Company Mitsubishi Logisnext Co., Ltd.

Representative Takashi Mikogami, President and Chief

**Executive Officer** 

(Ticker: 7105, First Section of the Tokyo

Stock Exchange)

Contact Yasuji Nakamura, General Affairs

General Manager of the Administration

Headquarters

(TEL: 075-956-8603)

# Notice Concerning Policy Decisions on Changes in Consolidated Subsidiaries (Incorporation), Absorption-Type Split of Consolidated Subsidiaries, and Reorganizing of Sales Subsidiaries through an Absorption-Type Merger of Consolidated Subsidiaries

We would like to announce as follows that at the Board of Directors' meeting held on January 16, 2020, we developed a plan to reorganize the Company's sales subsidiaries by establishing nine subsidiaries (hereinafter referred to as the "nine split preparation companies") with May 15, 2020 (scheduled) as the date of incorporation, transferring the businesses other than real estate management of the 11 domestic sales companies (hereinafter referred to as the "11 domestic sales companies"), consolidated subsidiaries of the Company, to the nine split preparation companies for the company split by way of an absorption-type split (hereinafter referred to as the "company split") on October 1, 2020 (scheduled) as the effective date, and the Company's absorbing the 11 domestic sales companies by an absorption-type merger (hereinafter referred to as the "merger") subject to the cessation of the effect of the company split.

Since the company split is an absorption-type split between the wholly-owned subsidiaries of the Company and the merger is a simplified/summary absorption-type merger between the Company and its wholly-owned subsidiaries, we omit certain disclosure items and details.

#### Note

- I. Changes in Consolidated Subsidiaries (Incorporation) and the Company Split
- 1. Purpose

After the management integration of the Company and Unicarriers Co., Ltd. by means of a company split on October 1, 2017, we have maintained two sales networks, the former Nichiyu Mitsubishi and the former Unicarriers, due to differences in models and products offered. However, as we determined that it would be necessary to build a stronger sales network in order to provide high-quality, high-performance products and services to customers, we decided to reorganize domestic sales subsidiaries and consolidate the sales network through the incorporation of the nine split preparation companies (changes of subsidiaries) and the company split.

2. Overview of the nine split preparation companies to be established

overview of the finite split preparation companies to be established							
	Split preparation company (1)	Split preparation company (2)	Split preparation company (3)				
(1) Name	Logisnext Hokkaido Split	Logisnext Tohoku Split	Logisnext Kanshinetsu Split				
	Preparation Co., Ltd. (Note 1)	Preparation Co., Ltd. (Note 1)	Preparation Co., Ltd. (Note 1)				
(2) Address	6-3-1 Ryutsu Center, Shiroishi-ku,	3-2-8 Oroshimachi-higashi,	1-8-19 Akebono-cho, Konan-ku,				
	Sapporo-shi, Hokkaido (Note 2)	Wakabayashi-ku, Sendai-shi,	Niigata-shi, Niigata (Note 2)				
		Miyagi (Note 2)					
(3) Title and name of the	Hirokazu Watanabe, President and	Hirokazu Watanabe, President and	Hirokazu Watanabe, President and				
representative	Chief Executive Officer (Note 3)	Chief Executive Officer (Note 3)	Chief Executive Officer (Note 3)				
(4) Businesses	Sales of and services for logistics syste	em products such as battery forklifts, e	ngine forklifts, container carriers,				
	transfer cranes, civil engineering and c	construction equipment, transport robo	ts, automated warehouses and the				
	WMS (Warehouse Management Syste	em)					
(5) Capital stock	15 million yen						
(6) Date of incorporation	May 15, 2020 (scheduled)	May 15, 2020 (scheduled)					
(7) Major shareholders							
(investors) and	Mitsubishi Logisnext Co., Ltd. 100%						
shareholding							
(investment) ratio							

