



January 21, 2022

Company Name Goldwin Inc.
Representative Name Takao Watanabe, President and CEO
(Code number 8111 TSE First Section)
Inquiries: Executive Officer,
General Manager of Management Headquarters,
Junzo Shirai
(TEL 03-3481-7203)

Notice Regarding Absorption-type Merger (Simple Merger / Abbreviated Merger) of Consolidated Subsidiaries

We are pleased to inform you that at the board of directors meeting held on January 21, 2022, we resolved to absorb and merge Canterbury of New Zealand Japan Co., Ltd., a 100% owned consolidated subsidiary of the Company, as follows.

Since this merger is a simplified absorption-type merger targeting a wholly owned subsidiary, some disclosure items and details are omitted.

1. Purpose of the merger

By absorbing and merging Canterbury of New Zealand Japan Co., Ltd., a 100% owned consolidated subsidiary, we will be able to more flexibly invest our product development capabilities, store development capabilities, and marketing capabilities into the Canterbury brand. By enhancing such group synergies, we will promote the planning and development of technical sportswear such as the uniforms representing Japan in the future, and by consolidating management resources and improving efficiency, we will be able to respond to any changes in the business environment. We will achieve continuous and sustainable growth.

2. Summary of merger

(1) Merger schedule

Resolution date of the Board of Directors of the Company: January 21, 2022

Merger contract conclusion date: January 21, 2022

Merger date (effective date): April 1, 2022 (expect)

This merger falls under the simplified merger stipulated in Article 796, Paragraph 2 of the Companies Act at the Company, and the abbreviated merger stipulated in Article 784, Paragraph 1 of the Companies Act at Canterbury of New Zealand Japan Co., Ltd. Both will be done without a resolution to approve the general meeting of shareholders regarding the merger agreement.

(2) Merger method

Canterbury of New Zealand Japan Co., Ltd. will be dissolved as an absorption-type merger with the Company as the surviving company.

(3) Details of the allocation related to the merger

There will be no allotment of shares or other money due to this merger.

(4) Handling of stock acquisition rights and bonds with stock acquisition rights associated with the merger

Not applicable.

3. Overview of the parties to the merger (as of September 30, 2021)

	Surviving company	Disappearing company
(1) Trade name	Goldwin Inc.	Canterbury of New Zealand Japan Co., Ltd.
(2) Head office location	210 Kiyosawa, Oyabe City, Toyama Prefecture	4 Iwatocho, Shinjuku-ku, Tokyo
(3) Title and name of the representative	Takao Watanabe, President and Representative Director	Kunio Morimoto, President and Representative Director
(4) Business content	Manufacture and sale of sports equipment	Sale of sporting goods
(5) Capital	7,079 million yen	98 million yen
(6) Date of establishment	December 22, 1951	August 1, 1994
(7) Total number of issued shares	47,448,172 shares	1,960 shares
(8) Fiscal year	March 31	March 31
(9) Major shareholders and shareholding ratio	Korea Securities Depository Samsung(Standing proxy City Bank, NA Tokyo Branch) 11.69% The Master Trust Bank of Japan, Ltd. (Trust Account) 9.70% Mitsui & Co., Ltd. 9.30% Hokuriku Bank, Ltd. 4.22% Hokkoku Bank, Ltd. 3.70%	Goldwin Inc. 100.00%
(10) Financial status and business results of the immediately preceding fiscal year		
Fiscal year	Fiscal year ended March 2021 (consolidated)	Fiscal year ending March 2021 (non-consolidated)
Net assets	52,916 million yen	267 million yen
Total assets	91,376 million yen	2,045 million yen
Net assets per share	1,164.16 yen	136,304.24 yen
Amount of sales	90,479 million yen	2,724 million yen
Operating income	14,838 million yen	△ 290 million yen
Ordinary profit	15,984 million yen	△ 291 million yen
Net income attributable to owners of the parent company shareholders or net income	10,734 million yen	△ 244 million yen
Net income per share	236.64 yen	△ 124,888.98 yen

4. Status after the merger

After the merger, there will be no change in the name, location, title / name of the representative, business content, capital stock, and fiscal year end.

5. Future outlook

Since this merger is a merger with a wholly owned subsidiary, the impact on consolidated business results will be minor.