



September 26, 2024

To whom it may concern

Company name: Nisshinbo Holdings Inc.  
Representative: Masahiro Murakami, President and  
Representative Director  
(Code No. 3105, Prime Market of Tokyo Stock Exchange)  
Contact: Corporate Communications Group

### Notice of Acquisition of Interest in ARGONICS GmbH

The Board of Directors of Nisshinbo Holdings Inc. at its meeting held on September 26, 2024 approved a resolution that Alphatron Marine Beheer BV ("AMB"), a wholly owned subsidiary of the Company to acquire all of the shares of ARGONICS GmbH ("ARGONICS").

#### 1. Reason for acquisition of equity interest

Our group's mission is to contribute to society through our business activities, and we aim to become a corporate group that creates value through connecting technologies. In the Medium-Term Management Plan 2026 announced in February of this year, we have set a direction to accelerate technological development to expand our digital business in the marine systems field of our wireless and communications business, develop automatic navigation systems, realize manned autonomous navigation, and deploy data services. The acquisition of this equity interest is an M&A in line with this strategy and will lead to the creation of a new business model.

AMB specializes in equipment integration and integration and has a high market share of 90% in the new shipbuilding market for marine equipment for European rivers. ARGONICS, on the other hand, commercializes track pilots that perform course keeping control based on the vessel's coordinate position, and possesses hull control and sensor fusion technologies, which are essential base technologies for automatic vessel operation. By acquiring this equity interest, we will acquire the technological missing piece and also build a market advantage in a new business area by integrating digital business through data sharing between ships and land. In addition to the riverine market, the company expects to convert this business to automatic operation of large merchant vessels, and will expand its portfolio by further increasing its share of the large merchant vessel market with JRC, a member of our group, to establish its brand as the world's number one marine solution provider.

We will continue to invest aggressively in our wireless and communications businesses, including the research and development of elemental technologies for automatic navigation and bringing them to market, as well as the development of new business models utilizing digital technologies.

#### 2. Outline of the subsidiary to be transferred

(1)	N a m e	ARGONICS GmbH
(2)	A d r e s s	Heßbrühlstraße 21D, 70565 Stuttgart, Germany
(3)	N a m e o f R e p r e s e n t a t i v e	Dr. Alexander Lutz
(4)	B u s i n e s s	Manufacture and sale of marine equipment
(5)	C a p i t a l	25 thousand euros
(6)	D a t e o f E s t a b l i s h m e n t	January 20, 2014

(7)	Investors and Percentage of Ownership	Dr. Alexander Lutz	100%.	
(8)	Relationship between the listed company and the company concerned	Capital relationship	N/A	
		Personnel relationship	N/A	
		Business relationship	N/A	
(9)	Operating results and financial condition of the company for the past three years			
	Accounting period	FY 2021	FY 2022	FY 2023
	Net assets	645 thousand euros	1,188 thousand euros	1,405 thousand euros
	Total assets	1,209 thousand euros	2,003 thousand euros	1,945 thousand euros
	Net sales	1,104 thousand euros	2,259 thousand euros	2,398 thousand euros
	Net income	86 thousand euros	692 thousand euros	617 thousand euros

### 3. Outline of the counterparty of the Acquisition

(1)	Name	Dr. Alexander Lutz
(2)	Address	Stuttgart, Germany
(3)	Relationship between the listed company and the person	N/A

### 4. Equity interest to be acquired, status of equity interest before and after acquisition

(1)	Percentage of ownership before the change	0.0%	(Percentage of voting rights held: 0.0%)
(2)	Percentage of equity to be acquired	100.0%	(Percentage of voting rights held: 100.0%)
(3)	Percentage of ownership after the change	100.0%	(Ownership percentage of voting rights: 100.0%)

\*Due to the confidentiality obligations between the parties, the acquisition price will not be disclosed. The acquisition price was determined through consultation between the parties, taking into account the results of a valuation by a third-party expert and due diligence in the areas of finance, tax and law.

### 5. Schedule

(1)	Date of resolution by the Board of Directors	September 26, 2024
(2)	Date of Contract	September 26, 2024
(3)	Execution Date of the Acquisition	November 30, 2024

### 6. Future outlook

The impact of this acquisition on our consolidated financial results for the fiscal year ending December 31, 2024 is expected to be negligible, but we will promptly announce any matters that should be disclosed in the future.