	Split preparation company (4)	Split preparation company (5)	Split preparation company (6)				
(1) Name	Logisnext Tokyo Split Preparation	Logisnext Chubu Split	Logisnext Kinki Split Preparation				
	Co., Ltd. (Note 1)	Preparation Co., Ltd. (Note 1)	Co., Ltd. (Note 1)				
(2) Address	6-1-1 Heiwajima, Ota-ku, Tokyo	1-52 Shinyoshi-cho, Nakagawa-	35-2 Dainichi-higashimachi,				
	(Note 2)	ku, Nagoya-shi, Aichi (Note 2)	Moriguchi-shi, Osaka (Note 2)				
(3) Title and name of the	Hirokazu Watanabe, President and	Hirokazu Watanabe, President and	Hirokazu Watanabe, President and				
representative	Chief Executive Officer (Note 3)	Chief Executive Officer (Note 3)	Chief Executive Officer (Note 3)				
(4) Businesses	Sales of and services for logistics system products such as battery forklifts, engine forklifts, container carriers,						
	transfer cranes, civil engineering and	construction equipment, transport robo	ts, automated warehouses and the				
	WMS (Warehouse Management Syst	em)					
(5) Capital stock	15 million yen						
(6) Date of incorporation	May 15, 2020 (scheduled)						
(7) Major shareholders							
(investors) and	Mitarkiski I ogionart Co. I tid. 1000/						
shareholding	Mitsubishi Logisnext Co., Ltd. 100%						
(investment) ratio							

	Split preparation company (7)	Split preparation company (8)	Split preparation company (9)			
(1) Name	(1) Name Logisnext Chugoku Split		Logisnext Kyushu Split			
	Preparation Co., Ltd. (Note 1)	Preparation Co., Ltd. (Note 1)	Preparation Co., Ltd. (Note 1)			
(2) Address	4-6-61 Kanon-shinmachi, Nishi-ku,	1645-1 Mimaya-cho, Takamatsu-	1-38-24 Kanenokuma, Hakata-ku,			
	Hiroshima-shi, Hiroshima (Note 2)	shi, Kagawa (Note 2)	Fukuoka-shi, Fukuoka (Note 2)			
(3) Title and name of the	Hirokazu Watanabe, President and	Hirokazu Watanabe, President and	Hirokazu Watanabe, President and			
representative	Chief Executive Officer (Note 3)	Chief Executive Officer (Note 3)	Chief Executive Officer (Note 3)			
(4) Businesses	Sales of and services for logistics system products such as battery forklifts, engine forklifts, container carriers,					
	transfer cranes, civil engineering and o	construction equipment, transport robo	ts, automated warehouses and the			
	WMS (Warehouse Management Syste	em)				
(5) Capital stock	15 million yen					
(6) Date of incorporation	May 15, 2020 (scheduled)					
(7) Major shareholders						
(investors) and	Mitaylishi Lagigrayt Ca. Ltd. 1009/					
shareholding	Mitsubishi Logisnext Co., Ltd. 100%					
(investment) ratio						

- (Note 1) The names of the nine split preparation companies will be changed to Logisnext Hokkaido Co., Ltd., Logisnext Tohoku Co., Ltd., Logisnext Tohoku Co., Ltd., Logisnext Kinki Co., Ltd., Logisnext Kinki Co., Ltd., Logisnext Chubu Co., Ltd., Logisnext Kinki Co., Ltd., Logisnext Chubu Co., Ltd., Logisnext Kinki Co., Ltd., Logisnext Shikoku Co., Ltd., and Logisnext Kyushu Co., Ltd as of October 1, 2020, provided that the company split and the merger take effect.
- (Note 2) The locations of the nine split preparation companies have not yet been determined after the company split and the reorganization of sales subsidiaries (hereinafter referred to as the "reorganization of sales subsidiaries") as a result of the merger that will take effect on October 1, 2020 (scheduled).
- (Note 3) The representatives of the nine companies will be changed after the reorganization of the sales subsidiaries.

#### 3. Overview of the company split

#### (1) Schedule of the company split

Conclusion of the absorption-type company split agreement	June 4, 2020 (scheduled)
Scheduled date of the implementation of the absorption-	October 1, 2020 (scheduled)
type split (Effective date)	October 1, 2020 (senedured)

#### (2) Method of the company split

This is an absorption-type split with the nine split preparation companies as successor companies and the 11 domestic sales companies as splitting companies.

#### (3) Allotment concerning the company split

As the company split will be effected between the wholly-owned subsidiaries of the Company, we will not provide cash or other consideration for the company split.

