

Note: This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail. The Company assumes no responsibility for this translation or for direct, indirect, or any other forms of damages arising from this translation.



December 2, 2024

To whom it may concern:

NIHON TRIM CO., LTD.
Representative: Norio Tahara, President
(Securities code: 6788, Prime Market of
the Tokyo Stock Exchange)
Inquiries:
Kojiro Oda, Senior Managing Executive
Officer and General Manager of
Administration Division
(Tel: +81-(0) 6-6456-4600)

**Notice Regarding Absorption-Type Merger of a Wholly Owned Subsidiary Company
(Simplified Merger and Short-Form Merger)**

NIHON TRIM CO., LTD. (the “Company”) hereby announces that at the Board of Directors meeting held on November 30, 2024, a resolution was passed to execute an absorption-type merger (hereinafter “the merger”) of Trim Medical Holdings Inc., a wholly owned subsidiary company of the Company, with an effective date of February 1, 2025, as follows.

Furthermore, certain disclosure matters and details have been omitted as the merger is a simplified absorption-type merger involving a wholly owned subsidiary company.

1. Purpose of the Merger

Trim Medical Holdings Inc. is a holding company that manages and operates subsidiaries engaged in the advanced medical business of the Group, and by executing this absorption-type merger, we aim for further efficiency of management operations, etc. of the company.

2. Outline of the Merger

(1) Schedule of the merger

Board of Directors meeting to resolve the merger:	November 30, 2024
Date of concluding merger agreement:	December 2, 2024
Scheduled date of merger (effective date):	February 1, 2025 (scheduled)

(Note) As the merger constitutes a simplified merger as stipulated in Article 796, Paragraph 2 of the Companies Act for the Company as the surviving company and a short-form merger as stipulated in Article 784, Paragraph 1 of the Companies Act for Trim Medical Holdings Inc. as the disappearing company, neither company will hold a General Meeting of Shareholders to approve the merger agreement.

(2) Method of the merger

The method of the absorption-type merger shall be where the Company will be the surviving company, and Trim Medical Holdings Inc. will be the disappearing company.

(3) Details of allocation related to the merger

As the Company holds all outstanding shares of Trim Medical Holdings Inc., shares, other money, etc. will not be issued or allocated as part of the merger.

(4) Handling of share options and bonds with share options of the disappearing company in the merger

Not applicable.

3. Overview of the Companies Involved in the Merger

(1) Surviving company of the absorption-type merger

(1) Name	NIHON TRIM CO., LTD.	
(2) Address	1-8-34 Oyodonaka, Kita-ku, Osaka, Japan	
(3) Representative name and title	Norio Tahara, President	
(4) Description of business	• Product development and sales of cartridges and electrolyzed hydrogen water apparatuses for households • Product development and sales of electrolyzed water hemodialysis systems • Product development and sales of electrolyzed hydrogen water apparatuses for agriculture • Manufacturing and sales of bottled water • R&D of electrolyzed hydrogen water	
(5) Capital	992 million yen	
(6) Date established	June 12, 1982	
(7) Number of outstanding shares	8,656,780 shares	
(8) Fiscal year-end	March 31	
(9) Major shareholders and shareholding ratios (As of September 30, 2024)	Shinkatsu Morisawa	41.37%
	The Master Trust Bank of Japan, Ltd. (Trust Account)	10.20%
	Custody Bank of Japan, Ltd. (Trust Account E)	5.34%
	Premium Water Holdings, Inc.	2.24%
	Custody Bank of Japan, Ltd. (Trust Account)	2.10%
(10) Financial position and results of operations in the most recent fiscal year	Fiscal year	Fiscal year ended March 31, 2024 (Consolidated under Japanese GAAP)
	Net assets	23,627 million yen
	Total assets	31,544 million yen
	Net assets per share	2,911.21 yen
	Net sales	20,414 million yen
	Operating profit	3,080 million yen
	Ordinary profit	3,227 million yen
	Profit attributable to owners of parent	2,150 million yen
	Net income per share	280.51 yen

(2) Disappearing company of the absorption-type merger

(1) Name	Trim Medical Holdings Inc.	
(2) Address	1-8-34 Oyodonaka, Kita-ku, Osaka, Japan	
(3) Representative name and title	Norio Tahara, Representative Director	
(4) Description of business	Management and operation of subsidiaries engaged in the advanced medical business	
(5) Capital	10 million yen	
(6) Date established	May 2, 2007	
(7) Number of outstanding shares	25,300 shares	
(8) Fiscal year-end	March 31	
(9) Major shareholders and shareholding ratios (As of September 30, 2024)	NIHON TRIM CO., LTD. 100.00%	
(10) Financial position and results of operations in the most recent fiscal year	Fiscal year	Fiscal year ended March 31, 2024 (Non-consolidated under Japanese GAAP)
	Net assets	862 million yen
	Total assets	1,266 million yen
	Net assets per share	34,109.86 yen
	Net sales	– million yen
	Operating profit	(5) million yen
	Ordinary profit	(6) million yen
	Profit	(10) million yen
	Net income per share	(396.38) yen

4. Status After the Merger

There will be no changes to the Company's name, address, representative name and title, description of business, capital, or fiscal year-end as a result of the merger.

5. Future Outlook

The impact of the merger on the Company's consolidated financial results is immaterial.