



MEMBERSHIP

August 24, 2023

Company name: Ricoh Company, Ltd.

President and CEO: Akira Oyama

Stock code: 7752 (Prime of Tokyo Stock Exchange)

Contact: Takashi Kawaguchi, Executive Corporate Officer and CFO

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Notice regarding Transfers (Acquisition of Shares) in Consolidated Subsidiaries (Update on Previously Disclosed Transaction)

In the "Notice regarding Transfers (Acquisition of Shares) in Consolidated Subsidiaries" disclosed on May 19, 2023, which has been partially corrected in the "(Corrections) Notice Regarding Partial Corrections to the 'Notice regarding Transfers (Acquisition of Shares) in Consolidated Subsidiaries'" disclosed on July 19, 2023, hereinafter the "Previous Timely Disclosure", Ricoh Company, Ltd. (President and CEO: Akira Oyama; hereinafter "Ricoh") announced that its Board of Directors has resolved to transfer the shares of the five consolidated subsidiaries of Toshiba Tec Corporation (President and CEO: Hironobu Nishikori; hereinafter "Toshiba Tec") to Ricoh Technologies Company, Ltd. (hereinafter the "Joint Venture"), a consolidated subsidiary of Ricoh which will become the joint venture entity, by the Absorption-type Company Split based on the Absorption-type Split Agreement (hereinafter the "Absorption-type Split Agreement") between the Joint Venture and Toshiba Tec in connection with the Business Integration (hereinafter, that transfer of the shares is referred to as the "Share Acquisition").

In the Previous Timely Disclosure, Ricoh announced that there is a possibility that Toshiba Tec will, at its discretion, include the businesses (except for certain businesses and assets) of Toshiba Tec Europe Imaging Systems S.A. (hereinafter "Toshiba Tec Europe Imaging Systems") in the scope of the Transferred Business after consultation with the works' council of Toshiba Tec Europe Imaging Systems in accordance with French labor law.

Ricoh hereby announces that the consultation between Toshiba Tec Europe Imaging Systems and the works' council of Toshiba Tec Europe Imaging Systems has been completed, and Toshiba Tec Europe Imaging Systems' shares has also been decided to be transferred to the Joint Venture (hereinafter the "Additional Share Acquisition") by including Toshiba Tec Europe Imaging Systems' business in the Transferred Business as described in the following sections.

Unless otherwise specified, the meaning of each term used in this document shall be in accordance with the definitions set forth in the Previous Timely Disclosure.

1. Outline of the Additional Share Acquisition

In connection with the Business Integration, Toshiba Tec plans to transfer all of the shares of Toshiba Tec Europe Imaging Systems to the Joint Venture by the Absorption-Type Company Split in a separately determined manner after causing Toshiba Tec Europe Imaging Systems to transfer the following to a different company:

- (i) Toshiba Tec Europe Imaging Systems' businesses other than the Transferred Business; and
- (ii) all of the shares of TOSHIBA TEC ITALIA IMAGING SYSTEMS S.P.A. held by Toshiba Tec Europe Imaging

Systems.

2. Reason for the Additional Share Acquisition

Toshiba Tec Europe Imaging Systems comprises a portion of the Transferred Business in the Business Integration, the business related to the development and production of multifunction printers and other devices in Japan and overseas. After the completion of discussions between Toshiba Tec Europe Imaging Systems and the labor council of Toshiba Tec Europe Imaging Systems in accordance with French labor law, Toshiba Tec has determined that the inclusion of Toshiba Tec Europe Imaging Systems' business (except for certain businesses and assets) in the Transferred Business is necessary to achieve the objectives of the Business Integration, and therefore it has been decided to have the shares of Toshiba Tec Europe Imaging Systems also transferred to the Joint Venture.

3. Overview of the Subsidiary to be Acquired

The following is a summary of Toshiba Tec's consolidated subsidiary that will change as a result of the Additional Share Acquisition.

Toshiba Tec Europe Imaging Systems

(1)	Name	Toshiba Tec Europe Imaging Systems S.A.		
(2)	Location	1-5 rue Eugene et Armand Peugeot, 92500 Rueil Malmaison, France		
(3)	Name and title of representative	Alain Verna, President and Representative Director		
(4)	Business description	Manufacture, sale and service of toners		
(5)	Capital	EUR25,925,000		
(6)	Date of establishment	April 1, 1999		
(7)	Major shareholders and shareholding ratios	Toshiba Tec: 99.99%		
(8)	Relationship with the listed company	Capital relationship	N/A	
		Personnel relationship	N/A	
		Business relationship	N/A	
(9)	Consolidated results of operations and consolidated financial condition of the relevant company for the past three years (in thousands of EUR)			
		Fiscal year ended March 2020	Fiscal year ended March 2021	Fiscal year ended March 2022
	Net assets	30,684	31,067	31,622
	Total assets	37,823	38,086	39,504
	Sales	30,893	27,144	29,465
	Operating profit	1,000	1,072	1,158
	Ordinary profit	1,120	1,105	1,137
	Net income	708	792	792

4. Schedule

(1)	Date of resolution of the board of directors on the Share Acquisition	May 19, 2023
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(2) Date of decision on the Additional Share Acquisition	August 24, 2023
(3) Date of execution of the Absorption-type Split Agreement	TBD
(4) Effective date of the Absorption-Type Company Split (the date of the Additional Share Acquisition)	A specific day between April 1, 2024 and June 30, 2024 to be separately agreed upon by the two companies (scheduled)

5. Future outlook

The impact of the Additional Share Acquisition on Ricoh's consolidated financial results for the current fiscal year is under review. When a matter that should be disclosed is decided and occurred, we will disclose it promptly.

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