#### (4) Rights and obligations succeeded to by the successor companies

The nine split preparation companies shall succeed to the assets, debts and other rights and obligations held by the 11 domestic sales companies in connection with their businesses other than real estate management on the effective date of the company split.

#### (5) Increase or decrease in capital due to the company split

There is no increase or decrease in the capital stock due to the company split.

#### 4. Situation after the company split

We will establish nine sales companies in Japan as wholly-owned subsidiaries of the Company.

<curre< th=""><th>ent&gt;</th><th></th><th>]</th><th>Mitsubi</th><th>shi Logi</th><th>snext</th><th></th><th></th><th></th><th></th><th><after reorga<="" th=""><th>nizatio</th><th>n&gt;</th><th></th><th>Mitsub</th><th>oishi Log</th><th>jisnext</th><th></th><th></th><th></th></after></th></curre<>	ent>		]	Mitsubi	shi Logi	snext					<after reorga<="" th=""><th>nizatio</th><th>n&gt;</th><th></th><th>Mitsub</th><th>oishi Log</th><th>jisnext</th><th></th><th></th><th></th></after>	nizatio	n>		Mitsub	oishi Log	jisnext			
(1)Logisnext Hokkaido Co., Ltd.	(2)Logisnext Tohoku Co., Ltd.	(3)Logisnext Tokyo Co, Ltd.	(4)Logisnext Shinetsu Co., Ltd.	(5) Logisnext Shiznoka Co., Ltd.	(6)Logisnext Chubu Co., Ltd.	(7)Logisnext Kinki Co., Ltd.	(8)Logisnext Chugoku Co., Ltd.	(9)Logisnext Shikoku Co., Ltd.	(10) Logisnext Kyushu Co., Ltd.	(11)Logisnext Unicarriers Co., Ltd.	•	(1)Logisnext Hokkaido Co., Ltd. (Hokkaido area)	(2)Logisnext Tohoku Co., Ltd. (Tohoku area)	(3)Logisnext Kanshinetsu Co., Ltd. (Northern Kanto and Shinetsu areas)	(4)Logisnext Tokyo Co., Ltd. (Metropolitan area)	(5)Logisnext Chubu Co., Lid. (Chubu area)	(6)Logisnext Kinki Co., Ltd. (Kinki area)	(7)Logisnext Chugoku Co., Ltd. (Chugoku area)	(8)Logisnext Shikoku Co., Ltd. (Shikoku area)	(9) Logisnext Kyushu Co, Ltd. (Kyushu area)

#### II. The Merger

#### 1. Purpose

By shifting the real estate management to the Company, the nine domestic sales companies, which will be newly established as a result of the incorporation of the nine split preparation companies and the company split, will be able to specialize in sales and services, their primary business.

#### 2. Overview of the merger

#### (1) Schedule of the merger

Date of board resolution for approval of the absorption-type merger agreement	June 4, 2020 (scheduled)
Conclusion of the absorption-type merger agreement	June 4, 2020 (scheduled)
Scheduled date of the implementation of the absorption-type merger (Effective date)	October 1, 2020 (scheduled)

(Note) Since the merger falls under the category of a simplified merger as prescribed in Article 796, Paragraph 2 of the Companies Act for the Company and a summary merger as prescribed in Article 784, Paragraph 1 of the Companies Act for the 11 domestic sales companies, we will not hold a general meeting of shareholders for approval of the absorption-type merger agreement of the respective companies.

#### (2) Method of the merger

This is an absorption-type merger with the Company as a surviving company and the 11 domestic sales companies after as the company split absorbed companies.

#### (3) Allotment concerning the merger

As the merger will be effected between the parent company and its wholly-owned subsidiaries, we will not provide cash or other consideration for the merger.

