

February 15, 2019

For Immediate Release

Company name: TOIN Corporation
Representative: Ryusuke Okada
Chairman and Representative Director
Contact: Yu Kusakabe, CEO
(Phone: +81 3-6453-6288)

Notice of Change in Parent Company and New Management Structure

TOIN Corporation (hereinafter, the “Company”) hereby announces that as of February 15, 2019, it has become a wholly-owned subsidiary of Takara Printing Co., Ltd. (Head Office: 28-8, Takada 3-chome, Toshima-ku, Tokyo; President and Representative Director: Seiichiro Akutsu; Securities Code: 7921; hereinafter, “Takara Printing”), a company that provides consulting, software development and sales, production, printing, translation and other services related to disclosure required under the Financial Instruments and Exchange Act and the Companies Act, and investor relations (IR).

The establishment of a board of directors and the appointment of corporate auditors, as well as changes in representative directors, were resolved at the extraordinary general meeting of shareholders held today, and a new management structure was decided, as detailed below.

1. Change in parent company

(1) Events leading up to the change

The shares of common stock of the Company were transferred in whole to Takara Printing effective February 15, 2019, resulting in a change in its parent company.

(2) Overview of the new parent company (Takara Printing)

(1) Name	Takara Printing Co., Ltd.
(2) Location	28-8, Takada 3-chome, Toshima-ku, Tokyo
(3) Title and name of representative	Seiichiro Akutsu, President and Representative Director
(4) Description of business	Consulting, production, printing and translation of disclosure and IR-related materials Disclosure-related software development and sales Seminars and publications related to disclosure
(5) Capital	¥2,049 million
(6) Date of establishment	April 15, 1960 (Started business in 1952)
(7) Consolidated net assets	¥15,163 million (as of November 30, 2018)
(8) Consolidated total assets	¥19,693 million (as of November 30, 2018)

(9) Major shareholders and shareholding ratio (as of November 30, 2018)	Japan Trustee Services Bank, Ltd. (Trust Account)		6.46%
	Nomura Co., Ltd.		5.66%
	The Master Trust Bank of Japan, Ltd. (Trust Account)		5.49%
	Mizuho Bank, Ltd.		4.87%
	Sumitomo Mitsui Banking Corporation		4.26%
(10) Relationship between the Company and Takara Printing	Capital relationship	Not applicable	
	Personnel relationship	Not applicable	
	Business relationship	Not applicable	

(3) Number and percentage of shares held by Takara Printing prior to and after change

(1) Number of shares held prior to transfer	0 shares (Number of voting rights: 0) (Percentage of voting rights held: 0%)
(2) Number of shares held after transfer	4,760 shares (Number of voting rights: 4,760) (Percentage of voting rights held: 100.0%)

2. Transition to a company with board of directors and corporate auditors

(1) Purpose of the transition

The Company will establish a board of directors and appoint corporate auditors from the perspective of reinforcing corporate governance, thereby enhancing the speed and agility of management and strengthening the oversight of business execution with the aim of achieving sustainable growth and further improvements in corporate value.

(2) Timing of the transition

Necessary changes to the Articles of Incorporation were approved at the extraordinary general meeting of shareholders held on February 15, 2019. Accordingly, as of today, the Company has become a company with a board of directors and corporate auditors.

3. Change in representative directors

(1) Reason for the change

The Company decided to reorganize its management structure with a view to further enhancing its corporate value by creating various synergies within the translation business of the Takara Printing Group, including a wider range of service items, enhanced response to multilingual translation requests, and expansion of the Group's customer base in Japan and overseas.

(2) Names and titles of new and retiring representative directors

(New) Name: Ryusuke Okada
New title: Chairman and Representative Director

(Retiring) Name: Mihoko Katsuta
Former title: Founder & Chairwoman, Representative Director
* The retiring representative director, Mihoko Katsuta, will assume the post of Honorary Chairwoman with no right of representation.

Name: Yu Kusakabe
Former title: CEO and Representative Director
* The retiring representative director, Yu Kusakabe, will assume the post of CEO with no right of representation.

(3) Career summary of the new representative director

Date of birth	Career summary		Number of shares held
October 19, 1962	April 1986 August 2007 January 2012 December 2012	Joined Nomura Securities Co., Ltd. Joined Deutsche Securities Inc. Joined Intralinks, Inc. Joined Takara Printing Deputy General Manager, Disclosure Translation Department of Takara Printing	—
	April 2014	Executive Officer, General Manager, Global Solutions Department of Takara Printing, and Head of Hong Kong Office	
	March 2015	Representative Director of TAKARA International (Hong Kong) Limited (current position)	
	August 2018	Executive Officer, General Manager, General Planning Department, Global Solutions Department and Corporate Relations Advisory Services Department of Takara Printing (current position)	
	November 2018	Representative Director of Translasia Holdings Pte. Ltd. (Singapore) (current position)	

(4) Date of assumption of office

February 15, 2019