

## Notice Regarding Realignment (Merger Between Consolidated Subsidiaries) of Group Companies

TOPPAN FORMS CO., LTD. (hereinafter the “Company”) announces that a meeting of its Board of Directors held today decided to implement the following realignment of Group companies (hereinafter the “Realignment”). The Realignment will take effect on April 1, 2017.

- (1) J-SCube Inc. and TECHNO TOPPAN FORMS CO., LTD., the Company’s wholly owned consolidated subsidiaries, will be merged.
- (2) TOPPAN FORMS KANSAI CO., LTD. and TOPPAN FORMS (SANYO) CO., LTD., the Company’s wholly owned consolidated subsidiaries, will be merged.

Some information is omitted from the disclosures because the Realignment is a merger between consolidated subsidiaries of the Company.

### 1. Purpose of the Realignment

With the achievement of sustainable growth in mind, the Company group is working to make business investments to strengthen its competitiveness and offer IT-based value-added and highly profitable new services and businesses more rapidly. In addition, it will seek to further enhance its corporate value through structural reforms including the consolidation of manufacturing facilities as well as the realignment of the Group companies and the optimization of personnel placement.

As part of these efforts, it will implement the Realignment and move forward with its efforts of utilizing management resources and improving management efficiency on a group-wide basis, thereby facilitating further improvements of management bases.

The specific objectives are as follows:

- (i) Offer solutions related to highly profitable equipment and BPO utilizing leading-edge technologies through the merger between J-SCube Inc. and TECHNO TOPPAN FORMS CO., LTD.
- (ii) Unify a chain of command for manufacturing subsidiaries in the Kinki, Chugoku and Shikoku areas, and increase the liquidity of management resources to improve quality and production efficiency through the merger between TOPPAN FORMS KANSAI CO., LTD. and TOPPAN FORMS (SANYO) CO., LTD.
- (iii) Utilize human resources more effectively on a group-wide basis through the optimization of personnel placement.

## 2. Merger between J-SCube Inc. and TECHNO TOPPAN FORMS CO., LTD.

### (1) Outline of the merger

#### (i) Timeline of the merger

Approval of the merger between the two companies at a meeting of the Board of Directors	January 31, 2017
Conclusion of a merger agreement between the two companies	January 31, 2017
Approval of the merger agreement between the two companies at a general meeting of shareholders	March 22, 2017 (planned)
Effective date of the merger	April 1, 2014 (planned)

#### (ii) Method of the merger

An absorption-type merger will be adopted, whereby J-SCube Inc. will be the surviving company and TECHNO TOPPAN FORMS CO., LTD. will be dissolved.

#### (iii) Details of allotments related to the merger

Given that the merger is implemented between the Company's wholly owned subsidiaries, there will be no allotment of shares or any other monetary assets.

#### (iv) Handling of stock acquisition rights and bonds with stock acquisition rights as a result of the merger

Not applicable.

### (2) Overview of the companies involved in the merger

	Surviving company	Company to be dissolved
(i) Trade name	J-SCube Inc.	TECHNO TOPPAN FORMS CO., LTD
(ii) Location of Head Office	5F KDX Toyosu Grand Square, 1-7-12 Shinonome, Koto-ku, Tokyo	5F KDX Toyosu Grand Square, 1-7-12 Shinonome, Koto-ku, Tokyo
(iii) Representative	Shigetaka Mori, President & Representative Director	Hideyuki Ikeuchi, President & Representative Director
(iv) Description of businesses	Document outsourcing business, equipment solution business and staffing business	Sales and maintenance of form processing equipment
(v) Capital	100 million yen	100 million yen
(vi) Date of establishment	October 31, 1981	April 2, 1990
(vii) Fiscal year-end	March 31	March 31
(viii) Major shareholders and ownership ratio	TOPPAN FORMS CO., LTD. 100%	TOPPAN FORMS CO., LTD. 100%

(3) Post-merger status (plan)

(i) Trade name	J-SCube Inc.
(ii) Location of Head Office	5F KDX Toyosu Grand Square, 1-7-12 Shinonome, Koto-ku, Tokyo
(iii) Representative	Hideyuki Ikeuchi, President & Representative Director
(iv) Description of business	Document outsourcing business, equipment solution business, staffing business and maintenance business
(v) Capital	100 million yen
(vi) Fiscal year-end	March 31
(vii) Major shareholders and ownership	TOPPAN FORMS CO., LTD. 100%

3. Merger between TOPPAN FORMS KANSAI CO., LTD. and TOPPAN FORMS (SANYO) CO., LTD.

(1) Outline of the merger

(i) Timeline of the merger

Approval of the merger between the two companies at a meeting of the Board of Directors	January 31, 2017
Conclusion of a merger agreement between the two companies	January 31, 2017
Approval of the merger agreement between the two companies at a general meeting of shareholders	March 22, 2017 (planned)
Effective date of the merger	April 1, 2014 (planned)

(ii) Method of the merger

An absorption-type merger will be adopted, whereby TOPPAN FORMS KANSAI CO., LTD. will be the surviving company and TOPPAN FORMS (SANYO) CO., LTD. will be dissolved.

(iii) Details of allotments related to the merger

Given that the merger is implemented between the Company's wholly owned subsidiaries, there will be no allotment of shares or any other monetary assets.

(iv) Handling of stock acquisition rights and bonds with stock acquisition rights as a result of the merger

Not applicable.

(2) Overview of the companies involved in the merger

	Surviving company	Company to be dissolved
(i) Trade name	TOPPAN FORMS KANSAI CO., LTD.	TOPPAN FORMS (SANYO) CO., LTD.
(ii) Location of Head Office	3-14-1, Sakurai, Shimamoto-cho, Mishima-gun, Osaka	1-8-38, Takayadai, Higashi-hiroshima, Hiroshima
(iii) Representative	Takahiro Nihashi, President & Representative Director	Yasuhiro Okada, President & Representative Director
(iv) Description of businesses	Manufacturing of business forms	Manufacturing of business forms
(v) Capital	50 million yen	50 million yen
(vi) Date of establishment	April 2, 2001	November 1, 1990
(vii) Fiscal year-end	March 31	March 31
(viii) Major shareholders and ownership	TOPPAN FORMS CO., LTD. 100%	TOPPAN FORMS CO., LTD. 100%

(3) Post-merger status (plan)

(i) Trade name	TOPPAN FORMS KANSAI CO., LTD.
(ii) Location of Head Office	3-14-1, Sakurai, Shimamoto-cho, Mishima-gun, Osaka
(iii) Representative	Takahiro Nihashi, President & Representative Director
(iv) Description of business	Manufacturing of business forms
(v) Capital	50 million yen
(vi) Fiscal year-end	March 31
(vii) Major shareholders and ownership	TOPPAN FORMS CO., LTD. 100%

4. Future outlook

The Realignment, which is a merger between wholly owned consolidated subsidiaries of the Company, does not have any material impact on the Company's consolidated financial results.