## (4) Handling of share warrants and bonds with warrants of absorbed companies

Not applicable

### 3. Overview of the companies involved in the merger (As of January 16, 2020)

		Surviving company	Absorbed company (1)
(1)	Name	Mitsubishi Logisnext Co., Ltd.	Logisnext Hokkaido Co., Ltd.
(2)	Address	2-1-1 Higashi-kotari, Nagaokakyo-shi, Kyoto	6-3-1 Ryutsu Center, Shiroishi-ku, Sapporo-
			shi, Hokkaido
(3)	Title and name of the	Takashi Mikogami, President and Chief	Norio Kinoshita, President and Chief
	representative	Executive Officer	Executive Officer
(4)	Businesses	Development, design, manufacturing and	Sales of and services for logistics system
		sales of logistics system products such as	products such as battery forklifts, engine
		battery forklifts, engines	forklifts, container carriers, transfer cranes,
		forklifts, transport robots, automated	civil engineering and construction
		warehouses	equipment, transport robots, automated
		and LAN, and	warehouses and the WMS (Warehouse
		civil engineering and construction	Management System)
		equipment, agricultural and forestry	
		machinery, electric	
		cars, monorails, industrial engines and	
		transmissions	
(5)	Capital stock	4,898 million yen	40 million yen
(6)	Date of incorporation	July 31, 1937	September 14, 1972
(7)	Number of shares	Common stock: 106,500,013 shares	240,000 shares
	outstanding	Class A shares: 0 shares	
		Total: 106,500,013 shares	
(8)	Closing date	March 31	
(9)	Major shareholders	Mitsubishi Heavy Industries Forklift, Engine	
	(investors) and	& Turbocharger Holdings, Ltd.	Mitsubishi Logisnext Co., Ltd. 100%
	shareholding	Common stock:64.68%	William Dogishoke Co., Dia. 10070
	(investment) ratio		
(10)	Financial position and		
	operating results for the	(Year ended	March 2019)
	previous fiscal year		
	Net assets	68,503 million yen (Consolidated)	-105 million yen
	Total assets	367,662 million yen (Consolidated)	1,080 million yen
	Net assets per share	619.85 yen (Consolidated)	-440.91 yen
	Net sales	448,381 million yen (Consolidated)	2,270 million yen
	Operating income	13,156 million yen (Consolidated)	70 million yen
	Ordinary income	13,714 million yen (Consolidated)	73 million yen
	Profit attributable to owners of parent	7,077 million yen (Consolidated)	52 million yen
	Net income per share	66.48 yen (Consolidated)	220.68 yen

		Absorbed company (2)	Absorbed company (3)
(1)	Name	Logisnext Tohoku Co., Ltd.	Logisnext Tokyo Co., Ltd.
(2)	Address	3-2-8 Oroshimachi-higashi, Wakabayashi-ku,	6-1-1 Heiwajima, Ota-ku, Tokyo
		Sendai-shi, Miyagi	
(3)	Title and name of the	Masanori Takeuchi, President and Chief	Hiroshi Kusaba, President and Chief
	representative	Executive Officer	Executive Officer
(4)	Businesses	Sales of and services for logistics system	Sales of and services for logistics system
		products such as battery forklifts, engine	products such as battery forklifts, engine
		forklifts, container carriers, transfer cranes,	forklifts, container carriers, transfer cranes,
		civil engineering and construction	civil engineering and construction
		equipment, transport robots, automated	equipment, transport robots, automated
		warehouses and the WMS (Warehouse	warehouses and the WMS (Warehouse
		Management System)	Management System)
(5)	Capital stock	45 million yen	70 million yen
(6)	Date of incorporation	September 17, 1991	October 18, 1967
(7)	Number of shares	900 shares	1,505,401 shares
	outstanding		
(8)	Closing date	March 31	
(9)	Major shareholders		
	(investors) and	Mitsubishi Logisnext Co., Ltd. 100%	
	shareholding	Whistoisin Eogishekt Co., Etc. 10070	
	(investment) ratio		
(10)	Financial position and		
	operating results for the	(Year ended	March 2019)
	previous fiscal year		
	Net assets	817 million yen	-652 million yen
	Total assets	3,008 million yen	11,774 million yen
	Net assets per share	908,708.61 yen	-435.65 yen
	Net sales	5,471 million yen	27,191 million yen
	Operating income	181 million yen	545 million yen
	Ordinary income	192 million yen	561 million yen
	Profit attributable to	118 million yen	408 million yen
	owners of parent	110 minion yen	400 minion yen
	Net income per share	131,223.57 yen	272.89 yen

