



February 25, 2025

To Whom It May Concern:

Company name: TOA CORPORATION  
Representative: Takeshi Hayakawa, President and Representative Director  
(Securities code: 1885; TSE Prime Market and SSE)  
Contact: Masayoshi Nakao, General Manager, Administration Dept., Administration General Headquarters  
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## **Notice Concerning Absorption-type Merger and Name Change of Consolidated Subsidiaries**

TOA CORPORATION (hereinafter, "the Company") hereby announces that its Board of Directors, at a meeting held today, February 25, 2025, resolved to merge its consolidated subsidiaries, Toa Real Estate Corp. (hereinafter, "Toa Real Estate") and TOA BUILTEC CO., LTD. (hereinafter, "TOA BUILTEC"), with Toa Real Estate as the surviving company, effective July 1 of the same year, as follows.

The Company would also like to announce that the Company's Board of Directors decided at today's meeting that the surviving company, Toa Real Estate, will change its name to "Toa Reatec Corp." (hereinafter, "Toa Reatec").

Please note that as this is a merger between consolidated subsidiaries of the Company, certain disclosures and details have been omitted.

### **1. Purpose of the merger**

Through this merger, the new company, Toa Reatec, will work to expand its business into the real estate development and renovation sectors while further strengthening its ties with the Company's Building Construction Headquarters.

The company name, Toa Reatec, is a combination of the strengths of Toa Real Estate and TOA BUILTEC, and aims to further develop the trust and achievements they have cultivated. Toa Reatec will continue to enhance its services by combining its real estate expertise with its technical capabilities in building maintenance and renovation.

### **2. Summary of the merger**

#### **(1) Merger schedule**

February 25, 2025: Merger resolution by the Company's Board of Directors  
July 1, 2025: Planned date of the merger (effective date)  
The date of the merger agreement has not yet been determined.

#### **(2) Merger method**

The merger will be an absorption-type merger, with Toa Real Estate as the surviving company and TOA BUILTEC as the dissolved company.

#### **(3) Contents of allotment pertaining to the merger**

As this is a merger between wholly owned subsidiaries, no new shares will be issued and no money or other assets will be delivered.

#### **(4) Handling of stock acquisition rights and bonds with stock acquisition rights in connection with the merger**

There is no information regarding the above.

### 3. Overview of the merging companies (as of March 31, 2024)

	Surviving company in absorption-type merger	Company dissolved in absorption-type merger
(1) Company name	Toa Real Estate Corp. (The company name will be changed to Toa Reatec Corp. on July 1, 2025)	TOA BUILTEC CO., LTD.
(2) Head office location	18-1 Toyooka-cho, Tsurumi-ku, Yokohama, Kanagawa	2-2-7 Kanda Tsukasamachi, Chiyoda-ku, Tokyo
(3) Name and title of representative	Katsutoshi Hiroi, President and Representative Director	Toshikazu Uchiyama, President and Representative Director
(4) Business details	Real estate sales, brokerage, management and leasing services	Construction, comprehensive building management, security, administrative agency services
(5) Amount of capital	16 million yen	40 million yen
(6) Date of establishment	July 25, 1924	February 2, 1998
(7) Number of issued shares	320,000 shares	800 shares
(8) End of fiscal year	March 31	March 31
(9) Major shareholders and percentage of shares held (as of February 25, 2025)	The Company: 100%	The Company: 100%
(10) Financial position and results of operations for most recent fiscal year (FY2023)		
Net assets	2,647 million yen	499 million yen
Net assets per share	8,273.23 yen	624,236.13 yen
Net sales	536 million yen	1,555 million yen
Operating profit	69 million yen	84 million yen
Ordinary profit	78 million yen	84 million yen
Profit or loss (in parentheses) attributable to owners of parent	(299 million yen)	54 million yen
Basic earnings or loss (in parentheses) per share	(936.31 yen)	68,367.90 yen

### 4. Status after the merger

	Surviving company in absorption-type merger
(1) Company name	Toa Reatec Corp.
(2) Head office location	3-7-1 Nishi-Shinjuku, Shinjuku-ku, Tokyo
(3) Name and title of representative	Masato Honda, President and Representative Director
(4) Business details	Real estate sales, brokerage, management, leasing, construction, comprehensive building management, etc.
(5) Amount of capital	16 million yen
(6) End of fiscal year	March 31
(7) Major shareholders and percentage of shares held	The Company: 100%

### 5. Outlook for the future

As this merger is between consolidated subsidiaries, the impact on the Company's consolidated results of operations will be minimal.