



July 16, 2024

FOR IMMEDIATE RELEASE

Company name: OSG Corporation
Representative: Nobuaki Osawa, President
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Notice Concerning Acquisition of Shares of Precision Tools Holding B.V. (to Make It a Sub-Subsidiary) by a Subsidiary of the Company

OSG Corporation (the “Company”) hereby announces that OSG Europe S.A. (Belgium), a consolidated subsidiary of the Company, has entered into a share purchase agreement concerning share acquisition of Precision Tools Holding B.V. (Netherlands) on July 12, 2024 (Netherlands local time).

1. Reason for acquisition of shares

One of the key measures in our mid-term management plan "Beyond the Limit" (covering the period from 2022 to 2024) is the expansion in the micro-precision machining field. This M&A is a part of our efforts to develop new customer segments in this field.

Contour Fine Tooling B.V., a subsidiary of Precision Tools Holding B.V., is a Netherlands based world-class manufacturer of diamond tools for eyeglasses and intraocular lenses. The merger with Precision Tools Holding B.V. will lead to the acquisition of new customer segments and the latest in diamond tool grinding technology.

With the acquisition of Precision Tools Holding B.V., the OSG Group will further expand sales in the field of micro-precision machining and accelerate its global growth.

2. Overview of the subsidiary (OSG Europe S.A.) for share acquisition

(1) Name	OSG Europe S.A.
(2) Location	Avenue Lavoisier 1, B-1300 Z.I. Wavre-Nord, Belgium
(3) Name of representative and job title	Hideaki Osawa, President
(4) Description of business	Holding company
(5) Share capital	83,940 thousand euros
(6) Date of establishment	November 1997
(7) Major shareholders and ownership ratios	The Company (OSG Corporation) 100%

3. Overview of the sub-subsidiary (Precision Tools Holding B.V.) subject to change

(1) Name	Precision Tools Holding B.V.	
(2) Location	De Vest 1, 5555 XL Valkenswaard, the Netherlands	
(3) Name of representative and job title	Robert Cassin, CEO	
(4) Description of business	Holding company	
(5) Share capital	18,160 euros	
(6) Date of establishment	May 1989	
(7) Major shareholders and ownership ratios	DIAMOND TOOLS GROUP B.V. 100%	
(8) Relationship between the Company and said company	Capital relationship	Not applicable.
	Personnel relationship	Not applicable.
	Business relationship	Not applicable.
(9) Consolidated operating results and consolidated financial positions of said company for the latest fiscal year (fiscal year ended December 31, 2023)	Consolidated net assets	25,851 thousand euros
	Consolidated total assets	28,841 thousand euros
	Consolidated net sales	19,300 thousand euros
	Consolidated operating profit	3,130 thousand euros
	Profit attributable to owners of parent	2,399 thousand euros

* Precision Tools Holding B.V. is a holding company and has “Contour Fine Tooling B.V.” and 8 other companies.

4. Overview of the counterparty to the acquisition of shares

Overview of the counterparty to the acquisition of shares will not be disclosed due to an agreement with the counterparty. There are no notifiable capital relationships, personal relationships and business relationships between the Company and the counterparty.

5. Number of shares acquired, acquisition costs, and shareholding before and after acquisition

(1) Number of shares held before the change	0 shares (Ratio of voting rights held: 0%)
(2) Number of shares to be acquired	18,160 shares
(3) Acquisition costs	Acquisition costs will not be disclosed due to an agreement with the counterparty.
(4) Number of shares held after the change	18,160 shares (Ratio of voting rights held: 100%)

6. Timetable

(1) Date of conclusion of the agreement	July 12, 2024 (Netherlands local time)
(2) Date of commencement of share transfer	July 23, 2024 (Scheduled)

7. Future outlook

The Company is currently assessing the impact of the share acquisition on consolidated financial results for the fiscal year ending November 30, 2024 and will promptly disclose if forecast of consolidated financial results needs to be revised.

(Reference) Forecast of Consolidated Results for FY2024 and Consolidated Results for FY2023

	(Millions of yen)			
	Net sales	Operating income	Ordinary income	Profit attributable to owners of parent
Forecast of consolidated results (FY2024)	153,000	23,000	23,000	15,500
Consolidated results (FY2023)	147,703	19,800	21,350	14,307