(1)	Name	T : : : : : : : : : : : : : : : : : : :	
(2)		Logisnext Shinetsu Co., Ltd.	Logisnext Shizuoka Co., Ltd.
	Address	1-8-19 Akebono-cho, Konan-ku, Niigata-shi,	7-8-1 Magarikane, Suruga-ku, Shizuoka-shi,
		Niigata	Shizuoka
(3)	Title and name of the	Mitsunobu Sato, President and Chief	Masaki Yamada, President and Chief
	representative	Executive Officer	Executive Officer
(4)	Businesses	Sales of and services for logistics system	Sales of and services for logistics system
		products such as battery forklifts, engine	products such as battery forklifts, engine
		forklifts, container carriers, transfer cranes,	forklifts, container carriers, transfer cranes,
		civil engineering and construction	civil engineering and construction
		equipment, transport robots, automated	equipment, transport robots, automated
		warehouses and the WMS (Warehouse	warehouses and the WMS (Warehouse
		Management System)	Management System)
(5)	Capital stock	40 million yen	25 million yen
(6)	Date of incorporation	April 5, 1979	February 12, 1969
(7)	Number of shares	80,000 shares	2,500 shares
	outstanding		
(8)	Closing date	March 31	
(9)	Major shareholders		
	(investors) and	Mitsubishi Logisnext Co., Ltd. 100%	
	shareholding	Witsubishi Eogishext Co., Etd. 10070	
	(investment) ratio		
(10)	Financial position and		
	operating results for the	(Year ended	March 2019)
	previous fiscal year		
	Net assets	219 million yen	-37 million yen
	Total assets	1,355 million yen	1,071 million yen
	Net assets per share	2,739.68 yen	-14,888.53 yen
	Net sales	2,887 million yen	2,464 million yen
	Operating income	149 million yen	49 million yen
	Ordinary income	152 million yen	52 million yen
	Profit attributable to	85 million yen	36 million yen
	owners of parent	65 million yen	30 million yen
	Net income per share	1,066.84 yen	14,408.43 yen

		Absorbed company (6)	Absorbed company (7)
(1)	Name	Logisnext Chubu Co., Ltd.	Logisnext Kinki Co., Ltd.
(2)	Address	1-52 Shinyoshi-cho, Nakagawa-ku, Nagoya-	2-3-13 Chibune, Nishiyodogawa-ku, Osaka-
		shi, Aichi	shi, Osaka
(3)	Title and name of the	Naohisa Fujisaki, President and Chief	Shuji Iio, President and Chief Executive
	representative	Executive Officer	Officer
(4)	Businesses	Sales of and services for logistics system	Sales of and services for logistics system
		products such as battery forklifts, engine	products such as battery forklifts, engine
		forklifts, container carriers, transfer cranes,	forklifts, container carriers, transfer cranes,
		civil engineering and construction	civil engineering and construction
		equipment, transport robots, automated	equipment, transport robots, automated
		warehouses and the WMS (Warehouse	warehouses and the WMS (Warehouse
		Management System)	Management System)
(5)	Capital stock	60 million yen	70 million yen
(6)	Date of incorporation	September 1, 1972	September 17, 1966
(7)	Number of shares	326,000 shares	677,979 shares
	outstanding		
(8)	Closing date	March 31	
(9)	Major shareholders		
	(investors) and	Mitsubishi Logisnext Co., Ltd. 100%	
	shareholding	Witsdom Eogistext Co., Etc. 10070	
	(investment) ratio		
(10)	Financial position and		
	operating results for the	(Year ended	March 2019)
	previous fiscal year		
	Net assets	1,192 million yen	-679 million yen
	Total assets	5,728 million yen	6,971 million yen
	Net assets per share	3,726.50 yen	-1,012.02 yen
	Net sales	11,075 million yen	17,873 million yen
Operating income		413 million yen	398 million yen
Ordinary income		429 million yen	409 million yen
	Profit attributable to	266 million yen	317 million yen
	owners of parent	200 minion yen	31 / Hillion yell
	Net income per share	832.54 yen	473.67 yen

