO HOLDINGS conducts businesses such as pharmaceutical wholesaling, management of pharmacies, manufacture and sale of pharmaceuticals, development and provision of customer support systems, etc., and at the same time, actively promotes community healthcare collaboration and makes positive commitments to the home medical and nursing care sector.

TOHO HOLDINGS has decided to merge Hokuriku Toho into TOHO PHARMACEUTICAL, with the aim of optimizing group-wide managerial resources, maximizing its corporate value and promptly responding to a changing business environment in the pharmaceuticals market.

2. Summary of merger

(1) Schedule of merger

April 1, 2023, Date of the merger (Planned)

(2) Method of merger

The merger will be an absorption-type merger whereby TOHO PHARMACEUTICAL will be the surviving company and Hokuriku Toho will be dissolved.

3. Outlines of parties involved in the merger (As of December 26, 2022)

	Surviving Company	Absorbed Company
(1) Company name	TOHO PHARMACEUTICAL CO., LTD.	Hokuriku Toho Co., Ltd.
(2) Business contents	Pharmaceutical Wholesaling	Pharmaceutical Wholesaling
(3) Principal place	5-2-1 Daizawa, Setagaya-ku, Tokyo	44-5 Shinjo-machi, Toyama-shi, Toyama
(4) Corporate representative	Akira Umada, President and Representative Director	Shoji Yoshiura, President and Representative Director
(5) Capital	300 million yen	50 million yen
(6) Fiscal year end	March 31	March 31
(7) Major shareholders and equity holdings	TOHO HOLDINGS CO., LTD. 100.0%	TOHO PHARMACEUTICAL CO., LTD. 100.0%

4. Status after merger

There will be no change in the trade name, business, location of head office, title and name of representative, capital or fiscal year-end of TOHO PHARMACEUTICAL upon the merger.

5. Outlook

Impact to consolidated performance is minor.