		Absorbed company (8)	Absorbed company (9)
(1)	Name	Logisnext Chugoku Co., Ltd.	Logisnext Shikoku Co., Ltd.
(2)	Address	4-6-61 Kanon-shinmachi, Nishi-ku,	1645-1 Mimaya-cho, Takamatsu-shi, Kagawa
		Hiroshima-shi, Hiroshima	
(3)	Title and name of the	Hiroshi Obata, President and Chief	Tsukasa Abe, President and Chief Executive
	representative	Executive Officer	Officer
(4)	Businesses	Sales of and services for logistics system	Sales of and services for logistics system
		products such as battery forklifts, engine	products such as battery forklifts, engine
		forklifts, container carriers, transfer cranes,	forklifts, container carriers, transfer cranes,
		civil engineering and construction	civil engineering and construction
		equipment, transport robots, automated	equipment, transport robots, automated
		warehouses and the WMS (Warehouse	warehouses and the WMS (Warehouse
		Management System)	Management System)
(5)	Capital stock	40 million yen	23 million yen
(6)	Date of incorporation	October 17, 1964	May 7, 1969
(7)	Number of shares	300,000 shares	266,000 shares
	outstanding		
(8)	Closing date	March 31	
(9)	Major shareholders		
	(investors) and	Mitarkishi Lagignayt Ca. I til 1000/	
	shareholding	Mitsubishi Logisnext Co., Ltd. 100%	
	(investment) ratio		
(10)	Financial position and		
	operating results for the	(Year ended	March 2019)
	previous fiscal year		
	Net assets	349 million yen	130 million yen
	Total assets	3,548 million yen	1,685 million yen
	Net assets per share	1,164.41 yen	492.30 yen
	Net sales	7,813 million yen	3,214 million yen
	Operating income	153 million yen	133 million yen
	Ordinary income	167 million yen	136 million yen
	Profit attributable to	05 '11'	104 '11'
	owners of parent	85 million yen	104 million yen
	Net income per share	283.34 yen	393.78 yen

		Absorbed company (10)	Absorbed company (11)
(1)	Name	Logisnext Kyushu Co., Ltd.	Logisnext Unicarriers Co., Ltd.
(2)	Address	1-38-24 Kanenokuma, Hakata-ku, Fukuoka-	35-2 Dainichi-higashimachi, Moriguchi-shi,
		shi, Fukuoka	Osaka
(3)	Title and name of the	Hiroshi Matsushita, President and Chief	Yoichi Yamaguchi, President and Chief
	representative	Executive Officer	Executive Officer
(4)	Businesses	Sales of and services for logistics system	Sales of and services for logistics system
		products such as battery forklifts, engine	products such as battery forklifts, engine
		forklifts, container carriers, transfer cranes,	forklifts, container carriers, transfer cranes,
		civil engineering and construction	civil engineering and construction
		equipment, transport robots, automated	equipment, transport robots, automated
		warehouses and the WMS (Warehouse	warehouses and the WMS (Warehouse
		Management System)	Management System)
(5)	Capital stock	36 million yen	90 million yen
(6)	Date of incorporation	June 10, 1969	February 17, 1949
(7)	Number of shares	152,000 shares	377,500 shares
	outstanding		
(8)	Closing date	March 31	-
(9)	Major shareholders		
	(investors) and	Mitsubishi Logisnext Co., Ltd. 100%	
	shareholding	Wildulian Logishert Co., Ltt. 10070	
	(investment) ratio		
(10)	Financial position and		
	operating results for the	(Year ended	March 2019)
	previous fiscal year		
	Net assets	315 million yen	10,216 million yen
	Total assets	4,250 million yen	38, 176 million yen
	Net assets per share	2,076.64 yen	27,064.53 yen
	Net sales	8,941 million yen	68, 931 million yen
	Operating income	148 million yen	3, 018 million yen
	Ordinary income	159 million yen	2, 330 million yen
	Profit attributable to	90:11:	1 507:11:
	owners of parent	88 million yen	1,507 million yen
	Net income per share	584.12 yen	3,993.07 yen

#### 4. Situation after the merger

There will be no change in the trade name, address, title and name of the representative, businesses, capital stock, number of shares outstanding and closing date of the Company as a result of the merger.

#### III. Future Outlook

As the effective date of the absorption-type split and the merger is October 1, 2020 (scheduled), the effect of this event on the consolidated results could arise from the year ending March 2021. It is currently under review, and we will make an announcement as soon as any matter to be disclosed becomes clear.